

Date: July 19, 2024

To, BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai - 400001 BSE Scrip Code: 543451	To, National Stock Exchange of India Limited, Exchange Plaza, Bandra Kurla Complex, Bandra (East), Mumbai - 400051 NSE Scrip Symbol: AGSTRA
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Ref: Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Sub: Declaration of Voting Results in terms of Postal Ballot Notice dated June 17, 2024 alongwith Scrutinizer's Report

This is further to our letter dated June 18, 2024, submitting the Postal Ballot Notice dated June 17, 2024 along with the explanatory statement ("Notice") read with Corrigendum to the Notice dated July 4, 2024, seeking approval of the Members for the special businesses stated as under:

Sr. No.	Particulars	Resolution required
1.	Issue of Convertible Warrants on preferential basis	Special Resolution
2.	Re-appointment of Mr. Ravi B. Goyal as the Managing Director of the Company	Special Resolution

Ms. Manisha Maheshwari (Membership No.: A30224), failing her, Mr. S.N. Bhandari (Membership No.: F761), partners of M/s. Bhandari & Associates, Practising Company Secretaries were appointed as Scrutinizers for conducting the Postal Ballot/e-voting process in fair and transparent manner. The e-voting period commenced on Wednesday, June 19, 2024 at 9:00 a.m. (IST) and concluded on Thursday, July 18, 2024 at 5:00 p.m. (IST).

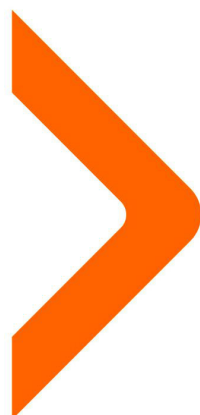
In accordance with Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), please find enclosed, the details of voting results and the report of the Scrutinizer thereon. The resolutions as per the Postal Ballot Notice dated June 17, 2024 read with Corrigendum to the Notice dated July 04, 2024 were approved by the Members with the requisite majority and are deemed to have been passed on last day of voting i.e. July 18, 2024.

The copy of the said voting results is also available on the Company's website at www.agsindia.com. We request you to take the voting results on records.

Thanking You,
 Yours Sincerely,
 For **AGS Transact Technologies Limited**

Sneha Kadam
Company Secretary
(Mem No: ACS 31215)
Place: Mumbai

Encl: As above



AGS Transact Technologies Ltd.

www.agsindia.com

REGISTERED OFFICE

601 - 602, B-Wing, Trade World,
 Kamala City, Senapati Bapat Marg,
 Lower Parel (W), Mumbai - 400 013

Phone: +91-22-6781 2000

Fax: +91-22-2493 5384

CIN-L72200MH2002PLC138213

CORPORATE OFFICE

1401-A & 1402,
 One International Centre,
 Tower-3, 14th Floor, S.B. Marg,
 Prabhadevi (W), Mumbai - 400 013
Phone: +91-22-7181 8181

B&A
BHANDARI & ASSOCIATES
COMPANY SECRETARIES

SCRUTINIZER'S REPORT

[Pursuant to section 110 of the Companies Act, 2013 and
Rule 22 of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman
AGS Transact Technologies Limited
CIN: L72200MH2002PLC138213
601-602, Trade World, B-Wing,
Kamala Mill Compound,
Senapati Bapat Marg, Lower Parel,
Mumbai-400013

Dear Sir,

Pursuant to the resolution passed by the Board of Directors of AGS Transact Technologies Limited (hereinafter referred as "the Company") on, June 17, 2024, I, Manisha Maheshwari, Partner of M/s Bhandari and Associates, Company Secretaries, have been appointed as a Scrutinizer for conducting the Postal Ballot including voting by electronic means in respect of passing of the resolutions contained in the Postal Ballot Notice dated June 17, 2024 in a fair and transparent manner.

The Management of the Company is responsible to ensure compliance with Section 108, 110 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") (including any statutory modification or re-enactment thereof for the time being in force) read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("the Rules"), as amended from time to time, including General Circular No. 14/2020 dated April 08, 2020, No. 17/2020 dated April 13, 2020 and the subsequent circulars issued in this regard the latest being Circular No. 9/2023 dated September 25, 2023 issued by the Ministry of Corporate Affairs (collectively referred to as "MCA Circulars") and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and other applicable laws and regulations, relating to postal ballot including voting by electronic means.

My responsibility as a scrutinizer for the voting process is restricted to make a scrutinizer report on the votes cast "in favour" or "against" the resolution based on the reports generated from the e-voting system provided by the Registrar and Share Transfer Agent of the Company viz. Link Intime India Private Limited ("Link Intime" or "RTA"), the authorized service provider for extending the facility of electronic voting to the members of the Company.

Further to the above, I submit my report as under:

1. In terms of Section 110 of the Companies Act, 2013, read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, the Company has issued a Postal Ballot Notice dated June 17, 2024 and subsequently a Corrigendum to the Postal Ballot Notice dated July 04, 2024 for passing of Resolutions mentioned in the said Notice to its members.



2. In terms of MCA Circulars, the Company had sent the postal ballot notice in electronic form only to its members whose name(s) appeared in the Register of members/ list of beneficiaries as on Friday, June 14, 2024. The hard copy of postal ballot notice along with postal ballot forms and pre-paid business envelope was not sent to the members for the postal ballot in accordance with the provisions specified under the MCA Circulars. Accordingly, the communication of the assent or dissent of the members had taken place through the remote e-voting system only.
3. In accordance with the Companies Act, 2013, MCA Circulars and applicable Circulars issued by the Securities and Exchange Board of India, the Company has published an advertisement in 'The Free Press Journal' (English Newspaper) and 'Navshakti' (Vernacular Newspaper) in their respective editions dated June 19, 2024, giving due notice to the members of the Company including those who were either holding shares in physical or in respect of whom, the email address was not available in the records of Depositories or the RTA, as to the manner in which they can register their email id and receive the notice of postal ballot and necessary instructions to vote electronically on the resolution forming part of the notice. Further, the Company has published an advertisement in 'The Free Press Journal' (English Newspaper) and 'Navshakti' (Vernacular Newspaper) in their respective editions dated July 05, 2024 with respect to issuance of Corrigendum to Postal Ballot Notice.
4. Pursuant to Sections 108, 110 and other applicable provisions, if any of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 (including any amendments thereto), Regulation 44 of the SEBI Listing Regulations, the Secretarial Standard on General Meetings ('SS-2') issued by the Institute of Company Secretaries of India, MCA Circulars and any amendments thereto, the Company had provided electronic voting facility ("e-voting") to the members of the Company whose names were recorded in the Register of Members of the Company / list of Beneficial Owners maintained by the Depositories as on the cut-off date i.e. Friday, June 14, 2024 and had engaged Link Intime for providing e-voting platform.
5. The e-voting commenced on Wednesday, June 19, 2024 at 9.00 a.m. (IST) and concluded on Thursday, July 18, 2024 at 5.00 p.m. (IST) and thereafter e-voting portal was blocked forthwith.
6. After completion of e-voting, votes cast by members, were unblocked in the presence of two witnesses Ms. Palak Vora and Mr. Mit Shah who are not in the employment of the Company and the details containing, *inter-alia*, list of the members, who voted "In favour" or "against" on the resolution were derived from reports generated from the e-voting website of Link Intime i.e. <https://instavote.linkintime.co.in/>
7. A summary of electronic voting confirmations received for the following resolution is as under:



Item No. 1: Special Resolution

Issue of Convertible Warrants on Preferential Basis.

(i) Voted for the Resolution: -

Mode	Number of members voted	Number of votes cast in favour of the resolution	% of total number of valid votes cast
E-voting	131	7,97,57,213	94.44

(ii) Voted against the Resolution: -

Mode	Number of members voted	Number of votes cast against the resolution	% of total number of valid votes cast
E-voting	17	46,92,799	5.56

(iii) Invalid votes: -

Mode	Number of Members	Number of votes cast
E-voting	0	0

Item No. 2: Special Resolution

Re-appointment of Mr. Ravi B. Goyal (DIN: 01374288) as the Managing Director of the Company for a period of 3 years with effect from August 01, 2024 and payment of remuneration.

(i) Voted for the Resolution: -

Mode	Number of members voted	Number of votes cast in favour of the resolution	% of total number of valid votes cast
E-voting	130	7,97,55,544	94.44

(ii) Voted against the Resolution: -

Mode	Number of members voted	Number of votes cast against the resolution	% of total number of valid votes cast
E-voting	18	46,94,384	5.56

(iii) Invalid votes: -

Mode	Number of Members	Number of votes cast
E-voting	0	0

Note:

The Company has issued a Corrigendum on July 04, 2024 to modify certain disclosures/provide additional information in the explanatory statement relating to Item No.1 of the said Notice. The Company vide said Corrigendum gave an option to the shareholders, who had already voted before the date of issuance of Corrigendum, to change/modify their assent or dissent by sending an email to the Scrutinizer on or before the last date specified for e-voting i.e. July 18, 2024 at 5:00 p.m. (IST).

We further report that no such request for modification/change request has been received on our e-mail bhandariandassociates@gmail.com.



8. The Resolutions mentioned in the Postal Ballot Notice dated June 17, 2024 as per the details above stands passed with requisite majority on July 18, 2024.
9. The relevant records relating to voting shall be under my safe custody till the Chairman or person authorized by him, considers, approves and signs the minutes of this Postal Ballot and thereafter, the same shall be returned to the Company Secretary of the Company.

You may accordingly declare the result of the "voting by Postal Ballot."

Thanking you,
Yours truly,

For **Bhandari & Associates**
Company Secretaries

Unique Identification No.: P1981MH043700
Peer Review Certificate No.: 611/2019

Manisha

Manisha Maheshwari
Partner

ACS No.: 30224; C P No.: 11031
Mumbai | July 19, 2024
ICSI UDIN: A030224F000779665



Palak

Witness 1: Palak Vora

Mit Shah

Witness 2: Mit Shah

COUNTER SIGNED BY:
For **AGS Transact Technologies Limited**



Sneha Kadam

Ms. Sneha Kadam
Company Secretary
(Under Authority by the Chairman)