

August 20, 2022

TAKE/BSE/2022-23

The Manager

Dept. of Corporate Services-Listing

BSE Limited,

P. J. Towers, Dalal Street,

Mumbai - 400001

Scrip: 532890

TAKE/NSE/2022-23

The Manager-Listing Department

National Stock Exchange of India Limited

Exchange Plaza,

Bandra - Kurla Complex, Bandra (East),

Mumbai - 400051

Symbol: TAKE

Dear Sir/Madam,

Sub: Declaration of Voting Results in connection with the Postal Ballot of the Company pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements), 2015.

We wish to inform that the Company had conducted Postal Ballot pursuant to Sections 108 and 110 of the Companies Act, 2013 ("Act"), and other applicable provisions of the Act, if any, read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014. The last date for receipt of the postal ballot votes was fixed as Thursday, August 18, 2022 (5.00 p.m. IST).

On the basis of the report received from the Scrutinizer, the Company informs that the resolutions as set forth in the Postal Ballot Notice dated June 30, 2022, in respect of the Special Business(s), have been approved with the requisite majority.

In this regard, please find enclosed the following:

1. Report of Scrutinizer dated August 19, 2022, pursuant to Sections 108 and 110 of the Companies Act, 2013 and Rules made thereunder as Annexure-I.
2. Voting Results as required under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements), 2015 as Annexure-II.



Kindly take the same on record and acknowledge.

Thanking you.

Yours faithfully,

For TAKE Solutions Limited

P. Srinivasan

Srinivasan. P

Company Secretary

Encl: As above



SCRUTINIZER'S REPORT

*(Pursuant to Section 108, 110 of the Companies Act, 2013,
Rule 20, 21 & 22 of the Companies (Management and Administration) Rules, 2014 and
Regulation 44 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015)*

To,
The Chairperson of,
M/s. Take Solutions Limited,
No 27, Tank Bund Road, Nungambakkam,
Chennai – 600 034, Tamil Nadu, India.

Dear Sir,

Sub: Scrutinizer's Report on Postal Ballot conducted through Remote Electronic Voting in respect of passing of the resolutions contained in the Postal Ballot Notice dated 30th June 2022.

I, Mohan Rao Prathyusha, Practising Company Secretary and Designated Partner at M/s. AKB & Associates Company Secretaries LLP, Practising Company Secretaries, having office at I Floor, No. 30, Raja Bather Street, T. Nagar, Chennai – 600 017, Tamil Nadu, India, have been appointed as Scrutinizer by the Board of Directors of M/s. Take Solutions Limited ("the Company") vide their resolution passed on 30th June 2022 for the purpose of conducting the Postal Ballot process through remote voting by electronic means ("remote e-voting") in a fair and transparent manner as per the provisions of the Companies Act, 2013 and Rule 22(5) of the Companies (Management and Administration) Rules, 2014 on the Resolutions as set out in the Postal Ballot Notice dated 30th June 2022 ("Notice") in respect of the following Special Business(s):

- (i) Appointment of Mr. Srinivasan H.R., having DIN: 00130277 as Director (Non-Executive Capacity) of the Company.
 - (ii) Appointment of Mr. Chella Gowrishankar, having DIN: 00269690 as Director (Non-Executive Capacity) of the Company.
 - (iii) Appointment of Mr. Ramesh Gopal, having DIN: 00194267 as Non- Executive Independent Director of the Company.
 - (iv) Re-appointment and fixing the Remuneration of Ms. Shobana N.S., having DIN: 01649318 as the Whole Time Director.
1. In accordance with the guidelines prescribed by the Ministry of Corporate Affairs ("MCA") for holding General Meetings/conducting postal ballot process through e-voting vide General Circulars No. 14/2020 dated April 08, 2020, No. 17/2020 dated April 13, 2020, No. 22/2020 dated June 15, 2020, No. 33/2020 dated September 28, 2020, No. 39/2020, dated December 31, 2020, No. 10/2021 dated June 23, 2021 and No. 20/2021 dated December 08, 2021 and General Circular No. 3/2022 dated May 5, 2022 in view of Covid-19 pandemic (collectively referred to as "MCA Circulars"), the Ordinary Resolutions and Special Resolutions as set out in the Notice were proposed to be passed by the Members of the Company by way of Postal Ballot only through remote e-voting.



2. The Notice was sent on 18th July 2022 to the Members whose name(s) appeared in the Register of Members / list of beneficiaries as on July 08th 2022 (Cut-off date/record date).
3. The Notice was also uploaded on the website of the Company- www.takesolutions.com, the Stock Exchanges viz., National Stock Exchange of India Limited (NSE)- www.nseindia.com and Bombay Stock Exchange Limited (BSE)- www.bseindia.com and e-voting service provider viz., Central Depository Services (India) Limited (CDSL)- www.evotingindia.com.
4. The Company on 18th July 2022 released an advertisement in Financial Express (Newspaper – English) and Makkal Kural (Newspaper – Tamil) which was published on 19th July 2022 and 20th July 2022 respectively, informing the Members about dispatch of Notice.
5. The Company had appointed Central Depository Services (India) Limited (hereinafter “CDSL” or “Service Provider”) as the e-Voting Service Provider, for extending the facility of electronic voting (remote e-voting) to the Members of the Company from 9.00 A.M. (IST) on Wednesday, 20th July 2022 till 5.00. P.M. (IST) on Thursday, 18th August 2022.
6. The Service Provider had provided a system for recording the votes of the Members electronically on the above-mentioned special business. The Service Provider accordingly had set up e-Voting facility on their website- www.evotingindia.com.
7. The Notice sent to members of the Company contained the detailed instructions to be followed by the Members who were desirous of casting their vote as provided in the Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014.
8. The Cut-Off date (record date) for the purpose of identifying the Members who were entitled to vote on the resolution was fixed as July 08th 2022.
9. At the end of the voting period on 18th August 2022 at 5:00 P.M. (IST), the voting portal of the Service Provider was blocked forthwith and thereupon we had unblocked the list of members who have exercised their votes through remote e-voting. The votes cast through remote e-Voting facility were duly unblocked and the results were downloaded from CDSL website in the presence of Mr. Balaji. V and Ms. Mohanapriya, who are not in employment of the Company and acted as witnesses, as prescribed in sub-rule 4 (xii) of the Rule 20 of Companies (Management and Administration) Rules, 2014.
10. Compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder including any statutory modifications through notifications or circulars issued by MCA in this regard from time to time and SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, relating to voting through electronic means (by remote e-voting) by the shareholders on the resolutions proposed in the Postal Ballot Notice is the responsibility of the management of the Company.



11. My responsibility as a Scrutinizer is to ensure that the voting process through e-voting is being conducted in a fair and transparent manner and render a Scrutinizer's Report on the total votes cast in favour or against, if any, to the Chairperson/Authorised Person, on the resolution, based on the reports generated from the e-Voting system provided by the Central Depository Services (India) Limited, (CDSL).
12. Results of electronic voting are based on the data made available to the undersigned by CDSL through their website. On scrutiny, I report that 251 Folio Numbers have participated in this e-voting consisting of 249 Folio Numbers via e-voting system and 2 Folio Numbers via submission to scrutiniser.
13. The following resolution(s) were submitted by the Company to its Members for approval as stated in the Notice and the voting results are provided under each resolution:

(i) Appointment of Mr. Srinivasan H.R having DIN: 00130277 as Director (Non-Executive Capacity) of the Company:

***"RESOLVED THAT* pursuant to the provisions of Sections 149, 152, 160 and any other applicable provisions of the Companies Act, 2013 ("Act") and the Companies (Appointment of Directors) Rules 2014, and Regulation 17 and other applicable provisions of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, including any statutory modification(s) or re-enactment thereof for the time being in force, and the provisions of the Memorandum of Association, Articles of Association of the Company, Mr. Srinivasan H.R (DIN: 00130277) who was appointed as an Additional Director (Non-Executive Capacity) with effect from June 30, 2022 pursuant to Section 161 of the Act by the Board of Directors ("Board") as recommended by Nomination and Remuneration Committee ("Committee") be and is hereby appointed as the Director of the Company (Non-Executive Capacity) with effect from June 30, 2022, and shall be liable to retire by rotation.**

***RESOLVED FURTHER THAT* the Board of Directors of the Company (which term shall be deemed to include any Committee of the Board constituted to exercise its powers, including the powers conferred by this Resolution), be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary, proper and expedient to give effect to this Resolution."**

Type of Resolution: Ordinary Resolution

No. of Folio Number who have voted for the Resolution: 249 Folios

Manner of Voting	Votes IN FAVOUR of the Resolution	Votes AGAINST the resolution	Votes INVALID
Remote e-Voting	3,93,719	2,12,016	-
Total %*	65	35	-

**rounded off as per the voting results provided by Registrar and Share Transfer Agent*

The resolution placed as item No. 1 as indicated in the Notice WAS APPROVED under remote e-voting with the requisite majority.



(ii) Appointment of Mr. Chella Gowrishankar having DIN: 00269690 as Director (Non-Executive Capacity) of the Company

"RESOLVED THAT pursuant to the provisions of Sections 149, 152, 160 and any other applicable provisions of the Companies Act, 2013 ("Act") and the Companies (Appointment of Directors) Rules 2014, and Regulation 17 and other applicable provisions of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, including any statutory modification(s) or re-enactment thereof for the time being in force, and the provisions of the Memorandum of Association, Articles of Association of the Company, Mr. Chella Gowrishankar (DIN: 00269690) who was appointed as an Additional Director (Non-Executive Capacity) with effect from June 30, 2022 pursuant to Section 161 of the Act by the Board of Directors ("Board") as recommended by Nomination and Remuneration Committee ("Committee") be and is hereby appointed as the Director of the Company (Non-Executive Capacity) with effect from June 30, 2022, and shall be liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors of the Company (which term shall be deemed to include any Committee of the Board constituted to exercise its powers, including the powers conferred by this Resolution), be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary, proper and expedient to give effect to this Resolution."

Type of Resolution: Ordinary Resolution

No. of Folio who have voted for the Resolution: 250 Folios

Manner of Voting	Votes IN FAVOUR of the Resolution	Votes AGAINST the resolution	Votes INVALID
Remote e-Voting	10,33,723	1,94,583	-
Total - %*	84.16	15.84	-

*rounded off as per the voting results provided by Registrar and Share Transfer Agent

The resolution placed as item No. 2 as indicated in the Notice WAS APPROVED under remote e-voting with the requisite majority.



(iii) Appointment of Mr. Ramesh Gopal having DIN: 00194267 as Non-Executive Independent Director of the Company

***"RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152, 160 and other applicable provisions, if any, of the Companies Act, 2013 (the 'Act') and the Companies (Appointment and Qualification of Directors) Rules, 2014 read with Schedule IV of the Companies Act, 2013 and Regulations 16(1)(b), 17 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the 'Listing Regulations') (including any statutory modification(s) or re-enactment thereof for the time being in force), Mr. Ramesh Gopal (DIN: 00194267), who was appointed as an Additional Director with effect from June 30, 2022, pursuant to Section 161 of the Act and Article 60 (vii) of Article of Association of the Company and who has submitted the declaration that he meets the criteria of Independence under the Act and the Listing Regulations, be and is hereby appointed as an Independent Director of the Company to hold office for a term of five (5) consecutive years with effect from June 30, 2022 and shall not liable to retire by rotation"*

***RESOLVED FURTHER THAT** the Board of Directors of the Company (which term shall be deemed to include any Committee of the Board constituted to exercise its powers, including the powers conferred by this Resolution), be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary, proper and expedient to give effect to this Resolution."*

Type of Resolution: Special Resolution

No. of Folio Number who have voted for the Resolution: 250 Folios

Manner of Voting	Votes IN FAVOUR of the Resolution	Votes AGAINST the resolution	Votes INVALID
Remote e-Voting	12,17,961	10,345	-
Total - %*	99.16	0.84	-

**rounded off as per the voting results provided by Registrar and Share Transfer Agent*

The resolution placed as item No. 3 as indicated in the Notice WAS APPROVED under remote e-voting with the requisite majority.



(iv) Re-appointment and fixing the Remuneration of Ms. Shobana N. S. having DIN: 01649318 as the Whole Time Director.

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198 and 203 read with Schedule V and all other applicable provisions, if any, of the Companies Act, 2013 ("Act") read along with the Companies (Appointment and Qualification of Directors) Rules, 2014 and any other applicable provisions made thereunder, including any statutory modification(s) or re-enactment thereof, or any other law as amended from time to time, and Regulation 17 and other applicable provisions of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, including any statutory modification(s) or re-enactment thereof for the time being in force, and the provisions of the Memorandum of Association, Articles of Association of the Company, and as recommended by Nomination and Remuneration Committee ("Committee") and considered by the Board of Directors ("Board"), the consent of the members of the Company be and is hereby accorded towards re-appointment of Ms. Shobana N. S., having DIN: 01649318, as the Wholetime Director of the Company in Executive Capacity for a period of five years with effect from the date of shareholders' approval on such terms of re-appointment set out in the Explanatory Statement annexed to the Notice of this Postal Ballot, including the remuneration to be paid in the event of loss or inadequacy of profits in any Financial Year, during the term of office of Ms. Shobana N. S., with liberty to the Board (including Committee) to alter and vary the terms and conditions of the said re-appointment in such manner as may be agreed to between the Board and Ms. Shobana N. S., subject to the limits as set out in Section II of Part II of Schedule V of the Companies Act, 2013.

RESOLVED FURTHER THAT the Board of Directors of the Company (which term shall be deemed to include any Committee of the Board constituted to exercise its powers, including the powers conferred by this Resolution), be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary, proper and expedient to give effect to this Special Resolution."

Type of Resolution: Special Resolution

No. of Folio who have voted for the Resolution: 250 Folios

Manner of Voting	Votes IN FAVOUR of the Resolution	Votes AGAINST the resolution	Votes INVALID
Remote e-Voting	9,43,891	2,84,415	-
Total %*	76.84	23.15	-

*rounded off as per the voting results provided by Registrar and Share Transfer Agent

The resolution placed as item no. 4 as indicated in the Notice was APPROVED under remote e-voting with the requisite majority of three fourth value of holders of shares.



I hereby confirm that we are maintaining the Registers received from the Service provider electronically, in respect of the votes cast through e-voting by the Members of the Company. We shall be arranging to handover these records to the Company Secretary of the Company as prescribed in Rule 20 of Companies (Management and Administration) Rules, 2014.

Yours faithfully,

For M/s. AKB & Associates Company Secretaries LLP

Place: Chennai

Date: 19th August 2022



(Mohan Rao Prathyusha)

Company Secretary in Practice

FCS No.: 10960; CP. No.: 15726

UDIN: F010960D000818074

Dipti

Witness 1:

Name: *DIPTI*

Occupation: *SERVICE*

Address: *NO: 41, 6th CROSS STREET,
MKB NAGAR, VYSARPADI
CHENNAI - 600039.*

H. Anu

Witness 2:

Name: *ANUSA H*

Occupation: *SERVICE*

Address: *JAIN'S ASHRAYA PHASE-II
BLOCK-3, FF, 1st FLOOR,
VEMBOLI AMMAN KOLL ST,
VIRUVAMBAKKAM,
CHENNAI - 600 078.*

Annexure-I
Resolution Number: 1

The details of e-voting results with regards to the Ordinary Resolution as required under Regulation 44 of SEBI Listing Regulations, as under:

Resolution No. 1			Appointment of Mr. Srinivasan H.R., having DIN: 00130277 as Director (Non-Executive Capacity) of the Company.					
Resolution required: (Ordinary/Special)			Ordinary Resolution					
Whether Promoter/Promoter Group are interested in the Agenda/ Resolution?			Yes					
Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	% of Votes polled on Outstanding Shares (3) [(2)/(1)*100]	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6) [(4)/(2)]*100	% of Votes against on votes polled (7) [(5)/(2)]*100
PROMOTER & PROMOTER GROUP	E-Voting	79011371	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
PUBLIC INSTITUTIONS	E-Voting	1163796	188285	16.1785	0	188285	0.0000	100.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		188285	16.1785	0	188285	0.0000	100.0000
PUBLIC- NON INSTITUTIONS	E-Voting	67758833	417450	0.6161	393719	23731	94.3152	5.6848
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		417450	0.6161	393719	23731	94.3152	5.6848
Total		147934000	605735	0.4095	393719	212016	64.9986	35.0014



Resolution Number: 2

The details of e-voting results with regards to the Ordinary Resolution as required under Regulation 44 of SEBI Listing Regulations, as under:

Resolution No. 2			Appointment of Mr. Chella Gowrishankar having DIN: 00269690 as Director (Non-Executive Capacity) of the Company.					
Resolution required: (Ordinary/Special)			Ordinary Resolution					
Whether Promoter/Promoter Group are interested in the Agenda/ Resolution?			No					
Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	% of Votes polled on Outstanding Shares (3) [(2)/(1)*100]	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6) [(4)/(2)]*100	% of Votes against on votes polled (7) [(5)/(2)]*100
PROMOTER & PROMOTER GROUP	E-Voting	79011371	0	0.0000	0	0	0.0000	0.0000
	Poll		622921	0.7884	622921	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		622921	0.7884	622921	0	100.0000	0.0000
PUBLIC INSTITUTIONS	E-Voting	1163796	188285	16.1785	0	188285	0.0000	100.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		188285	16.1785	0	188285	0.0000	100.0000
PUBLIC- NON INSTITUTIONS	E-Voting	67758833	417100	0.6156	410802	6298	98.4901	1.5099
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		417100	0.6156	410802	6298	98.4901	1.5099
Total		147934000	1228306	0.8303	1033723	194583	84.1584	15.8416



Resolution Number: 3

The details of e-voting results with regards to the Special Resolution as required under Regulation 44 of SEBI Listing Regulations, as under:

Resolution No. 3			Appointment of Mr. Ramesh Gopal having DIN: 00194267 as Non- Executive Independent Director of the Company.					
Resolution required: (Ordinary/Special)			Special Resolution					
Whether Promoter/Promoter Group are interested in the Agenda/ Resolution?			No					
Category	Mode of Voting	No. of Shares held	No. of Votes Polled	% of Votes polled on Outstanding Shares [(2)/(1)*100]	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled [(4)/(2)]*100	% of Votes against on votes polled [(5)/(2)]*100
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
PROMOTER & PROMOTER GROUP	E-Voting	79011371	0	0.0000	0	0	0.0000	0.0000
	Poll		622921	0.7884	622921	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		622921	0.7884	622921	0	100.0000	0.0000
PUBLIC INSTITUTIONS	E-Voting	1163796	188285	16.1785	188285	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		188285	16.1785	188285	0	100.0000	0.0000
PUBLIC- NON INSTITUTIONS	E-Voting	67758833	417100	0.6156	406755	10345	97.5198	2.4802
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		417100	0.6156	406755	10345	97.5198	2.4802
Total		147934000	1228306	0.8303	1217961	10345	99.1578	0.8422



Resolution Number: 4

The details of e-voting results with regards to the Special Resolution as required under Regulation 44 of SEBI Listing Regulations, as under:

Resolution No. 4				Re-appointment of Ms. Shobana N.S. having DIN: 01649318 as the Whole Time Director.				
Resolution required: (Ordinary/Special)				Special Resolution				
Whether Promoter/Promoter Group are interested in the Agenda/ Resolution?				No				
Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	% of Votes polled on Outstanding Shares (3) [(2)/(1)*100]	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6) [(4)/(2)]*100	% of Votes against on votes polled (7) [(5)/(2)]*100
PROMOTER & PROMOTER GROUP	E-Voting	79011371	0	0.0000	0	0	0.0000	0.0000
	Poll		622921	0.7884	622921	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		622921	0.7884	622921	0	100.0000	0.0000
PUBLIC INSTITUTIONS	E-Voting	1163796	188285	16.1785	0	188285	0.0000	100.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		188285	16.1785	0	188285	0.0000	100.0000
PUBLIC- NON INSTITUTIONS	E-Voting	67758833	417100	0.6156	320970	96130	76.9528	23.0472
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		417100	0.6156	320970	96130	76.9528	23.0472
Total		147934000	1228306	0.8303	943891	284415	76.8449	23.1551

