

COMPUCOM

Software Limited

IT: 14-15 EPIP, RIICO Industrial Area,
Sitapura, Jaipur -302022 (India)
Tel. 91-141-2770131, 5115908
Fax: 91-141-2770335, 5115905
Email: cs@compucom.co.in
CIN:-L72200RJ1995PLC009798

Ref. No.: CSL/CS/BSE/NSE/CSE/19-20/

Date: 06.09.2019

1) BSE Limited

1st Floor, New Trading Ring,
Rotunda Building, Phiroze Jeejeebhoy Towers,
Dalal Street, Fort, Mumbai-400001.
Stock Code: 532339

(BY BSE LISTING CENTRE)

2) National Stock Exchange of India Limited

Exchange Plaza, 5th Floor,
Plot No. C/1, G Block,
Bandra (East), Mumbai-400051.
Stock Code: COMPUSOFT

(BY NSE NEAPS)

3) The Calcutta Stock Exchange Limited

7, Lyons Range, Kolkata: 700001
Stoke Code: 13335

(BY MAIL)

Sub: Submission of Voting Results along with the Scrutinizer's Report pursuant to Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 for 25th Annual General Meeting of Equity shareholders of Compucom Software Limited held on September 5, 2019.

Dear Sir,

This is in reference to our Notice of AGM dated July 27, 2019 along with the explanatory statement seeking the consent of members vide E-voting and/or Poll with respect to the following items of business:

Ordinary resolution pursuant to Sec. 129 of the Companies Act, 2013, to receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the year ended 31st March, 2019 together with the reports of the Board of Directors and Auditors thereon.

Ordinary Resolution pursuant to Section 123 of the Companies Act, 2013, to declare a dividend on equity shares of Rs. 0.10 per equity share i.e. 5% for the year ended March 31, 2019.

Ordinary Resolution pursuant to Section 152 of the Companies Act, 2013 to appoint Mr. Ajay Kumar Surana (DIN: 01365819), who retires by rotation and being eligible, offers himself for re-appointment.

Special Resolution pursuant to Section 149 and Section 152 of the Companies Act, 2013 to Re-appoint Mr. Ghisa Lal Chaudhary (DIN: 03602194) as an Independent Director.

Swati Jain
Compucom Software Limited
JAIPUR

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Ordinary Resolution pursuant to Section 149 and Section 152 of the Companies Act, 2013 to appoint Dr. Baldev Singh (DIN: 08333652) as an Independent Director.

Ordinary Resolution pursuant to Section 149 and Section 152 of the Companies Act, 2013 to appoint Mr. Sanchit Jain (DIN: 08443516) as an Independent Director.

Ordinary Resolution pursuant to Section 149 and Section 152 of the Companies Act, 2013 to appoint Mr. Vaibhav Surana (DIN: 05244109) as a Director.

Special Resolution pursuant to Section 196,197,198 and Section 203 of the Companies Act, 2013 to appoint Mr. Surendra Kumar Surana (DIN: 00340866) as a Chairman, Managing Director and Chief Executive Officer.

We would like to inform you that the Resolutions mentioned in the Notice dated July 27, 2019 have been approved by the shareholders of the company with the requisite majority.

Find enclosed herewith Voting Results along with Scrutinizer's Report given by Mr. Manoj Maheshwari, Company Secretary, dated September 6, 2019.

You are requested to take the same on record and inform all those concerned accordingly.

Thanking You,

For Compucom Software Limited

Swati Jain

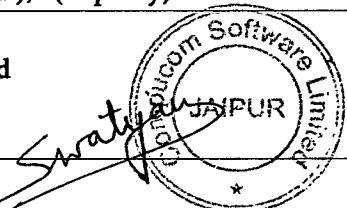
(Company Secretary & Compliance Officer)

FCS:8728

Encl: A/a

Voting Results

Date of the AGM	5 th September, 2019
Total number of shareholders on record date	11542
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	3 (in personal), 4(in proxy/Corporate) 29(in personal), 2(in proxy)
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public	Not Arranged



Agenda- wise disclosure (to be disclosed separately for each agenda item)

Resolution required: (Ordinary/	1. (a)Adoption of Audited Standalone Financial Statements of the Company for the
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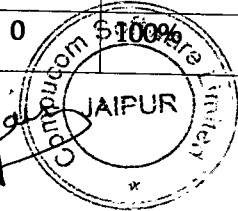
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Special)		Year ended March 31, 2019 together with the report of Board of Directors and Auditors Report.						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held (1)	No. of 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 and Promoter Group	E-Voting	5,80,34,445	5,79,16,153	99.7962%	5,79,16,153	0	100%	0%
	Poll		0	0%	0	0	0%	0%
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	5,80,34,445	5,79,16,153	99.7962%	5,79,16,153	0	100%	0%
Public-Institutions	E-Voting	10,503	0	0%	0	0	0%	0%
	Poll		0	0%	0	0	0%	0%
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	10,503	0	0%	0	0	0%	0%
Public-Non Institutions	E-Voting	2,10,80,240	28,36,018	13.4534%	28,36,018	0	100%	0%
	Poll		0	0%	0	0	0%	0%
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	2,10,80,240	28,36,018	13.4534%	28,36,018	0	100%	0%
Total		7,91,25,188	6,07,52,171	76.7798%	6,07,52,171	0	100%	0%

Result: Resolution passed with requisite majority.

Swatiya


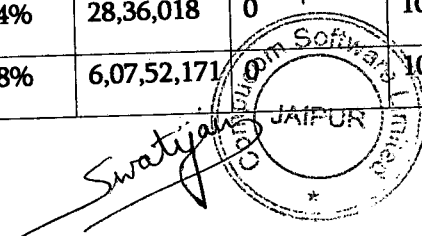
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Resolution required: (Ordinary/ Special)			2. Declaration of Final dividend on Equity Shares for the Financial Year 2018-19. (Ordinary Resolution)					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode 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 and Promoter Group	E-Voting	5,80,34,445	5,79,16,153	99.7962%	5,79,16,153	0	100%	0%
	Poll		0	0%	0	0	0%	0%
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	5,80,34,445	5,79,16,153	99.7962%	5,79,16,153	0	100%	0%
Public-Institutions	E-Voting	10,503	0	0%	0	0	0%	0%
	Poll		0	0%	0	0	0%	0%
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	10,503	0	0%	0	0	0%	0%
Public-Non Institutions	E-Voting	2,10,80,240	28,36,018	13.4534%	28,36,018	0	100%	0%
	Poll		0	0%	0	0	0%	0%
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	2,10,80,240	28,36,018	13.4534%	28,36,018	0	100%	0%
Total		7,91,25,188	6,07,52,171	76.7798%	6,07,52,171	0	100%	0%

Result: Resolution passed with requisite majority.



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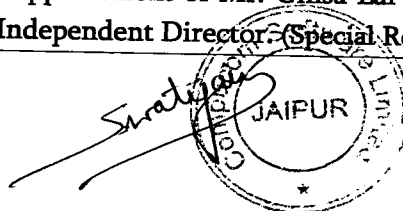
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Resolution required: (Ordinary/ Special)			3. To appoint Mr. Ajay Kumar Surana (DIN: 01365819), who retires by rotation and being eligible, offer himself for re-appointment. (Ordinary Resolution)					
Whether promoter/ promoter group are interested 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 and Promoter Group	E-Voting	5,80,34,445	5,79,16,153	99.7962%	5,79,16,153	0	100%	0%
	Poll		0	0%	0	0	0%	0%
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	5,80,34,445	5,79,16,153	99.7962%	5,79,16,153	0	100%	0%
Public-Institutions	E-Voting	10,503	0	0%	0	0	0%	0%
	Poll		0	0%	0	0	0%	0%
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	10,503	0	0%	0	0	0%	0%
Public-Non Institutions	E-Voting	2,10,80,240	28,36,018	13.4534%	28,36,018	0	100%	0%
	Poll		0	0%	0	0	0%	0%
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	2,10,80,240	28,36,018	13.4534%	28,36,018	0	100%	0%
Total		7,91,25,188	6,07,52,171	76.7798%	6,07,52,171	0	100%	0%

Result: Resolution passed with requisite majority.

Resolution required: (Ordinary/ Special)	4. To Re-appointment of Mr. Ghisa Lal Chaudhary (DIN: 03602194) as an Independent Director. (Special Resolution)
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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
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	Poll		0	0%	0	0	0%	0%
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	5,80,34,445	5,79,16,153	99.7962%	5,79,16,153	0	100%	0%
Public-Institutions	E-Voting	10,503	0	0%	0	0	0%	0%
	Poll		0	0%	0	0	0%	0%
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	10,503	0	0%	0	0	0%	0%
Public-Non Institutions	E-Voting	2,10,80,240	28,36,018	13.4534%	28,36,018	0	100%	0%
	Poll		0	0%	0	0	0%	0%
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	2,10,80,240	28,36,018	13.4534%	28,36,018	0	100%	0%
Total		7,91,25,188	6,07,52,171	76.7798%	6,07,52,171	0	100%	0%

Result: Resolution passed with requisite majority.

Resolution required: (Ordinary/ Special)	5. To Appointment of Dr. Baldev Singh (DIN: 08333652) as an Independent Director. (Ordinary Resolution)
Whether promoter/ promoter group are interested in the agenda/resolution?	No

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	Poll		0	0%	0	0	0%	0%
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	5,80,34,445	5,79,16,153	99.7962%	5,79,16,153	0	100%	0%
Public-Institutions	E-Voting	10,503	0	0%	0	0	0%	0%
	Poll		0	0%	0	0	0%	0%
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	10,503	0	0%	0	0	0%	0%
Public-Non Institutions	E-Voting	2,10,80,240	28,36,018	13.4534%	28,36,018	0	100%	0%
	Poll		0	0%	0	0	0%	0%
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	2,10,80,240	28,36,018	13.4534%	28,36,018	0	100%	0%
Total		7,91,25,188	6,07,52,171	76.7798%	6,07,52,171	0	100%	0%

Result: Resolution passed with requisite majority.

Resolution required: (Ordinary/ Special)	6. To Appointment of Mr. Sanchit Jain (DIN: 08443516) as an Independent Director. (Ordinary Resolution)
Whether promoter/ promoter group are interested in the agenda/resolution?	No

Sratiya
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JAIPUR

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	Poll		0	0%	0	0	0%	0%
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
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Public-Institutions	E-Voting	10,503	0	0%	0	0	0%	0%
	Poll		0	0%	0	0	0%	0%
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	10,503	0	0%	0	0	0%	0%
Public-Non Institutions	E-Voting	2,10,80,240	28,36,018	13.4534%	28,36,018	0	100%	0%
	Poll		0	0%	0	0	0%	0%
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	2,10,80,240	28,36,018	13.4534%	28,36,018	0	100%	0%
Total		7,91,25,188	6,07,52,171	76.7798%	6,07,52,171	0	100%	0%

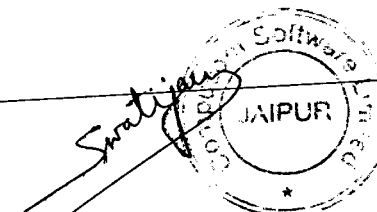
Result: Resolution passed with requisite majority.

Resolution required: (Ordinary/ Special)

7. To Appointment of Mr. Vaibhav Suranaa (DIN: 05244109) as a Director. (Ordinary Resolution)

Whether promoter/ promoter group are interested in the agenda/resolution?

Yes



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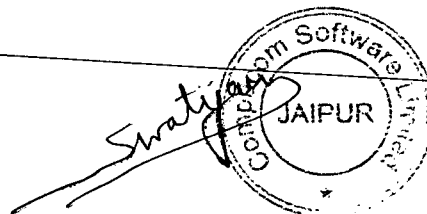
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	Postal Ballot (if applicable)	-	-	-	-	-	-	-
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	Poll		0	0%	0	0	0%	0%
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
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	Postal Ballot (if applicable)	-	-	-	-	-	-	-
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Total		7,91,25,188	6,07,52,171	76.7798%	6,07,52,171	0	100%	0%

Result: Resolution passed with requisite majority

Resolution required: (Ordinary/ Special)	8. To Appointment of Mr. Surendra Kumar Surana (DIN: 00340866 as a Chairman, Managing Director and Chief Executive Officer (Special Resolution)
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes



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	Poll		0	0%	0	0	0%	0%
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
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	Poll		0	0%	0	0	0%	0%
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
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	Poll		0	0%	0	0	0%	0%
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	2,10,80,240	28,36,018	13.4534%	28,36,018	0	100%	0%
Total		7,91,25,188	6,07,52,171	76.7798%	6,07,52,171	0	100%	0%

Result: Resolution passed with requisite majority

For Compucom Software Limited

Swati Jain
Swati Jain

(Company Secretary & Compliance officer)

FCS:8728

Date: 06.09.2019

Place: Jaipur

MANOJ MAHESHWARI

COMPANY SECRETARY

☎ 2370 954; 93145 04821 (M)

E-mail: cs.vmanda@gmail.com

403, "ROYAL WORLD" S.C ROAD, JAIPUR – 302001.

"USHA – KIRAN", 11, GEEJ GARH VIHAR, HAWA SARAK, JAIPUR – 302019.

SCRUTINIZER'S REPORT

To,

The Chairman of

25th Annual General Meeting of the Shareholders of Compucom Software Limited held on 05th September, 2019 at 11:30 A.M. at "Krishna Auditorium", Compucom Institute of Technology and Management Compound, SP-5, EPIP, Sitapura, Jaipur – 302 022 (Rajasthan) ("AGM").

Sub: Consolidated Scrutinizer's Report on remote e-voting and voting conducted at the AGM.

The Board of Directors of Compucom Software Limited (hereinafter referred to as "Company") at its meeting held on Saturday, 27th July, 2019, has appointed me as the scrutinizer for the remote e-voting process as well as to scrutinize the physical ballot forms to be received from the Shareholders at the venue of the AGM pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) (hereinafter referred to as "Rule 20") and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Report on Scrutiny:

- The Company had appointed Central Depository Services (India) Limited (hereinafter referred to as "CDSL / Service Provider") as the service provider for the purpose of extending the facility of remote e-voting to the Shareholders of the Company. MCS Share Transfer Agent Limited is the Registrar and Share Transfer Agents (hereinafter referred to as "RTA") of the Company.
- The Service Provider had provided a system for recording the votes of the Shareholders electronically on all the items of the business (both Ordinary and Special Business) sought to be transacted at the AGM of the Company.
- The Service Provider had set up electronic voting facility on their website, <https://www.evotingindia.com>. The Company had uploaded all the items of the business to be transacted at the AGM on the website of the Company and also the Service Provider to facilitate their Shareholders to cast their vote through remote e-voting.
- The internal cut-off date for the dispatch of the Notice of the AGM was 2nd August, 2019 and as on that date, there were 11,624 Shareholders of the Company. The Company had sent the Notices of the AGM along with Annual Report and E-Voting details by email to 8,837 Shareholders whose email-IDs were made available by the two Depositories and for those Shareholders, holding shares in physical form, who had registered their email-IDs with the RTA. In respect of 2,787 shareholders whose email-IDs were not available, notices were sent by courier. In respect of 781 cases where transmissions through email had failed, the company had sent the notice of the AGM along with Annual Report and e-voting details through physical form by courier.



MANOJ MAHESHWARI

COMPANY SECRETARY

t 2370 954; 93145 04821 (M)

E-mail: cs.vmanda@gmail.com

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Further, as confirmed by the management, there were no such envelopes containing notice of AGM which were returned undelivered.

- The notices sent (both through e-mail and physical mode) contained the detailed procedure to be followed by the Shareholders who were desirous of casting their votes electronically as provided in Rule 20.
- The Cut-off date for the purpose of identifying Shareholders who will be entitled to vote on the resolutions placed for approval of the Shareholders was Thursday, 29th August, 2019. The remote e-voting period remained open from Sunday, 1st September, 2019 at 09:00 A.M. and ended on Wednesday, 4th September, 2019 at 05:00 P.M.
- The Company completed the dispatch of the notices to the Shareholders upto Friday, 9th August, 2019.
- As prescribed in clause (v) of sub rule 4 of Rule 20 of The Companies (Management and Administration) Rules, 2014, the Company also released an advertisement, which was published 21 days before the date of the AGM in "Financial Express" English newspaper in English language and in "Nafa Nuksan" Vernacular newspaper in Vernacular language dated Saturday, 10th August, 2019. The notice published in the newspaper carried the required information as specified in Sub Rule 4(v) (a) to (h) of the said Rule 20.
- At the end of the voting period on Wednesday, 4th September, 2019 at 05:00 P.M., the voting portal of the Service Provider was blocked forthwith. The limited information for the shareholders who have cast their votes, such as name, folio number and number of shares held was obtained from the Service Provider.
- At the venue of the AGM of the Company, the facility to vote through ballot paper was provided to facilitate those Shareholders present in the meeting but could not participate in the Remote e-voting to record their votes.
- There were no votes cast at the venue of the AGM through ballot paper. The votes cast through remote e-voting were unblocked by me as a Scrutinizer in the presence of 2 witnesses who are not in the employment of the company as prescribed in Sub Rule 4(xii) of the said Rule 20.
- Thereafter, I as a scrutinizer duly compiled details of the remote e-voting carried out by the Shareholders and the physical voting done at the venue of the AGM by way of Ballot paper, the details of which are as follows:



MANOJ MAHESHWARI**COMPANY SECRETARY**

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"USHA – KIRAN", 11, GEEJ GARH VIHAR, HAWA SARAK, JAIPUR – 302019.

Item No. 1: Ordinary Resolution:**To consider and adopt the:**

- Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2019 together with the report of Board of Directors and Auditors thereon; and**
- Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2019 together with the report of Auditors thereon.**

Total No. of Shareholders/Folios	11,542		
Total No. of Shares	7,91,25,188		
Remote E-voting Period	1 st September, 2019 to 4 th September, 2019		
		Number of Votes/Folio	Number of shares
Total votes cast through remote e-voting	A	31	6,07,52,171
Total Votes cast through Polling at AGM	B	0	0
Grand Total of remote e-voting / Polling at AGM(A+B)	C	31	6,07,52,171
Less: Invalid/abstain remote e-voting/ Polls at AGM (On account of for/against option not indicated)	D	0	0
Net remote e-voting/ Polling at AGM(C-D)	E	31	6,07,52,171

NOTES:

- Invalid voting was not taken into account for counting of percentages of valid and invalid votes.
- Votes cast in favour or against has been considered on the basis of the number of shares held as on the date reckoned for the purpose of the Polling or the number of shares mentioned in the polling whichever is less.
- There is no case where the shareholder has voted both through remote e-voting and polling at AGM.

SUMMARY OF VOTING

Promoter/Public	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 and Promoter group	5,80,34,445	5,79,16,153	99.80%	5,79,16,153	0	100%	0
Public institutional holders	10,503	0	0	0	0	0	0
Public-others	2,10,80,240	28,36,018	13.45%	28,36,018	0	100%	0
Total	7,91,25,188	6,07,52,171	76.78%	6,07,52,171	0	100%	0

Percentage of Votes cast in favour: 100% | Percentage of votes cast against: 0%

RESULT:-

Since, the number of votes cast in favour of the resolution is 100%, I report that the ordinary resolution under section 129 of the Companies Act, 2013 as set out in the notice of AGM dated 27th July, 2019 has been passed by the shareholders with the requisite majority. The resolution is deemed to be passed as on the date of AGM.



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Item No. 2: Ordinary Resolution:

To declare a final dividend of Rs. 0.10 per equity share for the year ended March 31, 2019.

Total No. of Shareholders/Folios	11,542		
Total No. of Shares	7,91,25,188		
Remote E-voting Period	1 st September, 2019 to 4 th September, 2019		
		Number of Votes/Folio	Number of shares
Total votes cast through remote e-voting	A	31	6,07,52,171
Total Votes cast through Polling at AGM	B	0	0
Grand Total of remote e-voting / Polling at AGM(A+B)	C	31	6,07,52,171
Less: Invalid/abstain remote e-voting/ Polls at AGM (On account of for/against option not indicated)	D	0	0
Net remote e-voting/ Polling at AGM(C-D)	E	31	6,07,52,171

NOTES:

- Invalid voting was not taken into account for counting of percentages of valid and invalid votes.
- Votes cast in favour or against has been considered on the basis of the number of shares held as on the date reckoned for the purpose of the Polling or the number of shares mentioned in the polling whichever is less.
- There is no case where the shareholder has voted both through remote e-voting and polling at AGM.

SUMMARY OF VOTING

Promoter/Public	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 and Promoter group	5,80,34,445	5,79,16,153	99.80%	5,79,16,153	0	100%	0
Public institutional holders	10,503	0	0	0	0	0	0
Public-others	2,10,80,240	28,36,018	13.45%	28,36,018	0	100%	0
Total	7,91,25,188	6,07,52,171	76.78%	6,07,52,171	0	100%	0

Percentage of Votes cast in favour: 100% | Percentage of votes cast against: 0%

RESULT:-

Since, the number of votes cast in favour of the resolution is 100%, I report that the ordinary resolution under section 123 of the Companies Act, 2013 as set out in the notice of AGM dated 27th July, 2019 has been passed by the shareholders with the requisite majority. The resolution is deemed to be passed as on the date of AGM.



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Item No. 3: Ordinary Resolution:

To appoint a director in place of Mr. Ajay Kumar Surana (DIN: 01365819), who retires by rotation and being eligible, offer himself for re-appointment.

Total No. of Shareholders/Folios	11,542		
Total No. of Shares	7,91,25,188		
Remote E-voting Period	1 st September, 2019 to 4 th September, 2019		
		Number of Votes/Folio	Number of shares
Total votes cast through remote e-voting	A	31	6,07,52,171
Total Votes cast through Polling at AGM	B	0	0
Grand Total of remote e-voting / Polling at AGM(A+B)	C	31	6,07,52,171
Less: Invalid/abstain remote e-voting/ Polls at AGM (On account of for/against option not indicated)	D	0	0
Net remote e-voting/ Polling at AGM(C-D)	E	31	6,07,52,171

NOTES:

- Invalid voting was not taken into account for counting of percentages of valid and invalid votes.
- Votes cast in favour or against has been considered on the basis of the number of shares held as on the date reckoned for the purpose of the Polling or the number of shares mentioned in the polling whichever is less.
- There is no case where the shareholder has voted both through remote e-voting and polling at AGM.

SUMMARY OF VOTING

Promoter/Public	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 and Promoter group	5,80,34,445	5,79,16,153	99.80%	5,79,16,153	0	100%	0
Public Institutional holders	10,503	0	0	0	0	0	0
Public-others	2,10,80,240	28,36,018	13.45%	28,36,018	0	100%	0
Total	7,91,25,188	6,07,52,171	76.78%	6,07,52,171	0	100%	0

Percentage of Votes cast in favour: 100% | Percentage of votes cast against: 0%

RESULT:-

Since, the number of votes cast in favour of the resolution is 100%, I report that the ordinary resolution under section 152 of the Companies Act, 2013 as set out in the notice of AGM dated 27th July, 2019 has been passed by the shareholders with the requisite majority. The resolution is deemed to be passed as on the date of AGM.



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"USHA - KIRAN", 11, GEEJ GARH VIHAR, HAWA SARAK, JAIPUR - 302019.

Item No. 4: Special Resolution:

Reappointment of Mr. Ghisa Lal Chaudhary (DIN: 03602194), as an Independent Director.

Total No. of Shareholders/Folios	11,542		
Total No. of Shares	7,91,25,188		
Remote E-voting Period	1 st September, 2019 to 4 th September, 2019		
		Number of Votes/Folio	Number of shares
Total votes cast through remote e-voting	A	31	6,07,52,171
Total Votes cast through Polling at AGM	B	0	0
Grand Total of remote e-voting / Polling at AGM(A+B)	C	31	6,07,52,171
Less: Invalid/abstain remote e-voting/ Polls at AGM (On account of for/against option not indicated)	D	0	0
Net remote e-voting/ Polling at AGM(C-D)	E	31	6,07,52,171

NOTES:

- Invalid voting was not taken into account for counting of percentages of valid and invalid votes.
- Votes cast in favour or against has been considered on the basis of the number of shares held as on the date reckoned for the purpose of the Polling or the number of shares mentioned in the polling whichever is less.
- There is no case where the shareholder has voted both through remote e-voting and polling at AGM.

SUMMARY OF VOTING

Promoter/Public	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 and Promoter group	5,80,34,445	5,79,16,153	99.80%	5,79,16,153	0	100%	0
Public Institutional holders	10,503	0	0	0	0	0	0
Public-others	2,10,80,240	28,36,018	13.45%	28,36,018	0	100%	0
Total	7,91,25,188	6,07,52,171	76.78%	6,07,52,171	0	100%	0

Percentage of Votes cast in favour: 100% | Percentage of votes cast against: 0%

RESULT:-

Since, the number of votes cast in favour of the resolution is 100%, I report that the special resolution under section 149 and 152 of the Companies Act, 2013 as set out in the notice of AGM dated 27th July, 2019 has been passed by the shareholders with the requisite majority. The resolution is deemed to be passed as on the date of AGM.



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Item No. 5: Ordinary Resolution:**Appointment of Dr. Baldev Singh (DIN: 08333652) as an Independent Director.**

Total No. of Shareholders/Folios	11,542		
Total No. of Shares	7,91,25,188		
Remote E-voting Period	1 st September, 2019 to 4 th September, 2019		
		Number of Votes/Folio	Number of shares
Total votes cast through remote e-voting	A	31	6,07,52,171
Total Votes cast through Polling at AGM	B	0	0
Grand Total of remote e-voting / Polling at AGM(A+B)	C	31	6,07,52,171
Less: Invalid/abstain remote e-voting/ Polls at AGM (On account of for/against option not indicated)	D	0	0
Net remote e-voting/ Polling at AGM(C-D)	E	31	6,07,52,171

NOTES:

- Invalid voting was not taken into account for counting of percentages of valid and invalid votes.
- Votes cast in favour or against has been considered on the basis of the number of shares held as on the date reckoned for the purpose of the Polling or the number of shares mentioned in the polling whichever is less.
- There is no case where the shareholder has voted both through remote e-voting and polling at AGM.

SUMMARY OF VOTING

Promoter/Public	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 and Promoter group	5,80,34,445	5,79,16,153	99.80%	5,79,16,153	0	100%	0
Public Institutional holders	10,503	0	0	0	0	0	0
Public-others	2,10,80,240	28,36,018	13.45%	28,36,018	0	100%	0
Total	7,91,25,188	6,07,52,171	76.78%	6,07,52,171	0	100%	0

Percentage of Votes cast in favour: 100% | Percentage of votes cast against: 0%

RESULT:-

Since, the number of votes cast in favour of the resolution is 100%, I report that the ordinary resolution under section 149 and 152 of the Companies Act, 2013 as set out in the notice of AGM dated 27th July, 2019 has been passed by the shareholders with the requisite majority. The resolution is deemed to be passed as on the date of AGM.



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COMPANY SECRETARY

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Item No. 6: Ordinary Resolution:

Appointment of Mr. Sanchit Jain (DIN: 08443516) as an Independent Director.

Total No. of Shareholders/Folios	11,542		
Total No. of Shares	7,91,25,188		
Remote E-voting Period	1 st September, 2019 to 4 th September, 2019		
		Number of Votes/Folio	Number of shares
Total votes cast through remote e-voting	A	31	6,07,52,171
Total Votes cast through Polling at AGM	B	0	0
Grand Total of remote e-voting / Polling at AGM(A+B)	C	31	6,07,52,171
Less: Invalid/abstain remote e-voting/ Polls at AGM (On account of for/against option not indicated)	D	0	0
Net remote e-voting/ Polling at AGM(C-D)	E	31	6,07,52,171

NOTES:

- Invalid voting was not taken into account for counting of percentages of valid and invalid votes.
- Votes cast in favour or against has been considered on the basis of the number of shares held as on the date reckoned for the purpose of the Polling or the number of shares mentioned in the polling whichever is less.
- There is no case where the shareholder has voted both through remote e-voting and polling at AGM.

SUMMARY OF VOTING

Promoter/Public	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 and Promoter group	5,80,34,445	5,79,16,153	99.80%	5,79,16,153	0	100%	0
Public institutional holders	10,503	0	0	0	0	0	0
Public-others	2,10,80,240	28,36,018	13.45%	28,36,018	0	100%	0
Total	7,91,25,188	6,07,52,171	76.78%	6,07,52,171	0	100%	0

Percentage of Votes cast in favour: 100% | Percentage of votes cast against: 0%

RESULT:-

Since, the number of votes cast in favour of the resolution is 100%, I report that the ordinary resolution under section 149 and 152 of the Companies Act, 2013 as set out in the notice of AGM dated 27th July, 2019 has been passed by the shareholders with the requisite majority. The resolution is deemed to be passed as on the date of AGM.



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Item No. 7: Ordinary Resolution:

Appointment of Mr. Vaibhav Suranaa (DIN: 05244109) as a Director.

Total No. of Shareholders/Folios	11,542		
Total No. of Shares	7,91,25,188		
Remote E-voting Period	1 st September, 2019 to 4 th September, 2019		
		Number of Votes/Folio	Number of shares
Total votes cast through remote e-voting	A	31	6,07,52,171
Total Votes cast through Polling at AGM	B	0	0
Grand Total of remote e-voting / Polling at AGM(A+B)	C	31	6,07,52,171
Less: Invalid/abstain remote e-voting/ Polls at AGM (On account of for/against option not indicated)	D	0	0
Net remote e-voting/ Polling at AGM(C-D)	E	31	6,07,52,171

NOTES:

- Invalid voting was not taken into account for counting of percentages of valid and invalid votes.
- Votes cast in favour or against has been considered on the basis of the number of shares held as on the date reckoned for the purpose of the Polling or the number of shares mentioned in the polling whichever is less.
- There is no case where the shareholder has voted both through remote e-voting and polling at AGM.

SUMMARY OF VOTING

Promoter/Public	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 and Promoter group	5,80,34,445	5,79,16,153	99.80%	5,79,16,153	0	100%	0
Public institutional holders	10,503	0	0	0	0	0	0
Public-others	2,10,80,240	28,36,018	13.45%	28,36,018	0	100%	0
Total	7,91,25,188	6,07,52,171	76.78%	6,07,52,171	0	100%	0

Percentage of Votes cast in favour: 100% | Percentage of votes cast against: 0%

RESULT:-

Since, the number of votes cast in favour of the resolution is 100%, I report that the ordinary resolution under section 149 and 152 of the Companies Act, 2013 as set out in the notice of AGM dated 27th July, 2019 has been passed by the shareholders with the requisite majority. The resolution is deemed to be passed as on the date of AGM.



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"USHA – KIRAN", 11, GEEJ GARH VIHAR, HAWA SARAK, JAIPUR – 302019.

Item No. 8: Special Resolution:

Appointment of Mr. Surendra Kumar Surana (DIN: 00340866) as a Chairman, Managing Director and Chief Executive Officer.

Total No. of Shareholders/Folios	11,542		
Total No. of Shares	7,91,25,188		
Remote E-voting Period	1 st September, 2019 to 4 th September, 2019		
		Number of Votes/Folio	Number of shares
Total votes cast through remote e-voting	A	31	6,07,52,171
Total Votes cast through Polling at AGM	B	0	0
Grand Total of remote e-voting / Polling at AGM(A+B)	C	31	6,07,52,171
Less: Invalid/abstain remote e-voting/ Polls at AGM (On account of for/against option not indicated)	D	0	0
Net remote e-voting/ Polling at AGM(C-D)	E	31	6,07,52,171

NOTES:

- Invalid voting was not taken into account for counting of percentages of valid and invalid votes.
- Votes cast in favour or against has been considered on the basis of the number of shares held as on the date reckoned for the purpose of the Polling or the number of shares mentioned in the polling whichever is less.
- There is no case where the shareholder has voted both through remote e-voting and polling at AGM.

SUMMARY OF VOTING

Promoter/Public	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 and Promoter group	5,80,34,445	5,79,16,153	99.80%	5,79,16,153	0	100%	0
Public institutional holders	10,503	0	0	0	0	0	0
Public-others	2,10,80,240	28,36,018	13.45%	28,36,018	0	100%	0
Total	7,91,25,188	6,07,52,171	76.78%	6,07,52,171	0	100%	0

Percentage of Votes cast in favour: 100% | Percentage of votes cast against: 0%

RESULT:-

Since, the number of votes cast in favour of the resolution is 100%, I report that the special resolution under section 196, 197, 198 and 203 of the Companies Act, 2013 as set out in the notice of AGM dated 27th July, 2019 has been passed by the shareholders with the requisite majority. The resolution is deemed to be passed as on the date of AGM.



MANOJ MAHESHWARI

COMPANY SECRETARY

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All the Resolutions mentioned in the AGM Notice dated 27th July, 2019 as per the results above stand passed under remote e-voting and voting conducted at AGM with the requisite majority and deemed to be passed as on the date of the AGM.

A soft copy, containing a list of Equity Shareholders who voted "FOR" or "AGAINST" and those whose votes were declared invalid/abstained, for each resolution is being handed over to the Company separately.

I hereby confirm that I am maintaining the Registers received from the RTA and the electronic voting data received from the Service Provider, in respect of the votes cast through remote e-voting. Relevant records relating to e-voting are under my safe custody and will be handed over to the Company Secretary for safe keeping.

This report may be treated as a report under Section 109 of the Companies Act, 2013 and Rule 21(2) of The Companies (Management and Administration) Rules, 2014.

I thank you for the opportunity given to act as a Scrutinizer for the remote e-voting and polling at AGM.

Yours Faithfully



CS Manoj Maheshwari
Scrutinizer
FCS: 3355
C.P. No. 1971



Place: Jaipur
Date: 06.09.2019

For Compucom Software Limited



Surendra Kumar Surana
Managing Director
Chairman of AGM
DIN: 00340866