

SEC/62/2022-23

September 15, 2022

<b>Listing Department</b> <b>BSE Limited</b> 25 <sup>th</sup> Floor, Phiroze Jeejeebhoy Towers Dalal Street, Fort Mumbai-400 001 Tel No. 022- 22723121 <b>STOCK CODE: 523704</b>	<b>Listing Department</b> <b>The National Stock Exchange of India Limited</b> Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E), Mumbai – 400 051 Tel No.: 022- 26598100 <b>STOCK CODE: MASTEK</b>
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Dear Sir(s)/Ma'am(s),

**Subject: Disclosure under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") - 40th Annual General Meeting ('AGM').**

Pursuant to applicable provisions of the Companies Act, 2013 read with the Rules made thereunder and Regulation 44 of the SEBI Listing Regulations, the Company had provided to the Members, the facilities of "Remote E-Voting" and "E-Voting" at the 40th AGM, to cast their vote(s) on the resolutions set out in the Notice of the AGM of the Members of the Company held on September 14, 2022, through Video conferencing / Other Audio Visual Means.

The Company had appointed P. Mehta & Associates, Practising Company Secretaries, represented by Mr. Prashant Mehta, as the Scrutiniser to scrutinise the entire voting process. As per the Scrutiniser's report, all the resolutions set out in the Notice of AGM have been duly transacted and approved by the Members with requisite majority.

In this connection, we hereby enclose the consolidated voting results (i.e. result of Remote E-Voting and E-Voting at the AGM) on the business transacted at the AGM, in the format prescribed under Regulation 44(3) of the SEBI Listing Regulations, together with Scrutiniser's Report thereon.

**Appended below is the summary of attendance at the Meeting:**

<b>Total number of Shareholders on Cut Off Date for E-voting i.e. September 7, 2022</b>	<b>1,12,245</b>
<b>No. of Shareholders present in the meeting either in person or through proxy</b>	
Promoters and Promoter Group	<b>Not Applicable</b>
Public	
<b>Total</b>	
<b>No. of Shareholders attended the meeting through Video Conferencing</b>	
Promoters and Promoter Group	02
Public	46
<b>Total</b>	<b>48</b>

The meeting commenced at 5.00 p.m. and concluded at 6.02 p.m. and thereafter 15 minutes were given to Members who were present for E-Voting up to 6.17 p.m.

The above results will also be available on the website of the Company (www.mastek.com) and on the website of National Securities Depository Limited (www.evoting.nsdl.com)

Request you to take the above on your record.

Yours faithfully,

**For Mastek Limited**



**Dinesh Kalani**

**Vice President - Company Secretary**

**Mastek Limited**

804/805, President House, Opp. C. N. Vidyalaya, Near Ambawadi Circle, Ahmedabad – 380 006  
 Tel: +91-79-2656-4337 | Email: info@mastek.com | Web: www.mastek.com | CIN: L74140GJ1982PLC005215

**VOTING RESULTS OF THE 40<sup>TH</sup> AGM PURSUANT TO REGULATION 44 OF THE SEBI LISTING REGULATIONS.**

**Agenda-wise disclosure:**

1. To receive, consider and adopt:
  - a. the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2022, including the Audited Balance Sheet as of March 31, 2022, the Statement of Profit and Loss, the Cash Flow Statement of the Company for the year ended on that date and notes related thereto together with the Reports of the Board of Directors and Auditors thereon; and
  - b. the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2022, including the Audited Balance Sheet as of March 31, 2022, the Statement of Profit and Loss, the Cash Flow Statement of the Company for the year ended on that date and notes related thereto together with the Report of the Auditors thereon.

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 favor on votes polled (6) = [(4)/(2)]*100	% of Votes against on votes polled (7) = [(5)/(2)]*100
Promoter & Promoter Group	Remote E-Voting	11,212,275	11,212,275	100.0000	11,212,275	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>11,212,275</b>	<b>11,212,275</b>	<b>100.0000</b>	<b>11,212,275</b>	<b>0</b>	<b>100.0000</b>
Public - Institutional Holders	Remote E-Voting	4,948,183	4,619,305	93.3536	4,619,305	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>4,948,183</b>	<b>4,619,305</b>	<b>93.3536</b>	<b>4,619,305</b>	<b>0</b>	<b>100.0000</b>
Public – Non Institutions	Remote E-Voting	13,914,353	69,526	0.4997	69,420	106	99.8475	0.1525
	E-Voting at AGM		8,180	0.0588	8,180	0	100.0000	0.0000
	<b>Total</b>		<b>13,914,353</b>	<b>77,706</b>	<b>0.5585</b>	<b>77,600</b>	<b>106</b>	<b>99.8636</b>
<b>Total</b>		<b>30,074,811</b>	<b>15,909,286</b>	<b>52.8990</b>	<b>15,909,180</b>	<b>106</b>	<b>99.9993</b>	<b>0.0007</b>



**Mastek Limited**

2. To confirm the payment of an Interim Dividend of Rs.7.00 per equity share (on Face Value of Rs. 5.00 each) and also to declare a Final Dividend of Rs. 12.00 per equity share (on Face Value of Rs. 5.00 each) for the Financial Year 2021–22.

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 infavour on votes polled (6) = [(4)/(2)]*100	% of Votes against on votes polled (7) = [(5)/(2)]*100
Promoter & Promoter Group	Remote E-Voting	11,212,275	11,212,275	100.0000	11,212,275	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>11,212,275</b>	<b>11,212,275</b>	<b>100.0000</b>	<b>11,212,275</b>	<b>0</b>	<b>100.0000</b>
Public - Institutional Holders	Remote E-Voting	4,948,183	4,628,579	93.5410	4,628,579	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>4,948,183</b>	<b>4,628,579</b>	<b>93.5410</b>	<b>4,628,579</b>	<b>0</b>	<b>100.0000</b>
Public – Non Institutions	Remote E-Voting	13,914,353	69,580	0.5001	69,524	56	99.9195	0.0805
	E-Voting at AGM		8,180	0.0588	8,180	0	100.0000	0.0000
	<b>Total</b>		<b>13,914,353</b>	<b>77,760</b>	<b>0.5588</b>	<b>77,704</b>	<b>56</b>	<b>99.9280</b>
<b>Total</b>		<b>30,074,811</b>	<b>15,918,614</b>	<b>52.9301</b>	<b>15,918,558</b>	<b>56</b>	<b>99.9996</b>	<b>0.0004</b>

3. To appoint a Director in place of Mr. Ketan Mehta (DIN: 00129188), Non-Executive / Non-Independent Director who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.

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 infavour on votes polled (6) = [(4)/(2)]*100	% of Votes against on votes polled (7) = [(5)/(2)]*100
Promoter & Promoter Group	Remote E-Voting	11,212,275	11,212,275	100.0000	11,212,275	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>11,212,275</b>	<b>11,212,275</b>	<b>100.0000</b>	<b>11,212,275</b>	<b>0</b>	<b>100.0000</b>
Public - Institutional Holders	Remote E-Voting	4,948,183	4,628,579	93.5410	4,377,744	250,835	94.5807	5.4193
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>4,948,183</b>	<b>4,628,579</b>	<b>93.5410</b>	<b>4,377,744</b>	<b>250,835</b>	<b>94.5807</b>
Public – Non Institutions	Remote E-Voting	13,914,353	69,572	0.5000	69,232	340	99.5113	0.4887
	E-Voting at AGM		6,346	0.0456	6,346	0	100.0000	0.0000
	<b>Total</b>		<b>13,914,353</b>	<b>75,918</b>	<b>0.5456</b>	<b>75,578</b>	<b>340</b>	<b>99.5521</b>
<b>Total</b>		<b>30,074,811</b>	<b>15,916,772</b>	<b>52.9239</b>	<b>15,665,597</b>	<b>251,175</b>	<b>98.4219</b>	<b>1.5781</b>



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4. To re-appoint M/s. Walker Chandio & Co. LLP, Chartered Accountants, (Firm Registration Number: 001076N/ N500013) as Statutory Auditors of the Company for the second term of 5 (five) consecutive years and to fix their remuneration.

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 infavour on votes polled (6) = [(4)/(2)]*100	% of Votes against on votes polled (7) = [(5)/(2)]*100
Promoter & Promoter Group	Remote E-Voting	11,212,275	11,212,275	100.0000	11,212,275	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>11,212,275</b>	<b>11,212,275</b>	<b>100.0000</b>	<b>11,212,275</b>	<b>0</b>	<b>100.0000</b>
Public - Institutional Holders	Remote E-Voting	4,948,183	4,628,579	93.5410	4,628,579	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>4,948,183</b>	<b>4,628,579</b>	<b>93.5410</b>	<b>4,628,579</b>	<b>0</b>	<b>100.0000</b>
Public – Non Institutions	Remote E-Voting	13,914,353	69,574	0.5000	69,389	185	99.7341	0.2659
	E-Voting at AGM		8,180	0.0588	8,180	0	100.0000	0.0000
	<b>Total</b>		<b>13,914,353</b>	<b>77,754</b>	<b>0.5588</b>	<b>77,569</b>	<b>185</b>	<b>99.7621</b>
<b>Total</b>		<b>30,074,811</b>	<b>15,918,608</b>	<b>52.9300</b>	<b>15,918,423</b>	<b>185</b>	<b>99.9988</b>	<b>0.0012</b>

5. Approval to give authority to the Board to create mortgage and / or charge over the movable and immovable properties of the Company up to Rs. 1,500 crores.

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 infavour on votes polled (6) = [(4)/(2)]*100	% of Votes against on votes polled (7) = [(5)/(2)]*100
Promoter & Promoter Group	Remote E-Voting	11,212,275	11,212,275	100.0000	11,212,275	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>11,212,275</b>	<b>11,212,275</b>	<b>100.0000</b>	<b>11,212,275</b>	<b>0</b>	<b>100.0000</b>
Public - Institutional Holders	Remote E-Voting	4,948,183	4,628,579	93.5410	4,581,593	46,986	98.9849	1.0151
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>4,948,183</b>	<b>4,628,579</b>	<b>93.5410</b>	<b>4,581,593</b>	<b>46,986</b>	<b>98.9849</b>
Public – Non Institutions	Remote E-Voting	13,914,353	69,424	0.4989	68,441	983	98.5841	1.4159
	E-Voting at AGM		6,346	0.0456	6,346	0	100.0000	0.0000
	<b>Total</b>		<b>13,914,353</b>	<b>75,770</b>	<b>0.5445</b>	<b>74,787</b>	<b>983</b>	<b>98.7027</b>
<b>Total</b>		<b>30,074,811</b>	<b>15,916,624</b>	<b>52.9234</b>	<b>15,868,655</b>	<b>47,969</b>	<b>99.6986</b>	<b>0.3014</b>



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6. Approval to give authority to the Board to increase the borrowing limits of the Company up to Rs. 1,500 crores.

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 infavour on votes polled (6) = [(4)/(2)]*100	% of Votes against on votes polled (7) = [(5)/(2)]*100
Promoter & Promoter Group	Remote E-Voting	11,212,275	11,212,275	100.0000	11,212,275	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>11,212,275</b>	<b>11,212,275</b>	<b>100.0000</b>	<b>11,212,275</b>	<b>0</b>	<b>100.0000</b>
Public - Institutional Holders	Remote E-Voting	4,948,183	4,628,579	93.5410	4,581,593	46,986	98.9849	1.0151
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>4,948,183</b>	<b>4,628,579</b>	<b>93.5410</b>	<b>4,581,593</b>	<b>46,986</b>	<b>98.9849</b>
Public – Non Institutions	Remote E-Voting	13,914,353	69,474	0.4993	68,407	1,067	98.4642	1.5358
	E-Voting at AGM		8,180	0.0588	8,180	0	100.0000	0.0000
	<b>Total</b>		<b>13,914,353</b>	<b>77,654</b>	<b>0.5581</b>	<b>76,587</b>	<b>1,067</b>	<b>98.6260</b>
<b>Total</b>		<b>30,074,811</b>	<b>15,918,508</b>	<b>52.9297</b>	<b>15,870,455</b>	<b>48,053</b>	<b>99.6981</b>	<b>0.3019</b>

Accordingly, all resolutions as stated herein above have been passed with requisite majority.

For Mastek Limited



Dinesh Kalani  
Vice President - Company Secretary





Consolidated Scrutiniser Report

[Remote e-voting and e-voting at the 40<sup>th</sup> Annual General Meeting ("AGM")]

[Pursuant to the provisions of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

Name of Company	MASTEK LIMITED
Meeting	40 <sup>th</sup> Annual General Meeting
Day, Date & Time	Wednesday, September 14, 2022 at 5:00 p.m. (IST)
Venue	Video Conference ("VC") / Other Audio Visual Means ("OAVM") and deemed to be Registered Office of the Company.

To,  
Company Secretary,  
Mastek Limited  
804/805, President House,  
OPP. C. N. Vidyalaya, near Ambawadi Circle,  
Ambawadi, Ahmedabad - 380 006, Gujarat.



Dear Sir,

**Sub: Consolidated Report on voting through Remote e-Voting and e-Voting at the 40<sup>th</sup> AGM of the Members of the Company, held on September 14, 2022, at 5:00 p.m. (IST) through VC/OAVM in terms of provisions of the Companies Act, 2013 (hereinafter the Act) read with the Rules issued thereunder and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

I, P. Mehta & Associates, Practising Company Secretaries, represented by Prashant S. Mehta, was appointed as Scrutiniser by the Board of the Directors of Mastek Limited at its meeting held on April 19, 2022, for the purpose of scrutinising the e-voting process (remote e-voting and e-voting at the AGM), conducted for the 40<sup>th</sup> Annual General Meeting held on Wednesday, September 14, 2022, in a fair and transparent manner, hereby submit my report as under:

1. Pursuant to Sections 101, 108 of the Act and Rule 20 of the Companies (Management and Administration) Rules, 2014 (including any statutory modification(s) and/or re-enactment(s) thereof for the time being in force), the Company has confirmed that the electronic copy of the Notice convening the 40<sup>th</sup> AGM of the Company and explanatory statement along with the procedure for remote e-Voting and e-Voting during the AGM were sent to the shareholders whose e-mail addresses were registered with the Company / Depository Participant(s) for communication purposes in compliance with the Circulars issued by the Ministry of Corporate Affairs dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, December 14, 2021, May 5, 2022 read with the relevant Circulars issued by the Securities and Exchange Board of India, from time to time, and other applicable provisions of the SEBI (Listing Regulations and Disclosure Requirement -2 on General Meetings issued by the Institute of Company Secretaries of India.



2. The Company completed dispatch of Notice along with explanatory statement on August 23, 2022, to those Members whose name(s) appeared on the Register of Members of the Company or Register of Beneficial Owners maintained by the Depositories as on Friday, August 12, 2022.
3. Pursuant to the relevant circulars issued by the Ministry of Corporate Affairs (MCA) for holding the AGM or other general meetings of Members through Video Conferencing (VC) or Other Audio Visual Means (OAVM), the newspaper advertisements were published in Financial Express in English (Mumbai) and in Gujarati (Ahmedabad) and Lakshadeep in Marathi on August 25, 2022 interalia specifying the book closure dates, date & time of the AGM, availability of the notice on the Company's website and website of Stock Exchanges, manner of registration of email ids by the Members (both physical and demat) to register their email ids with the Company, manner of voting through remote e-voting or through e-voting system at the AGM etc.
4. The voting right of the members was considered in proportion to the shares held by them as on the cut-off date i.e. Wednesday, September 7, 2022.
5. The Members of the Company were given an option to vote electronically on Remote E-Voting system, provided by NSDL. The Remote E-voting period commenced on Saturday, September 10, 2022, at 9.00 a.m. (IST) and ended on Tuesday, September 13, 2022, at 5:00 p.m. (IST).
6. The Members who have not voted during the remote e-voting but were present in the AGM through VC / OAVM facility, were allowed to vote through e-voting system during the AGM.
7. After the conclusion of the AGM on September 14, 2022 I have downloaded, scrutinised and counted the votes cast through remote e-Voting and e-voting at the AGM, for the purpose of this report.
8. I have unblocked the electronic votes cast through remote e-voting and e-voting at the AGM in the presence of the witnesses not in employment of the Company from the e-voting website of NSDL.
9. My responsibility as Scrutiniser for e-voting process (i.e. remote e-voting and e-voting at the Meeting) is restricted to only making a Scrutiniser's Report of the votes cast "in favour" or "against" the resolutions contained in the Notice, based on the reports generated from the e-voting system provided by National Securities Depository Limited ("NSDL"), the Agency authorized in accordance with the applicable Rules under the Act and engaged by the Company to provide the facility of remote e-voting and e-voting at the Meeting and attendant papers / documents furnished to me electronically by the Company and / or NSDL and/or KFin Technologies Limited (Formerly known as KFin Technologies Private Limited) for my verification.
10. The consolidated results of the e-voting process is as under:



1. To receive, consider and adopt:
  - a. the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2022, including the Audited Balance Sheet as of March 31, 2022, the Statement of Profit and Loss, the Cash Flow Statement of the Company for the year ended on that date and notes related thereto together with the Reports of the Board of Directors and Auditors thereon; and
  - b. the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2022, including the Audited Balance Sheet as of March 31, 2022, the Statement of Profit and Loss, the Cash Flow Statement of the Company for the year ended on that date and notes related thereto together with the Report of the Auditors thereon.

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 and Promoter Group	Remote E-Voting	1,12,12,275	1,12,12,275	100.0000	1,12,12,275	0	100.0000	0.0000
	E-Voting at the AGM		0	0.0000	0	0	0.0000	0.0000
	Total		1,12,12,275	100.0000	1,12,12,275	0	100.0000	0.0000
Public-Institutions	Remote E-Voting	49,48,183	46,19,305	93.3536	46,19,305	0	100.0000	0.0000
	E-Voting at the AGM		0	0.0000	0	0	0.0000	0.0000
	Total		46,19,305	93.3536	46,19,305	0	100.0000	0.0000
Public- Non Institutions	Remote E-Voting	1,39,14,353	69,526	0.4997	69,420	106	99.8475	0.1525
	E-Voting at the AGM		8,180	0.0588	8,180	0	100.0000	0.0000
	Total		77,706	0.5585	77,600	106	99.8636	0.1364
		3,00,74,811	1,59,09,286	52.8990	1,59,09,180	106	99.9993	0.0007





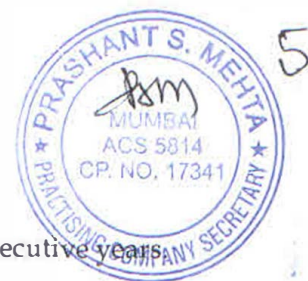


2. Confirmation on the payment of an Interim Dividend and declaration of a Final Dividend.

Resolution required: (Ordinary/ Special)			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of voting	No. of sharesheld (1)	No. of votes polled (2)	% of Votes Polled on outstanding gshares (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	Remote E-Voting	1,12,12,275	1,12,12,275	100.0000	1,12,12,275	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Total		1,12,12,275	100.0000	1,12,12,275	0	100.0000	0.0000
Public - Institutional Holders	Remote E-Voting	49,48,183	46,28,579	93.5410	46,28,579	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Total		46,28,579	93.5410	46,28,579	0	100.0000	0.0000
Public - Non Institutions	Remote E-Voting	1,39,14,353	69,580	0.5001	69,524	56	99.9195	0.0805
	E-Voting at AGM		8,180	0.0588	8,180	0	100.0000	0.0000
	Total		77,760	0.5588	77,704	56	99.9280	0.0720
<b>Total</b>		<b>3,00,74,811</b>	<b>1,59,18,614</b>	<b>52.9301</b>	<b>1,59,18,558</b>	<b>56</b>	<b>99.9996</b>	<b>0.0004</b>

3. To appoint a Director in place of Mr. Ketan Mehta (DIN: 00129188), Non-Executive / Non-Independent Director who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.

Resolution required: (Ordinary/ Special)			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/ resolution?			No					
Category	Mode of voting	No. of sharesheld (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 infavour on votes polled (6) = $[(4)/(2)]*100$	% of Votes against on votes polled (7) = $[(5)/(2)]*100$
Promoter & Promoter Group	Remote E-Voting	1,12,12,275	1,12,12,275	100.0000	1,12,12,275	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Total		1,12,12,275	100.0000	1,12,12,275	0	100.0000	0.0000
Public - Institutional Holders	Remote E-Voting	49,48,183	46,28,579	93.5410	43,77,744	2,50,835	94.5807	5.4193
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Total		46,28,579	93.5410	43,77,744	2,50,835	94.5807	5.4193
Public - Non Institutions	Remote E-Voting	1,39,14,353	69,572	0.5000	69,232	340	99.5113	0.4887
	E-Voting at AGM		6,346	0.0456	6,346	0	100.0000	0.0000
	Total		75,918	0.5456	75,578	340	99.5521	0.4479
<b>Total</b>		<b>3,00,74,811</b>	<b>1,59,16,772</b>	<b>52.9239</b>	<b>1,56,65,597</b>	<b>2,51,175</b>	<b>98.4219</b>	<b>1.5781</b>



4. Re-appointment of Statutory Auditors for the second term of 5 (five) consecutive years

Resolution required: (Ordinary/ Special)			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of voting	No. of shareholders (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	Remote E-Voting	1,12,12,275	1,12,12,275	100.0000	1,12,12,275	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Total		1,12,12,275	100.0000	1,12,12,275	0	100.0000	0.0000
Public - Institutional Holders	Remote E-Voting	49,48,183	46,28,579	93.5410	46,28,579	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Total		46,28,579	93.5410	46,28,579	0	100.0000	0.0000
Public - Non Institutions	Remote E-Voting	1,39,14,353	69,574	0.5000	69,389	185	99.7341	0.2659
	E-Voting at AGM		8,180	0.0588	8,180	0	100.0000	0.0000
	Total		77,754	0.5588	77,569	185	99.7621	0.2379
<b>Total</b>		<b>3,00,74,811</b>	<b>1,59,18,608</b>	<b>52.9300</b>	<b>1,59,18,423</b>	<b>185</b>	<b>99.9988</b>	<b>0.0012</b>

**SPECIAL BUSINESS:**

5. Approval to give authority to the Board to create Mortgage and/or Charge over the moveable and immoveable properties of the Company upto Rs. 1,500 crores.

Resolution required: (Ordinary/ Special)			Special Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of voting	No. of shareholders (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	Remote E-Voting	1,12,12,275	1,12,12,275	100.0000	1,12,12,275	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Total		1,12,12,275	100.0000	1,12,12,275	0	100.0000	0.0000
Public - Institutional Holders	Remote E-Voting	49,48,183	46,28,579	93.5410	45,81,593	46,986	98.9849	1.0151
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Total		46,28,579	93.5410	45,81,593	46,986	98.9849	1.0151
Public - Non Institutions	Remote E-Voting	1,39,14,353	69,424	0.4989	68,441	983	98.5841	1.4159
	E-Voting at AGM		6,346	0.0456	6,346	0	100.0000	0.0000
	Total		75,770	0.5445	74,787	983	98.7027	1.2973
<b>Total</b>		<b>3,00,74,811</b>	<b>1,59,16,624</b>	<b>52.9234</b>	<b>1,58,68,655</b>	<b>47,969</b>	<b>99.6986</b>	<b>0.3014</b>



6. Approval to give authority to the Board to increase the borrowing limits of the Company upto Rs. 1,500 crores.

Resolution required: (Ordinary/ Special)			Special Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of voting	No. of sharesheld (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 infavour on votes polled (6) = $[(4)/(2)]*100$	% of Votes against on votes polled (7) = $[(5)/(2)]*100$
Promoter & Promoter Group	Remote E-Voting	1,12,12,275	1,12,12,275	100.0000	1,12,12,275	0	100.0000	0.0000
	E-Votingat AGM		0	0.0000	0	0	0.0000	0.0000
	Total		1,12,12,275	100.0000	1,12,12,275	0	100.0000	0.0000
Public - Institutional Holders	Remote E-Voting	49,48,183	46,28,579	93.5410	45,81,593	46,986	98.9849	1.0151
	E-Votingat AGM		0	0.0000	0	0	0.0000	0.0000
	Total		46,28,579	93.5410	45,81,593	46,986	98.9849	1.0151
Public - Non Institutions	Remote E-Voting	1,39,14,353	69,474	0.4993	68,407	1,067	98.4642	1.5358
	E-Votingat AGM		8,180	0.0588	8,180	0	100.0000	0.0000
	Total		77,654	0.5581	76,587	1,067	98.6260	1.3740
<b>Total</b>		<b>3,00,74,811</b>	<b>1,59,18,508</b>	<b>52.9297</b>	<b>1,58,70,455</b>	<b>48,053</b>	<b>99.6981</b>	<b>0.3019</b>

A softcopy containing a list of equity shareholders who voted "FOR"/ "AGAINST" for each resolution relating to Remote E-Voting and e-voting at the AGM and other relevant records were handed over to Mr. Dinesh Kalani - Vice President - Company Secretary of Mastek Limited for safe keeping.

Based on the above results of both Remote E-voting and E-voting at the AGM, I report that all the above 6 (six) resolutions have been passed by the Shareholders with the requisite majority.

Thanking You,  
Yours Faithfully,

For P Mehta & Associates.

  
Prashant Mehta  
ACS 5814 CP 17341

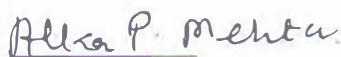
**PRASHANT S. MEHTA**  
COMPANY SECRETARY  
M. NO. 5814 CP. NO. 17341

Date: September 15, 2022  
Place: Mumbai



UDIN: A005814D000980590  
PR NO. : 2354/2022

The Scrutiniser unblocked the votes from the e-voting system of NSDL in our presence:

  
Alka Mehta  
Witness

  
Jayati Mehta  
Witness