



3i Infotech[®]
LIMITLESS EXCELLENCE

September 24, 2022

BSE Limited

Sir Phiroze Jeejeebhoy Towers
Dalal Street, Fort,
Mumbai – 400001
Security Code: 532628

National Stock Exchange of India Limited

Exchange Plaza, 5th Floor,
Plot No. C-1, Block G
Bandra Kurla Complex,
Mumbai – 400051
Scrip code: 3IINFOLTD

Dear Sir/ Madam,

Sub: Voting Results of 29th Annual General Meeting held on September 22, 2022

This is to inform you that the 29th Annual General Meeting (AGM) of the Company was held on Thursday, September 22, 2022 through Video Conferencing /Other Audio Visual Means.

Please find enclosed herewith details of voting results of remote e-voting and e-voting during the AGM pursuant to Regulation 44 of SEBI (Listing Obligations and Requirements) Regulations, 2015, along with Scrutinizer's Report.

You are requested to take the same on record.

Thanking you.

Yours faithfully,
For **3i Infotech Limited**

Varika Rastogi
Company Secretary

Encl: As above

Date of Annual General Meeting (AGM) Results September 22, 2022
Total number of shareholders on record date (September 15, 2022) 3,40,791
No. of shareholders present in the meeting either in person or through proxy
Promoters and Promoter Group Not Applicable
Public
No of shareholders who attended the meeting through video conferencing:
Promoters and Promoter Group Not Applicable
Public 73
Agenda-wise disclosure (to be disclosed separately for each agenda item) As disclosed below

Resolution required : (Ordinary/Special)

Item No. 1. To receive, consider and adopt the audited financial statements (including audited consolidated financial statements) of the Company for the financial year ended March 31, 2022 together with the Reports of the Board of Directors and the Auditors thereon.

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	No. of Votes – in favour	No. of Votes against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	$\frac{(3)}{((2)/(1))*100}$	(4)	(5)	$\frac{(6)}{[(4)/(2)]*100}$	$\frac{(7)}{[(5)/(2)]*100}$
Promoter and Promoter Group	E-Voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public - Institutions	E-Voting	1,87,46,513	55,40,471	29.55	55,40,471	-	100.00	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	1,87,46,513	55,40,471	29.55	55,40,471	-	100.00	-
Public - Non Institutions	E-Voting	14,96,42,564	1,94,28,583	12.98	1,92,18,941	2,09,642	98.92	1.08
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	14,96,42,564	1,94,28,583	12.98	1,92,18,941	2,09,642	98.92	1.08
Total		16,83,89,077	2,49,69,054	14.83	2,47,59,412	2,09,642	99.160	0.840

Note: One shareholder holding 30 shares voted only for 15 shares of his holding

Resolution required : (Ordinary/Special)

Item No.2 - To appoint a Director in place of Mr. Sriram Venkataramanan (DIN: 03631606), who retires by rotation and being eligible, offers himself for re-appointment.

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	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3) [(2)/(1)]*100	(4)	(5)	(6) [(4)/(2)]*100	(7) [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public - Institutions	E-Voting	1,87,46,513	55,40,471	29.55	52,21,975	3,18,496	94.25	5.75
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	1,87,46,513	55,40,471	29.55	52,21,975	3,18,496	94.25	5.75
Public - Non Institutions	E-Voting	14,96,42,564	1,92,29,602	12.85	1,91,76,854	52,748	99.73	0.27
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	14,96,42,564	1,92,29,602	12.85	1,91,76,854	52,748	99.73	0.27
Total		16,83,89,077	2,47,70,073	14.71	2,43,98,829	3,71,244	98.501	1.499

**Combined Scrutinizer's Report on Remote e-voting & E-voting conducted
at the 29th AGM of 3i Infotech Limited held on Thursday, September 22, 2022**

To,
The Chairman,
3i Infotech Limited
Tower #5,
International Infotech Park,
Vashi, Navi Mumbai- 400 703

29th Annual General Meeting of the Equity Shareholders of 3i Infotech Limited held on Thursday, September 22, 2022 by means of Video Conferencing / Other Audio Visual Means commencing at 11.30 a.m. (IST)

Sub: Passing of Resolution(s) through remote e-voting and voting electronically at the 29th Annual General Meeting ("AGM / Meeting") of 3i Infotech Limited held through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM") on Thursday, September 22, 2022, at 11.30 a.m. (IST), pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 the General Circulars No. 20/2020 dated May 5, 2020, read with circulars dated April 8, 2020 and April 13, 2020, General Circular No.02/2021 dated January 13, 2021 and Circular No. 02/2022 dated May 5, 2022, issued by the Ministry of Corporate Affairs ("MCA") and in accordance with the circular dated May 12, 2020 read with Circular dated May 13, 2022, issued by the Securities and Exchange Board of India ("SEBI") commonly referred to as "MCA & SEBI Circulars".

The Board of Directors of 3i Infotech Limited ("**Company / 3i Infotech**") at its meeting held on July 29, 2022 has appointed me as the Scrutinizer for the remote e-voting process as well as to scrutinize the electronic voting conducted at the 29th AGM pursuant to Section 108 of the Companies Act, 2013 ("**Act**") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI Listing Regulations**") as amended by the MCA & SEBI Circulars issued in this connection both by MCA and SEBI, providing relaxation for the manner in which the AGM shall be held and conducted. **The MCA & SEBI Circulars provide for relaxation in the manner in which the AGM will be held including the manner of sending the Notice and Annual Reports to the shareholders and the manner of voting at the meeting, which was necisstated on account of the outbreak of COVID-19 (CORONAVIRUS) pandemic.** I say, I



am familiar and well versed with the concept of electronic voting system as prescribed under the said Rules and the relaxations as provided in the **MCA & SEBI Circulars**.

As mentioned in the Notice the proceedings of the AGM will be deemed to be conducted at the Registered Office of the Company which shall be the deemed venue of the AGM.

Report on Scrutiny:

- The Company had appointed National Securities Depository Limited. (“NSDL”) as the **Service Provider**, for the purpose of extending the facility of remote e-voting to the Members of the Company and for voting electronically at the Meeting.
- The Company is a SEBI Registered, Category I Share Transfer Agent and handles all Registrar and Transfer Agents’ work in-house. The Company has adequate infrastructure to service its Shareholders.
- The Service Provider had provided a system for recording the votes of the Members electronically through remote e-voting as well as at the Meeting on all the items of the business sought to be transacted in the AGM of the Company, which was held on Thursday, September 22, 2022.
- For Individual Shareholders, electronic voting facility was provided through IDeAS for NSDL and Easi/ Easiest for CDSL.
- For other shareholders, the Service Provider had set up electronic voting facility on their website, <https://www.evoting.nsdl.com/> The Company had uploaded all the items of the business to be transacted at the AGM on the website of the Company at <https://www.3i-infotech.com> and also it’s Service Provider and also on the website of BSE Limited and National Stock Exchange of India Limited to facilitate their Members to cast their vote through remote e-voting.
- The Management of the Company is responsible for ensuring compliance with the requirements of the Act and the Rules there under and SEBI Listing Regulations.
- My responsibility as the Scrutinizer of the voting process (through e-voting), was restricted to scrutinize the e-voting process, in a fair and transparent manner and to prepare a Scrutinizer’s Report of the votes cast in favour and against the resolutions stated in the Notice, based on the reports generated from the e-voting system provided by Link, the Service Provider.



- The internal cut-off date for the dispatch of the Notice of the AGM was August 29, 2022 and as on that date, there were 3,44,220 Members of the Company. As mentioned in the Applicable Circulars, the Service Provider had sent the Notices of the AGM along with Integrated Annual Report and e-voting details by email to 3,36,995 Members constituting 97.90% of the total members, whose email Ids were made available by the Depositories. For those Members whose email Ids were not available, or holding in physical form, who had not registered their email Ids with the RTA, the Notices could not be sent. The Company had advertised in the newspapers, asking those Members who have not provided their email Ids to do so and to the extent, details were provided by the shareholders were considered for sending the Notice of the AGM. The Notice sent through email contained the detailed procedure to be followed by the Members who were desirous of casting their votes electronically as provided in the Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and as provided in the Applicable Circulars.
- The **Cut-off date** for the purposes of identifying the Members who will be entitled to vote on the resolutions placed for approval of the Members was Thursday, September 15, 2022.
- As prescribed in the aforesaid Rules, the remote e-voting facility was kept open for three days from **9:00 A.M. on Monday, September 19, 2022 and end at 5:00 P.M. on Wednesday, September 21, 2022.**
- The Company completed the dispatch of the notices by email to the Members by Monday, August 29, 2022.
- As prescribed in clause IV of the Circular dated May 5, 2020 issued by MCA, which is forming part of the MCA & SEBI Circulars, the Company had released an advertisement prior to sending Notice to the Shareholders which was published in English in 'Financial express' newspaper dated August 29, 2022 and in Marathi in 'Mumbai Lakshadeep' newspaper dated August 29, 2022. The Notice contained the required information as provided under clause IV (a) to (f) of the said Circular.
- As prescribed in clause (v) of sub rule 4 of the Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company also released an advertisement, which was published more than 21 days before the date of the AGM in English in 'Financial Express' newspaper dated August 30, 2022 and in Marathi in 'Mumbai Lakshadeep' newspaper dated August 31, 2022. 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 remote e-voting period on September 21, 2022 at 5.00 P.M., the voting portal of the Service Provider was blocked forthwith. The list of shareholders who have participated through remote e-voting was downloaded from the website of the Service Provider.
- At the AGM of the Company, after considering all the items of business, the facility to vote electronically was provided to facilitate those members who are attending the Meeting through VC / OAVM but could not participate in the remote e-voting to record their votes.
- On September 22, 2022, after tabulating the votes cast electronically by the system provided by Link, the votes cast through remote e-voting facility was duly unblocked by me as a Scrutinizer in the presence of Ms. Surbhi Sharma and Ms. Amita Jadav who acted as the witnesses, as prescribed in Sub Rule 4(xii) of the said Rule 20. After the voting by electronic means the votes cast through remote e-voting process was tabulated for the purpose of considering the total votes cast by the shareholders through both ways.
- Thereafter, as a Scrutinizer, I compiled details of the remote e-voting carried out by the Members and the electronic voting done at the AGM, the details of which are as follows:

The results of the remote e-voting together with that of the voting conducted at the AGM by way of electronic means are as under:

Details	Remote e-voting	Voting through electronic means at AGM	Total voting
Number of members who cast their votes	787	15	802
Total number of Shares held by them	2,49,63,456	6,853	2,49,70,309
Valid votes	As per details provided under each one of the Resolution(s) mentioned hereunder		
Invalid Votes	Various as mentioned under each of the Resolution		

Note:

1. **Percentage of votes cast in favour or against the resolutions is calculated based on the Valid Votes cast through Remote e-voting and through electronic voting at the AGM.**
2. **The votes are considered invalid on account of shareholder abstaining from voting or voting for lesser number of shares than actually held as on the cut off date.**



ORDINARY BUSINESS**I) Item No. 1 of the Notice (As an Ordinary Resolution):**

To receive, consider and adopt the audited financial statements (including audited consolidated financial statements) of the Company for the financial year ended March 31, 2022 together with the Reports of the Board of Directors and the Auditors thereon.

Manner of voting	Votes in favour of the resolution		Votes against the resolution		Invalid votes Nos.
	Nos.	%age	Nos.	%age	
Total votes through remote e-voting and e-voting at Meeting	2,47,59,412	99.160	2,09,642	0.840	Nil

Note: One shareholder holding 30 shares voted only for 15 shares of his holding.

Item 1 of Notice stands passed with the requisite majority**II) Item No. 2 of the Notice (As an Ordinary Resolution):**

To appoint a Director in place of Mr. Sriram Venkataramanan (DIN: 03631606), who retires by rotation and being eligible, offers himself for re-appointment.

Manner of voting	Votes in favour of the resolution		Votes against the resolution		Invalid votes Nos.
	Nos.	%age	Nos.	%age	
Total votes through remote e-voting and e-voting at Meeting	2,43,98,829	98.501	3,71,244	1.499	Nil

Item 2 of Notice stands passed with the requisite majority

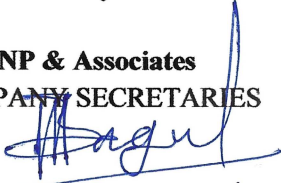
All the Resolutions mentioned in the AGM Notice dated July 29, 2022 as per the details above stands passed under remote e-voting and voting conducted at AGM electronically with the requisite majority and hence deemed to be passed as on the date of the AGM.

I hereby confirm that I am maintaining the soft copy of the Registers received from the Service Provider in respect of the votes cast through remote e-voting and voting conducted at AGM by way of electronic means by the Members of the Company. All other relevant records relating to remote e-voting and e-voting is under my safe custody and will be handed over to the Company Secretary for safe keeping, after the Chairperson signs the Minutes.



Thanking you,
Yours Faithfully

For BNP & Associates
COMPANY SECRETARIES



CS Avinash Bagul
(Partner)
(FCS no 5578 COP no 19862)
UDIN No: F005578D001012122



Place: Mumbai

Date: September 22, 2022

The following were the witnesses to the unblocking the votes cast through remote e-voting.

1. 
Ms. Surbhi Sharma

2. 
Ms. Amrita Jadav

I have received the report:

Signature _____
Varika Rastogi
Comapny Secretary

Place: Mumbai
Date: September 22, 2022