

30.09.2020

To,

**The Manager,  
The Bombay Stock Exchange Ltd,  
P J Towers,  
Dalal Street,  
Mumbai - 400 001**

**SUB.: VOTING RESULTS ALONG WITH COMBINED SCRUTINIZER REPORT OF  
31<sup>ST</sup> ANNUAL GENERAL MEETING AS PER REGULATION 44(3) OF SEBI (LISTING  
OBLIGATIONS AND DISCLOSURES REQUIREMENTS) REGULATIONS, 2015**

**Stock Code: 517360**

Dear Sir,

We are enclosing herewith the voting results along with Combined Scrutinizer Report of the 31st Annual General Meeting (AGM) of the Company held on Monday, September 28, 2020 through video conferencing (VC)/ Other Audio Visual Means (OVAM), and it has been duly convened at 01.00 P.M. and concluded at 01.07 P.M.

The Board of Directors had appointed Ms. Nupur Gupta, Practicing Chartered Accountant (M. No, 075983) as the Scrutinizer for remote e-voting and e-voting during the 31<sup>st</sup> AGM of the Company.

Kindly find enclosed the following:

1. Combined Scrutinizer Report on remote e-voting and e-voting at Annual General Meeting issued by Ms. Nupur Gupta, Practicing Chartered Accountant (Membership No. 075983)
2. Agenda wise Resolutions passed through remote e-voting and e-voting at the Annual General Meeting-(**Annexure A**)

Based on the consolidated report of the Scrutinizer(s), all Resolutions as set out in the Notice of 31<sup>st</sup> Annual General Meeting have been duly approved by the shareholders with requisite majority.

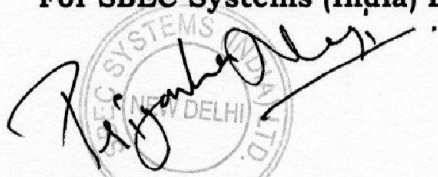
The aforesaid documents are hosted on the website of the company i.e. [www.sbecsistemas.com](http://www.sbecsistemas.com) & also on the website of Central Depository Services Limited [www.evoting.cdsl.com](http://www.evoting.cdsl.com)

You are requested to take the above information on record and bring the same to the notice of all concerned.

**Thanking You**

**Yours faithfully**

**For SBEC Systems (India) Ltd**

A handwritten signature in black ink is written over a circular stamp. The stamp contains the text "SBEC SYSTEMS (INDIA) LTD." around the top edge and "NEW DELHI" in the center.

**Priyanka Negi**  
**Company Secretary & Compliance Officer**

**Encl: a/a**



**Nupur Gupta**

**CONSOLIDATED SCRUTINIZER'S REPORT ON REMOTE E-VOTING**

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014]

To,  
The Chairman  
SBEC Systems (India) Limited  
1400, Modi tower, 98, Nehru Place,  
New Delhi-110019

**Sub: Consolidated Scrutinizer Report on remote e-voting pursuant to provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

I, Nupur Gupta, Practicing Chartered Accountant (M. No.075983), was appointed as Scrutinizer for the purpose of scrutinizing the e-voting process (remote e-voting) under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 and Rule 21 of the Companies (Management and Administration) Rules, 2014 (as amended from time to time) on the resolutions mentioned in the Notice dated August 29, 2020 ('AGM Notice') convening 31stAGM of SBEC Systems (India) Limited ('Company') which was held on Monday, September 28, 2020 at 01:00 P.M. through Video Conferencing / Other Audio Visual Means ("VC/OAVM") Facility.

In view of the outbreak of COVID-19 pandemic, the social distancing norms that needs to be followed and continued restriction on movement of persons at several places in the Country and pursuant to General Circular Nos.14/2020, 17/2020 and 20/2020 dated 8th April 2020, 13th April 2020 and 5th May 2020, respectively, issued by the Ministry of Corporate Affairs ("MCA Circulars") and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May 2020 issued by the Securities and Exchange Board of India ("SEBI Circular") and in compliance with the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the 31stAGM of the Company was held through VC/OAVM Facility, which does not required the physical presence of members at a common venue.



**Nupur Gupta**

The Company has availed the e-voting facility offered by Central Depositories Services (India) Limited (CDSL) for conducting e-voting by the Shareholders of the Company. The Company had uploaded all the items of the business to be transacted on the website of the Company and CDSL to facilitate Shareholders to cast their vote through e-voting.

In conformity with the applicable regulatory requirements, The Notice of this AGM and Annual Report has been sent through electronic mode to those shareholders who have registered their e-mail id with the Company or with Depositories.

As prescribed in clause (v) of sub rule 4 of revised Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company also released an advertisement, which was published before 21 days from the date of the Annual General Meeting in English language in "The Financial Express" newspaper and in vernacular language in "Hari Bhoomi" newspaper dated 04th September, 2020 respectively.

The Members of the Company as on the "cut off" date i.e. Monday, September 21, 2020 were entitled to avail the facility of remote e-voting for the 31st AGM on the proposed resolutions as set out in the AGM Notice.

The voting period of e-voting commenced on Friday, 25th September, 2020 at 9:00 a.m. and ended on Sunday, 27th September, 2020 at 5:00 p.m. and the CDSL e-voting platform was blocked thereafter and the votes casted under e-voting facility were then unblocked in the presence of two witnesses who were not in the employment of the Company.

A handwritten signature in black ink, appearing to read 'Nupur', is written over a light blue circular stamp.



## Nupur Gupta

The consolidated summary of results of remote e-voting and e-voting during the AGM are as under:-

### A. Ordinary Resolution-

a) The Audited Standalone financial statements of the Company for the financial year ended 31st March, 2020, 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 31st March, 2020 and the Auditors Reports thereon.

Particulars	No. of votes contained in						Percentage on valid Votes
	Remote e-voting		e-voting at the AGM		Total		
	No. of Members Voted	No. of Votes Cast	No. of Members Voted	No. of Votes Cast	No. of Members Voted	No. of Votes Cast	
Assent	21	3243479	2	101	23	3243580	100.00
Dissent	0	0	0	0	0	0	0.00
Abstained	0	0	0	0	0	0	0.00
<b>Total</b>	<b>21</b>	<b>3243479</b>	<b>2</b>	<b>101</b>	<b>23</b>	<b>3243580</b>	<b>100.00</b>

B. Ordinary Resolution- To re-appoint Ms. Rittu Sikka, who retires by rotation as a Director.

Particulars	No. of votes contained in						Percentage on valid Votes
	Remote e-voting		e-voting at the AGM		Total		
	No. of Members Voted	No. of Votes Cast	No. of Members Voted	No. of Votes Cast	No. of Members Voted	No. of Votes Cast	
Assent	21	3243479	2	101	23	3243580	100.00
Dissent	0	0	0	0	0	0	0.00
Abstained	0	0	0	0	0	0	0.00
<b>Total</b>	<b>21</b>	<b>3243479</b>	<b>2</b>	<b>101</b>	<b>23</b>	<b>3243580</b>	<b>100.00</b>



**Nupur Gupta**

**C. Special Resolution- Re-Appointment of Mr. Rajeev Kumar Agarwal (DIN: 00298252) as an Independent Director for Second term.**

Particulars	No. of votes contained in						Percent age on valid Votes
	Remote e-voting		e-voting at the AGM		Total		
	No. of Members Voted	No. of Votes Cast	No. of Members Voted	No. of Votes Cast	No. of Members Voted	No. of Votes Cast	
Assent	21	3243479	2	101	23	3243580	100.00
Dissent	0	0	0	0	0	0	0.00
Abstained	0	0	0	0	0	0	0.00
<b>Total</b>	<b>21</b>	<b>3243479</b>	<b>2</b>	<b>101</b>	<b>23</b>	<b>3243580</b>	<b>100.00</b>

**D. Special Resolution- Re-Appointment of Mr. Jagdish Chander Chawla (DIN: 05316202) as an Independent Director for a second term.**

Particulars	No. of votes contained in						Percent age on valid Votes
	Remote e-voting		e-voting at the AGM		Total		
	No. of Members Voted	No. of Votes Cast	No. of Members Voted	No. of Votes Cast	No. of Members Voted	No. of Votes Cast	
Assent	21	3243479	2	101	23	3243580	100.00
Dissent	0	0	0	0	0	0	0.00
Abstained	0	0	0	0	0	0	0.00
<b>Total</b>	<b>21</b>	<b>3243479</b>	<b>2</b>	<b>101</b>	<b>23</b>	<b>3243580</b>	<b>100.00</b>



**Nupur Gupta**

**E. Special Resolution- Re-Appointment of Mr. Shyam Babu Vyas (DIN: 02025415) as an Independent Director for a second term.**

Particulars	No. of votes contained in						Percentage on valid Votes
	Remote e-voting		e-voting at the AGM		Total		
	No. of Members Voted	No. of Votes Cast	No. of Members Voted	No. of Votes Cast	No. of Members Voted	No. of Votes Cast	
<b>Assent</b>	21	3243479	2	101	23	3243580	100.00
<b>Dissent</b>	0	0	0	0	0	0	0.00
<b>Abstained</b>	0	0	0	0	0	0	0.00
<b>Total</b>	<b>21</b>	<b>3243479</b>	<b>2</b>	<b>101</b>	<b>23</b>	<b>3243580</b>	<b>100.00</b>

Therefore, the Resolution No. 1 to 5 has been approved with requisite majority.

The Register, all other papers and relevant records relating to electronic voting shall remain in my safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and the same shall be handed over thereafter to the Company Secretary for safe keeping.

Thanking you,

Yours faithfully

**Nupur Gupta**  
(M. No.075983)



**R.K. Agarwal**  
Chairman of 31<sup>st</sup> AGM

Place:Meerut

Dated: 29.09.2020

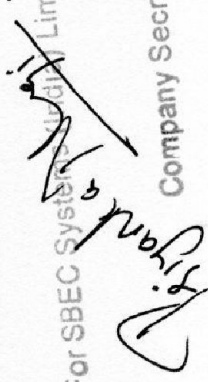
UDIN: **20075983AAAADO7796**

OFFICE: 114 CITI CENTRE, BEGUM BRIDGE ROAD, MEERUT. TEL: 0121-4003816, MOB: +919897631830

EMAIL: NUPUR01@REDIFFMAIL.COM

**DETAILS OF VOTING RESULTS—REGULATION 44(3) OF SEBI (LISTING AND OBLIGATION REQUIREMENTS)  
REGULATION, 2015**

<b>Date of AGM</b>	28 <sup>th</sup> September, 2020.
<b>Record date</b>	21.09.2020
<b>Total no. of Shareholder on record date</b>	19793
<b>No. of Shareholder Present in the meeting either in person or through proxy:</b>	Not Applicable
a) Promoter and Promoter Group:	
b) Public:	
<b>Total</b>	
<b>No. of Shareholder attended the meeting through Video Conferencing:</b>	
c) Promoter and Promoter Group:	5
d) Public:	42
<b>Total</b>	<b>47</b>
<b>No. of resolution passed in the meeting</b>	5

For SBEC Systems (India) Limited  
  
 Company Secretary



## Resolution (1)

Resolution required: (Ordinary / Special)		Ordinary						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Description of resolution considered		a) The Audited Standalone financial statements of the Company for the financial year ended 31st March, 2020, 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 31st March, 2020 and the Auditors Reports thereon.						
Category	Mode of voting	No. of shares held	No. of votes polled	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		3059760	59.9981	3059760	0	100.0000	0.0000
	Poll	5099760						
	Postal Ballot (if applicable)							
	<b>Total</b>	5099760	3059760	59.9981	3059760	0	100.0000	0.0000
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>							
Public- Non Institutions	E-Voting		183719	3.7492	183719	0	100.0000	0.0000
	Poll	4900240	101	0.0021	101	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	<b>Total</b>	4900240	183820	3.7512	183820	0	100.0000	0.0000
<b>Total</b>		10000000	3243580	32.4358	3243580	0	100.0000	0.0000
Whether resolution is Pass or Not.								Yes

of SBEC Systems (India) Limited

*[Signature]*  
Company Secretary

## Resolution (2)

Resolution required: (Ordinary / Special)		Ordinary						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Description of resolution considered		To re-appoint Ms. Rittu Sikka, who retires by rotation as a Director.						
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		3059760	59.9981	3059760	0	100.0000	0.0000
	Poll Postal Ballot (if applicable)	5099760						
	Total	5099760	3059760	59.9981	3059760	0	100.0000	0.0000
Public- Institutions	E-Voting							
	Poll Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting		183719	3.7492	183719	0	100.0000	0.0000
	Poll Postal Ballot (if applicable)	4900240	101	0.0021	101	0	100.0000	0.0000
	Total	4900240	183820	3.7512	183820	0	100.0000	0.0000
	Total	10000000	3243580	32.4358	3243580	0	100.0000	0.0000
				Whether resolution is Pass or Not.		Yes		

For SBEC Systems (India) Limited

  
Company Secretary

### Resolution (3)

Resolution required: (Ordinary / Special)  
 Whether promoter/promoter group are interested in the agenda/resolution?

Special

No

Re-Appointment of Mr. Rajeev Kumar Agarwal (DIN: 00298252) as an Independent Director for Second term.

Description of resolution considered

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		3059760	59.9981	3059760	0	100.0000	0.0000
	Poll	5099760						
	Postal Ballot (if applicable)							
	Total	5099760	3059760	59.9981	3059760	0	100.0000	0.0000
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting		183719	3.7492	183719	0	100.0000	0.0000
	Poll	4900240	101	0.0021	101	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total	4900240	183820	3.7512	183820	0	100.0000	0.0000
	Total	10000000	3243580	32.4358	3243580	0	100.0000	0.0000
Whether resolution is Pass or Not.								Yes

for SBEC Systems (India) Limited

*Rajeev Kumar Agarwal*  
 Company Secretary

## Resolution (4)

Resolution required: (Ordinary / Special)		Special						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Description of resolution considered		Re-Appointment of Mr. Jagdish Chander Chawla (DIN: 05316202) as an Independent Director for a second term						
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		3059760	59.9981	3059760	0	100.0000	0.0000
	Poll	5099760						
	Postal Ballot (if applicable)							
	<b>Total</b>	5099760	3059760	59.9981	3059760	0	100.0000	0.0000
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>							
Public- Non Institutions	E-Voting		183719	3.7492	183719	0	100.0000	0.0000
	Poll	4900240	101	0.0021	101	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	<b>Total</b>	4900240	183820	3.7512	183820	0	100.0000	0.0000
<b>Total</b>		10000000	3243580	32.4358	3243580	0	100.0000	0.0000
							<b>Whether resolution is Pass or Not.</b>	
SBEC Systems (India) Limited							Yes	

  
 Company Secretary

## Resolution (5)

Resolution required: (Ordinary / Special)

Special

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

No

Re-Appointment of Mr. Shyam Babu Vyas (DIN: 02025415) as an Independent Director for a second term

Description of resolution considered

Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
		(1)	(2)		(4)	(5)	(6)	(7)
Promoter and Promoter Group	E-Voting		3059760	59.9981	3059760	0	100.0000	0.0000
	Poll	5099760						
	Postal Ballot (if applicable)							
	Total	5099760	3059760	59.9981	3059760	0	100.0000	0.0000
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting		183719	3.7492	183719	0	100.0000	0.0000
	Poll	4900240	101	0.0021	101	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total	4900240	183820	3.7512	183820	0	100.0000	0.0000
	Total	10000000	3243580	32.4358	3243580	0	100.0000	0.0000
Whether resolution is Pass or Not.								Yes

For SBEC Systems (India) Limited

*[Signature]*  
Company Secretary