

Date: September 25, 2020

**Listing Department
BSE Limited**

Phiroze Jeejeebhoy Towers
Dalal Street, Fort
Mumbai-400 001

**Listing Department
National Stock Exchange of India Limited**

Bandra Kurla Complex
Bandra East
Mumbai – 400 051

BSE Script Code: 539289

NSE Symbol: MAJESCO

Dear Sir/Madam,

Sub.: Submission of Voting Results and Scrutinizer's Report (Consolidated) in respect of the 7th Annual General Meeting ("AGM") of the Company

This is to inform you that in accordance with the applicable provisions of the Companies Act, 2013 read with the Rules framed thereunder, the relevant circulars issued by the Ministry of Corporate Affairs and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided facility of remote e-voting and e-voting at the AGM to its Members on all resolutions set out in the Notice of AGM of the Company, which was duly convened on Thursday, September 24, 2020 at 10:00 a.m. through two way Video Conference/ Other Audio Visual Means.

Mr. Abhishek Bhate, Practicing Company Secretary (Membership No. A27747, COP: 10230) was appointed as the Scrutinizer, to scrutinize the e-voting process prior and during the AGM in a fair and transparent manner.

Based on the Scrutinizer's Report, we hereby inform you that all the above resolutions have been passed by the members with requisite majority on the date of 7th AGM i.e. September 24, 2020.

We are enclosing herewith the voting results in the prescribed format, as per Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, along with the Scrutinizer's Report.

Request you to take the same on your records.

Thanking you.

Yours faithfully,
For **Majesco Limited**

Varika Rastogi
Company Secretary

Encl.: As above

	MAJESCO LIMITED (AGM)
Date of the AGM/EGM	24-09-2020
Total number of shareholders on record date	24539
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	0
Public:	0
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	2
Public:	76

Resolution No.	1									
Resolution required: (Ordinary/ Special)	ORDINARY - Adoption of Audited Financial Statements of the Company Stand-alone and Consolidated for the financial year 2019-20 together with Reports of the Board of Directors and Auditors thereon.									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	1,09,88,672	1,09,88,672	100.0000	1,09,88,672	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,09,88,672	100.0000	1,09,88,672	0	100.0000	0.0000	0.0000	0
Public- Institutions	E-Voting	80,96,679	30,71,915	37.9404	30,71,915	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		30,71,915	37.9404	30,71,915	0	100.0000	0.0000	0.0000	0
Public- Non Institutions	E-Voting	1,05,27,474	11,77,476	11.1848	11,77,259	217	99.9815	0.0184	0	0
	Poll		7,615	0.0723	7,615	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		11,85,091	11.2571	11,84,874	217	99.9817	0.0183	0	0
Total		2,96,12,825	1,52,45,678	51.4834	1,52,45,461	217	99.9986	0.0014	0	0

Resolution No.	2									
Resolution required: (Ordinary/ Special)	ORDINARY - Confirm the payment of Interim Dividend on equity shares for the financial year 2019-20.									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	1,09,88,672	1,09,88,672	100.0000	1,09,88,672	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,09,88,672	100.0000	1,09,88,672	0	100.0000	0.0000	0.0000	0
Public- Institutions	E-Voting	80,96,679	30,78,223	38.0183	30,78,223	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		30,78,223	38.0183	30,78,223	0	100.0000	0.0000	0.0000	0
Public- Non Institutions	E-Voting	1,05,27,474	11,77,476	11.1848	11,77,259	217	99.9815	0.0184	0	0
	Poll		7,615	0.0723	7,615	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		11,85,091	11.2571	11,84,874	217	99.9817	0.0183	0	0
Total		2,96,12,825	1,52,51,986	51.5047	1,52,51,769	217	99.9986	0.0014	0	0

Resolution No.		3									
Resolution required: (Ordinary/ Special)		ORDINARY - Appointment of Mr. Ketan Mehta DIN 00129188, who retires by rotation and being eligible, offers himself for re-appointment as a Director.									
Whether promoter/ promoter group are interested in the agenda/resolution?		No (Note: Mr. Ketan Mehta, Promoter, Ms. Rupa Mehta and Mr. Tanay Mehta, Members of Promoter group were interested in this resolution no. 3 and abstained from voting on the same.)									
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	Votes Invalid	Votes Abstained	
Promoter and Promoter Group	E-Voting	1,09,88,672	77,71,611	70.7238	77,71,611	0	100.0000	0.0000	0	0	
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		77,71,611	70.7238	77,71,611	0	100.0000	0.0000	0	0	
Public- Institutions	E-Voting	80,96,679	30,78,223	38.0183	30,66,263	11,960	99.6114	0.3885	0	0	
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		30,78,223	38.0183	30,66,263	11,960	99.6115	0.3885	0	0	
Public- Non Institutions	E-Voting	1,05,27,474	11,77,451	11.1846	11,77,183	268	99.9772	0.0227	0	0	
	Poll		7,615	0.0723	7,615	0	100.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		11,85,066	11.2569	11,84,798	268	99.9774	0.0226	0	0	
Total		2,96,12,825	1,20,34,900	40.6408	1,20,22,672	12,228	99.8984	0.1016	0	0	

Resolution No.		4									
Resolution required: (Ordinary/ Special)		ORDINARY - Appointment of Mr. Vasant Gujarathi DIN 06863505 as an Independent Director of the Company.									
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	Votes Invalid	Votes Abstained	
Promoter and Promoter Group	E-Voting	1,09,88,672	1,09,88,672	100.0000	1,09,88,672	0	100.0000	0.0000	0	0	
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		1,09,88,672	100.0000	1,09,88,672	0	100.0000	0.0000	0	0	
Public- Institutions	E-Voting	80,96,679	30,78,223	38.0183	30,78,223	0	100.0000	0.0000	0	0	
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		30,78,223	38.0183	30,78,223	0	100.0000	0.0000	0	0	
Public- Non Institutions	E-Voting	1,05,27,474	11,77,451	11.1846	11,77,189	262	99.9777	0.0222	0	0	
	Poll		7,615	0.0723	7,615	0	100.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		11,85,066	11.2569	11,84,804	262	99.9779	0.0221	0	0	
Total		2,96,12,825	1,52,51,961	51.5046	1,52,51,699	262	99.9983	0.0017	0	0	



Abhishek Bhate & Co.

Company Secretary in Practice

CS Abhishek H. Bhate - Membership No. 27747, CP. No. 10230

REPORT OF SCRUTINIZER FOR REMOTE E-VOTING

To
The Chairman / Company Secretary,
Majesco Limited ("the Company"),

of 7th Annual General Meeting of the shareholders of Majesco Limited ("the Company"), held on Thursday, 24th September, 2020, through video conferencing ("VC") /Other Audio-Visual Means ("OVAM").

Consolidated Scrutinizer's Report on voting through Remote E-voting and electronic voting at the AGM in terms the provisions of the Companies Act, 2013 read with Rules made thereunder and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

I, Abhishek H. Bhate, Proprietor of Abhishek Bhate & Co., Practising Company Secretary appointed as Scrutinizer in the meeting of the Board of Directors of the Company held on Friday, May 29, 2020 to conduct the Remote E-voting and E-voting at the AGM in accordance with Section 108 and 109 of Companies Act, 2013 ('Act') read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014, submit my report as under:

- A. Pursuant to Section 101, 108 of the Act and Rule 20 of Companies (Management & Administration) Rules 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the Company has confirmed that the Electronic copy of the Notice convening the 7th Annual General Meeting ("AGM") of the Company along with the process of remote e-voting were sent to the shareholders whose e-mail addresses are registered with the Company/Depository / Depository Participant(s)/ Registrar and Share Transfer Agent for communication purposes in compliance with MCA Circulars dated 5th May 2020 read with circulars dated 8th April, 2020 and 13th April, 2020 and SEBI Circular dated 12th May, 2020.
- B. The Company had appointed National Securities Depository Limited ("NSDL") for conducting the Electronic voting by the shareholders of the Company at the AGM. After the time fixed for closing of Electronic voting at AGM by the Chairman, voting was closed and votes cast were unblocked.
- C. The Company had availed the remote e-voting facility provided by National Securities Depository Limited ("NSDL") for conducting the remote e-voting by the shareholders of the Company. The remote e-voting commenced on Monday, 21st September, 2020 at 9.00 a.m. and ended on Wednesday, 23rd September, 2020 at 5.00 p.m. and the National Securities Depository Limited ("NSDL") remote e-voting portal was blocked for voting thereafter.





Abhishek Bhate & Co.

Company Secretary in Practice

CS Abhishek H. Bhate - Membership No. 27747, CP. No. 10230

- D. On the basis of the votes exercised by the shareholders of the Company by way of electronic voting at the AGM of the Company held on Thursday, 24th September, 2020, I have issued Scrutinizer's Report dated 24th September, 2020.
- E. The register, in accordance with Rule 20 (4) (xiv) of the Companies (Management and Administration) Rules, 2014, has been maintained electronically to record the assent or dissent received, mentioning the particulars of name, address, folio number or client ID of the shareholders and number of shares held by them. There were no shares with differential voting rights in the Company; hence there is no requirement of maintaining of the list of shares with differential voting rights.
- F. As requested by the management, I am submitting herewith a consolidated report on the results of remote e-voting together with the results of the Electronic voting facilitated at the AGM.

Combined Statement of voting received in respect of the Resolutions proposed at the AGM of the Company held on September 24, 2020.

Resolution No. 1	Adoption of Audited Financial Statements of the Company (Stand-alone and Consolidated) for the financial year 2019-20 together with Reports of the Board of Directors and Auditors thereon.								
	Assent	%	Dissent	%	Total	%	Invalid	%	Total Votes Cast
Total No. of Shares on Remote E-Voting	15237846	100	217	00	15238063	100	00	00	15238063
Total No. Shares on E-Voting at AGM	7615	100	00	00	7615	100	00	00	7615
Total	15245461		217		15245678				15245678

Resolution No. 2	Confirm the payment of Interim Dividend on equity shares for the financial year 2019-20.								
	Assent	%	Dissent	%	Total	%	Invalid	%	Total Votes Cast
Total No. of Shares on Remote E-Voting	15244154	100	217	00	15244371	100	00	00	15244371
Total No. Shares on E-Voting at AGM	7615	100	00	00	7615	100	00	00	7615
Total	15251769		217		15251986				15251986





Abhishek Bhate & Co.

Company Secretary in Practice

CS Abhishek H. Bhate - Membership No. 27747, CP. No. 10230

Resolution No. 3	Appointment of Mr. Ketan Mehta (DIN: 00129188), who retires by rotation and being eligible, offers himself for re-appointment as a Director.								
	Assent	%	Dissent	%	Total	%	Invalid	%	Total Votes Cast
Total No. of Shares on Remote E-Voting	12015057	99.90	12228	0.10	12027285	100	00	00	12027285
Total No. Shares on E-Voting at AGM	7615	100	00	00	7615	100	00	00	7615
Total	12022672		12228		12034900				12034900

Resolution No. 4	Appointment of Mr. Vasant Gujarathi (DIN: 06863505) as an Independent Director of the Company.								
	Assent	%	Dissent	%	Total	%	Invalid	%	Total Votes Cast
Total No. of Shares on Remote E-Voting	15244084	100	262	00	15244346	100	00	00	15244346
Total No. Shares on E-Voting at AGM	7615	100	00	00	7615	100	00	00	7615
Total	15251699		262		15251961				15251961

It is to be noted that:

1. The votes cast does not include invalid votes.
2. All the aforesaid resolutions were passed with requisite majority.

Thanking You,
Yours faithfully,

For Abhishek Bhate & Co.,
Practicing Company Secretaries

CS Abhishek H. Bhate
Proprietor
ACS. 27747, CP. 10230
Date: September 24, 2020
Place: Navi Mumbai
UDIN - A027747B000761315

