

COMPUCOM

Software Limited

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

Ref. No.: CSL/CS/BSE/NSE/CSE/20-21/

Date: 24.09.2020

1) BSE Limited

Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai-400001.
Email- corp.compliance@bseindia.com
Stock Code: 532339

(BY BSE LISTING CENTRE)

2) National Stock Exchange of India Ltd

Exchange Plaza, C-1, Block G,
Bandra Kurla Complex, Bandra (E), Mumbai-400051.
Email- cmlist@nse.co.in
Stock Code: COMPUSOFT

(BY NSE NEAPS)

3) The Calcutta Stock Exchange Limited

7, Lyons Range, Dalhousie
Kolkata: 700001
West Bengal
Email- listing@cs1-india.com
Stock Code: 13335

(BY E-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 26th Annual General Meeting of Equity shareholders of Compucom Software Limited held on September 23, 2020.

Dear Sir,

This is in reference to our Notice of AGM dated July 22, 2020 along with the explanatory statement seeking the consent of members vide Remote E-voting and/or E-Voting at AGM with respect to the following items of business:

Ordinary resolution pursuant to Sec. 129 of the Companies Act, 2013, to adopt the Audited Standalone and Consolidated Financial Statements of the Company for the year ended 31st March, 2020 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. 0.30 per equity share i.e. 15% for the year ended March 31, 2020.

Swati Jain


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Ordinary Resolution pursuant to Section 152 of the Companies Act, 2013 to appoint Mrs. Trishla Rampuria (DIN: 07224903), who retires by rotation and being eligible, offers herself for re-appointment.

Ordinary Resolution pursuant to Section 149 and Section 152 of the Companies Act, 2013 to Appoint Mr. Staya Narayan Gupta (DIN: 07781599) as an Independent Director.

Special Resolution pursuant to Section 196,197,198 and Section 203 of the Companies Act, 2013 to appoint Mr. Vaibhav Suranaa (DIN:05244109) as a Whole time Director designated as Executive Director.

Special Resolution pursuant to Regulation 6 and 7 of Securities Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 to approve Voluntary Delisting of Equity Shares from Calcutta Stock Exchange Limited (CSE).

We would like to inform you that the Resolutions mentioned in the Notice dated July 22, 2020 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 23, 2020.

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	23 rd September, 2020
Total number of shareholders on record date	17,322
No. of shareholders present in the meeting through Video Conferencing: Promoters and Promoter Group:	3,




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Public:	30,
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Agenda- wise disclosure (to be disclosed separately for each agenda item)

Resolution required: (Ordinary/ Special)			1. (a) Adoption of Audited Standalone Financial Statements of the Company for the Year ended March 31, 2020 together with the report of Board of Directors and Auditors Report. (b) Adoption of Consolidated Audited Financial Statement of the Company for the year ended March 31, 2020 together with the report of Auditors on Consolidated Financial Statements. (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	5,87,30,776	5,84,01,260	99.4389%	5,84,01,260	0	100%	0%
	E-Voting at AGM		1,89,472	0.3226%	1,89,472	0	100%	0%
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	5,87,30,776	5,85,90,732	99.7615%	5,85,90,732	0	100%	0%
Public-Institutions	Remote E-Voting	1,33,994	0	0%	0	0	0%	0%
	E-Voting at AGM		0	0%	0	0	0%	0%
	Postal Ballot (if applicable)	-	-	-	-	-	-	-

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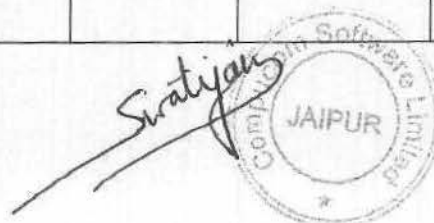
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	applicable)							
	Total	1,33,994	0	0%	0	0	0%	0%
Public-Non Institutions	Remote E-Voting	2,02,60,418	28,44,265	14.0385%	28,44,009	256	99.9910%	0.0090%
	E-Voting at AGM		0	0%	0	0	0%	0%
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	2,02,60,418	28,44,265	14.0385%	28,44,009	256	99.9910%	0.0090%
Total		7,91,25,188	6,14,34,997	77.6428%	6,14,34,741	256	99.9996%	0.0004%

Result: Resolution passed with requisite majority.

Resolution required: (Ordinary/Special)			2. Declaration of Final dividend on Equity Shares for the Financial Year 2019-20. (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	5,87,30,776	5,84,01,260	99.4389%	5,84,01,260	0	100%	0%
	E-Voting at AGM		1,89,472	0.3226%	1,89,472	0	100%	0%
	Postal Ballot (if applicabl	-	-	-	-	-	-	-



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	e)							
	Total	5,87,30,776	5,85,90,732	99.7615%	5,85,90,732	0	100%	0%
Public- Institution s	Remote E-Voting	1,33,994	0	0%	0	0	0%	0%
	E-Voting at AGM		0	0%	0	0	0%	0%
	Postal Ballot (if applicabl e)	-	-	-	-	-	-	-
	Total	1,33,994	0	0%	0	0	0%	0%
Public- Non Institution s	Remote E-Voting	2,02,60,418	28,44,265	14.0385%	28,44,007	258	99.9909%	0.0091%
	E-Voting at AGM		0	0%	0	0	0%	0%
	Postal Ballot (if applicabl e)	-	-	-	-	-	-	-
	Total	2,02,60,418	28,44,265	14.0385%	28,44,007	258	99.9909%	0.0091%
Total		7,91,25,188	6,14,34,997	77.6428%	6,14,34,739	258	99.9996%	0.0004%

Result: Resolution passed with requisite majority.

Resolution required: (Ordinary/ Special)		3. To appoint Mrs. Trishla Rampuria (DIN: 07224903), who retires by rotation and being eligible, offer herself for re-appointment. (Ordinary Resolution)						
Whether promoter/ promoter group are interested in the agenda/resolution?		Yes						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstandin g 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)]	(4)	(5)		

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				* 100			(6)=[(4)/(2)] *100	(7)=[(5)/(2)] *100
Promoter and Promoter Group	Remote E-Voting	5,87,30,776	5,84,01,260	99.4389%	5,84,01,260	0	100%	0%
	E-Voting at AGM		1,89,472	0.3226%	1,89,472	0	100%	0%
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	5,87,30,776	5,85,90,732	99.7615%	5,85,90,732	0	100%	0%
Public-Institutions	Remote E-Voting	1,33,994	0	0%	0	0	0%	0%
	E-Voting at AGM		0	0%	0	0	0%	0%
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	1,33,994	0	0%	0	0	0%	0%
Public-Non Institutions	Remote E-Voting	2,02,60,418	28,44,265	14.0385%	28,42,897	1368	99.9519%	0.0481%
	E-Voting at AGM		0	0%	0	0	0%	0%
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	2,02,60,418	28,44,265	14.0385%	28,42,897	1368	99.9519%	0.0481%
Total		7,91,25,188	6,14,34,997	77.6428%	6,14,33,629	1368	99.9978%	0.0022%

Result: Resolution passed with requisite majority.

Resolution required: (Ordinary/Special)	4. To Appointment of Mr. Staya Narayan Gupta (DIN: 07781599) as an Independent Director. (Ordinary 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
Promoter and Promoter Group	Remote E-Voting	5,87,30,776	5,84,01,260	99.4389%	5,84,01,260	0	100%	0%
	E-Voting at AGM		1,89,472	0.3226%	1,89,472	0	100%	0%
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	5,87,30,776	5,85,90,732	99.7615%	5,85,90,732	0	100%	0%
Public-Institutions	Remote E-Voting	1,33,994	0	0%	0	0	0%	0%
	E-Voting at AGM		0	0%	0	0	0%	0%
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	1,33,994	0	0%	0	0	0%	0%
Public-Non Institutions	Remote E-Voting	2,02,60,418	28,44,265	14.0385%	28,44,007	258	99.9909%	0.0091%
	E-Voting at AGM		0	0%	0	0	0%	0%
	Postal	-	-	-	-	-	-	-

Swati Jain

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	Ballot (if applicable)							
	Total	2,02,60,418	28,44,265	14.0385%	28,44,007	258	99.9909%	0.0091%
Total		7,91,25,188	6,14,34,997	77.6428%	6,14,34,739	258	99.9996%	0.0004%

Result: Resolution passed with requisite majority.

Resolution required: (Ordinary/Special)			5. To Appointment of Mr. Vaibhav Suranna (DIN: 05244109) as a Whole Time Director designated as Executive Director. (Special 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	Remote E-Voting	5,87,30,776	5,84,01,260	99.4389%	5,84,01,260	0	100%	0%
	E-Voting at AGM		1,89,472	0.3226%	1,89,472	0	100%	0%
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	5,87,30,776	5,85,90,732	99.7615%	5,85,90,732	0	100%	0%
Public-Institutions	Remote E-Voting	1,33,994	0	0%	0	0	0%	0%
	E-Voting at AGM		0	0%	0	0	0%	0%
	Postal Ballot (if applicable)	-	-	-	-	-	-	-



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	applicable)							
	Total	1,33,994	0	0%	0	0	0%	0%
Public- Non Instituti ons	E-Voting	2,02,60,418	28,44,265	14.0385%	28,42,909	1,356	99.9523%	0.0477%
	E-Voting at AGM		0	0%	0	0	0%	0%
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	2,02,60,418	28,44,265	14.0385%	28,42,909	1356	99.9523%	0.0477%
Total		7,91,25,188	6,14,34,997	77.6428%	6,14,33,641	1,356	99.9978%	0.0022%

Result: Resolution passed with requisite majority.

Resolution required: (Ordinary/ Special)		6. Approval of Voluntary Delisting of Equity Shares from Calcutta Stock Exchange Limited (CSE) Only. (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 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	5,87,30,776	5,84,01,260	99.4389%	5,84,01,260	0	100%	0%
	E-Voting at AGM		1,89,472	0.3226%	1,89,472	0	100%	0%
	Postal Ballot (if applicable)	-	-	-	-	-	-	-

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Compucom Software Limited
Jaipur

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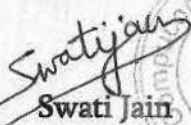
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)							
	Total	5,87,30,776	5,85,90,732	99.7615%	5,85,90,732	0	100%	0%
Public- Institution s	Remote E-Voting	1,33,994	0	0%	0	0	0%	0%
	E-Voting at AGM		0	0%	0	0	0%	0%
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	1,33,994	0	0%	0	0	0%	0%
Public- Non Institution s	E-Voting	2,02,60,418	28,43,765	14.0361%	28,42,409	1,356	99.9523%	0.0477%
	E-Voting at AGM		0	0%	0	0	0%	0%
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	2,02,60,418	28,43,765	14.0361%	28,42,409	1356	99.9523%	0.0477%
Total		7,91,25,188	6,14,34,497	77.6421%	6,14,33,141	1,356	99.9978%	0.0022%

Result: Resolution passed with requisite majority

For Compucom Software Limited


Swati Jain

(Company Secretary & Compliance officer)

FCS:8728

Date: 24.09.2020

Place: Jaipur



SCRUTINIZER'S REPORT

To,
The Chairman of
26th Annual General Meeting ("AGM") of the Shareholders of Compucom Software Limited held on
Wednesday, September 23, 2020 at 11:30 A.M. through Video Conferencing ("VC") / Other Audio-
Visual Means ("OAVM").

Sub: Consolidated Scrutinizer's Report on Remote E-Voting & E-Voting conducted at the AGM

The Board of Directors of Compucom Software Limited (hereinafter referred to as "the Company") at its meeting held on Wednesday, July 22, 2020 has appointed me as the scrutinizer for the remote e-voting process as well as to scrutinize the e-voting conducted at 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.

The management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013, Rules and circulars issued by MCA and SEBI relating to conducting of AGM through VC/OAVM and voting by electronic means for the resolutions contained in the Notice of the 26th AGM of the Equity Shareholders dated July 22, 2020. My responsibility as a Scrutinizer for the voting process of voting by electronic means is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favor" and/or "against" the resolution stated in the notice of the AGM, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited, the Agency Authorized under the Rules and engaged by the Company to provide remote e-voting facilities and e-voting facilities to vote at the AGM.

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 and e-voting at the AGM 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 the items of the business to be transacted at the AGM on the website of the Company and also of the Service Provider to facilitate their Shareholders to cast their vote through Remote E-Voting and E-voting at the AGM.





- Pursuant to General Circulars No. 20/2020 dated May 05, 2020 read with Circular No. 14/2020 dated April 08, 2020 and Circular No. 17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs (collectively referred to as "MCA Circulars"), advertisement was published in Financial Express (English newspaper) and in Nafa Nuksaan (vernacular language newspaper), having electronic editions on August 13, 2020 specifying the date and time of the AGM, availability of the notice on Company's website and website of the Stock Exchanges, manner of registration of email IDs by the members (both physical and demat) who are yet to register their email IDs with the Company, manner of voting through remote e-voting or through e-voting system at the AGM etc.
- The internal cut-off date for the dispatch of the Notice of the AGM was Friday, August 21, 2020 and as on that date, there were 17,126 Shareholders of the Company.
- The Company informed that in compliance with the MCA Circulars and SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and on the basis of the Register of Members and the list of Beneficial Owners made available by the RTA of the Company and the depositories viz., National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") respectively, the Service Provider of the Company completed dispatch of Notice of AGM on August 31, 2020 by E-mail to 14,798 Members who had already registered their email IDs with the Company / Depositories.
- The notices sent contained the detailed procedure to be followed by the Shareholders who were desirous of casting their votes electronically as provided in Rule 20.
- 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 more than 21 days before the date of the AGM in "Financial Express", English newspaper in English language and in "Nafa Nuksaan", vernacular newspaper in vernacular language on Tuesday, September 01, 2020. 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.
- 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 Wednesday, September 16, 2020.
- The remote e-voting period remained open from Saturday, September 19, 2020 at 9:00 A.M. and ended on Tuesday, September 22, 2020 at 05:00 P.M.
- At the end of the voting period on Tuesday, September 22, 2020 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 of shares held was obtained from the Service Provider.





- The Company had also provided e-voting facility to the shareholders present at the AGM through VC / OAVM and who had not cast their vote earlier.
- After declaration of voting at AGM by the Chairman, the shareholders present through VC voted using e-voting facility provided by CDSL/ Service Provider. As per the information given by the Company / RTA the names of the shareholders who had voted by remote e-voting through the facility provided by CDSL had been blocked and only those members who were present at the AGM through VC and who had not voted on remote e-voting were allowed to cast their votes through e-voting system during the AGM.
- After closure of e-voting at the AGM, the votes cast through e-voting at the AGM and through remote e-voting prior to the date of AGM were unblocked and downloaded from the e-voting website of CDSL / Service Provider (<https://www.evotingindia.com>) in the presence of two witnesses, who are not in the employment of the Company as prescribed in Sub Rule 4(xii) of the said Rule 20. The e-voting data/results downloaded from the e-voting system of CDSL were scrutinized and reviewed, the votes were counted, and the results were prepared.
- Based on the data downloaded from CDSL e-voting system, the total votes cast in favour or against all the resolutions proposed in the Notice of the AGM are as under:





Item No. 1: Ordinary Resolution:

To adopt the:

- Audited Standalone Financial Statements of the Company for the financial year ended on March 31, 2020 together with the reports of Board of Directors and Auditors thereon; and
- Audited Consolidated Financial Statements of the Company for the financial year ended on March 31, 2020 together with the report of Auditors thereon

Total No. of shareholders/ folios	17,322		
Total No. of Shares	7,91,25,188		
Remote E-voting Period	From Saturday, September 19, 2020 at 09:00 A.M. to Tuesday, September 22, 2020 at 05:00 P.M.		
		Number of Votes/Folio	Number of shares
Total votes cast through remote e-voting	A	72	6,12,45,525
Total Votes cast through e-voting at AGM	B	1	1,89,472
Grand Total of remote e-voting / e-voting at AGM (A+B)	C	73	6,14,34,997
Less: Invalid abstain remote e-voting/ Polls at AGM (On account of for/against option not indicated)	D	0	0
Net remote e-voting/ e-voting at AGM (C-D)	E	73	6,14,34,997

NOTES:

- There is no case where a shareholder has voted both through remote e-voting and voting at AGM.
- 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 e-voting or the number of shares mentioned in the e-voting whichever is less.

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 Promoters Group	5,87,30,776	5,85,90,732	99.7615%	5,85,90,732	0	100.0000%	0.0000%
Public- Institutional holders	1,33,994	0	0.00000%	0	0	0.0000%	0.0000%
Public- others	2,02,60,418	28,44,265	14.0385%	28,44,009	256	99.9910%	0.0090%
Total	7,91,25,188	6,14,34,997	77.6428%	6,14,34,741	256	99.9996%	0.0004%

Percentage of Votes cast in favour: 99.9996 %} Percentage of votes cast against: 0.0004%

RESULT: -

Since, the number of votes cast in favour of the resolution is 99.9996%, Based on the aforesaid result, I report that the **Ordinary Resolution** as set out in **Item No. 1** of the Notice of the AGM dated July 22, 2020 has been passed with requisite majority. The resolution is deemed to be passed as on the date of AGM.





Item No. 2: Ordinary Resolution:

To declare a final dividend of 15% i.e. Rs. 0.30 per equity share for the financial year ended on March 31, 2020

Total No. of shareholders/ folios	17,322		
Total No. of Shares	7,91,25,188		
Remote E-voting Period	From Saturday, September 19, 2020 at 09:00 A.M. to Tuesday, September 22, 2020 at 05:00 P.M.		
		Number of Votes/Folio	Number of shares
Total votes cast through remote e-voting	A	72	6,12,45,525
Total Votes cast through e-voting at AGM	B	1	1,89,472
Grand Total of remote e-voting / e-voting at AGM (A+B)	C	73	6,14,34,997
Less: Invalid /abstain remote e-voting/ Polls at AGM (On account of for/against option not indicated)	D	0	0
Net remote e-voting/ e-voting at AGM (C-D)	E	73	6,14,34,997

NOTES:

- (i) There is no case where a shareholder has voted both through remote e-voting and voting at AGM.
- (ii) Invalid voting was not taken into account for counting of percentages of valid and invalid votes.
- (iii) 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 e-voting or the number of shares mentioned in e-voting whichever is less.

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 Promoters Group	5,87,30,776	5,85,90,732	99.7615%	5,85,90,732	0	100.0000%	0.0000%
Public- Institutional holders	1,33,994	0	0.0000%	0	0	0.0000%	0.0000%
Public- others	2,02,60,418	28,44,265	14.0385%	28,44,007	258	99.9909%	0.0091%
Total	7,91,25,188	6,14,34,997	77.6428%	6,14,34,739	258	99.9996%	0.0004%

Percentage of Votes cast in favour: 99.9996% | Percentage of votes cast against: 0.0004%

RESULT: -

Since, the number of votes cast in favour of the resolution is 99.9996%, Based on the aforesaid result, I report that the **Ordinary Resolution** as set out in Item No. 2 of the Notice of the AGM dated July 22, 2020 has been passed with requisite majority. The resolution is deemed to be passed as on the date of AGM.





Item No. 3: Ordinary Resolution:

To appoint a Director in place of Mrs. Trishla Rampuria (DIN: 07224903), who retires by rotation and being eligible, offer herself for re-appointment

Total No. of shareholders/ folios	17,322		
Total No. of Shares	7,91,25,188		
Remote E-voting Period	From Saturday, September 19, 2020 at 09:00 A.M. to Tuesday, September 22, 2020 at 05:00 P.M.		
		Number of Votes/Folio	Number of shares
Total votes cast through remote e-voting	A	72	6,12,45,525
Total Votes cast through e-voting at AGM	B	1	1,89,472
Grand Total of remote e-voting / e-voting at AGM (A+B)	C	73	6,14,34,997
Less: Invalid /abstain remote e-voting/ Polls at AGM (On account of for/against option not indicated)	D	0	0
Net remote e-voting/ e-voting at AGM (C-D)	E	73	6,14,34,997

NOTES:

- (i) There is no case where a shareholder has voted both through remote e-voting and voting at AGM.
- (ii) Invalid voting was not taken into account for counting of percentages of valid and invalid votes.
- (iii) 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 e-voting or the number of shares mentioned in e-voting whichever is less.

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 Promoters Group	5,87,30,776	5,85,90,732	99.7615%	5,85,90,732	0	100.0000%	0.0000%
Public- Institutional holders	1,33,994	0	0.0000%	0	0	0.0000%	0.0000%
Public- others	2,02,60,418	28,44,265	14.0385%	28,42,897	1,368	99.9519%	0.0481%
Total	7,91,25,188	6,14,34,997	77.6428%	6,14,33,629	1,368	99.9978%	0.0022%

Percentage of Votes cast in favour: 99.9978% | Percentage of votes cast against: 0.0022%

RESULT: -

Since, the number of votes cast in favour of the resolution is 99.9978%, Based on the aforesaid result, I report that the **Ordinary Resolution** as set out in **Item No. 3** of the Notice of the AGM dated July 22, 2020 has been passed with requisite majority. The resolution is deemed to be passed as on the date of AGM.





Item No. 4: Ordinary Resolution:

Appointment of Mr. Staya Narayan Gupta (DIN: 07781599) as an Independent Director

Total No. of shareholders/ folios	17,322		
Total No. of Shares	7,91,25,188		
Remote E-voting Period	From Saturday, September 19, 2020 at 09:00 A.M. to Tuesday, September 22, 2020 at 05:00 P.M.		
		Number of Votes/Folio	Number of shares
Total votes cast through remote e-voting	A	72	6,12,45,525
Total Votes cast through e-voting at AGM	B	1	1,89,472
Grand Total of remote e-voting / e-voting at AGM (A+B)	C	73	6,14,34,997
Less: Invalid /abstain-remote e-voting/ Polls at AGM (On account of for/against option not indicated)	D	0	0
Net remote e-voting/ e-voting at AGM (C-D)	E	73	6,14,34,997

NOTES:

- (i) There is no case where a shareholder has voted both through remote e-voting and voting at AGM.
- (ii) Invalid voting was not taken into account for counting of percentages of valid and invalid votes.
- (iii) 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 e-voting or the number of shares mentioned in e-voting whichever is less.

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 Promoters Group	5,87,30,776	5,85,90,732	99.7615%	5,85,90,732	0	100.0000%	0.0000%
Public- Institutional holders	1,33,994	0	0.0000%	0	0	0.0000%	0.0000%
Public- others	2,02,60,418	28,44,265	14.0385%	28,44,007	258	99.9909%	0.0091%
Total	7,91,25,188	6,14,34,997	77.6428%	6,14,34,739	258	99.9996%	0.0004%

Percentage of Votes cast in favour: 99.9996% | Percentage of votes cast against: 0.0004%

RESULT:-

Since, the number of votes cast in favour of the resolution is 99.9996%, Based on the aforesaid result, I report that the **Ordinary Resolution** as set out in **Item No. 4** of the Notice of the AGM dated July 22, 2020 has been passed with requisite majority. The resolution is deemed to be passed as on the date of AGM.





Item No. 5: Special Resolution:

Appointment of Mr. Vaibhav Suranaa (DIN: 05244109) as a Whole Time Director designated as Executive Director

Total No. of shareholders/ folios	17,322		
Total No. of Shares	7,91,25,188		
Remote E-voting Period	From Saturday, September 19, 2020 at 09:00 A.M. to Tuesday, September 22, 2020 at 05:00 P.M.		
		Number of Votes/Folio	Number of shares
Total votes cast through remote e-voting	A	72	6,12,45,525
Total Votes cast through e-voting at AGM	B	1	1,89,472
Grand Total of remote e-voting / e-voting at AGM (A+B)	C	73	6,14,34,997
Less: Invalid Abstain-remote e-voting/ Polls at AGM (On account of for/against option not indicated)	D	0	0
Net remote e-voting/ e-voting at AGM (C-D)	E	73	6,14,34,997

NOTES:

- (i) There is no case where a shareholder has voted both through remote e-voting and voting at AGM.
- (ii) Invalid voting was not taken into account for counting of percentages of valid and invalid votes.
- (iii) 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 e-voting or the number of shares mentioned in e-voting whichever is less.

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 Promoters Group	5,87,30,776	5,85,90,732	99.7615%	5,85,90,732	0	100.0000%	0.0000%
Public- Institutional holders	1,33,994	0	0.0000%	0	0	0.0000%	0.0000%
Public others	2,07,60,418	28,44,265	14.0385%	28,42,909	1,356	99.9523%	0.0477%
Total	7,91,25,188	6,14,34,997	77.6428%	6,14,33,641	1,356	99.9978%	0.0022%

Percentage of Votes cast in favour: 99.9978% | Percentage of votes cast against: 0.0022%

RESULT: -

Since, the number of votes cast in favour of the resolution is 99.9978%, Based on the aforesaid result, I report that the **Special Resolution** as set out in **Item No. 5** of the Notice of the AGM dated July 22, 2020 has been passed with requisite majority. The resolution is deemed to be passed as on the date of AGM.





Item No. 6: Special Resolution:

Approval of Voluntary Delisting of Equity Shares from Calcutta Stock Exchange Limited (CSE) Only

Total No. of shareholders/ folios	17,322		
Total No. of Shares	7,91,25,188		
Remote E-voting Period	From Saturday, September 19, 2020 at 09:00 A.M. to Tuesday, September 22, 2020 at 05:00 P.M.		
		Number of Votes/Folio	Number of shares
Total votes cast through remote e-voting	A	71	6,12,45,025
Total Votes cast through e-voting at AGM	B	1	1,89,472
Grand Total of remote e-voting / e-voting at AGM (A+B)	C	72	6,14,34,497
Less: Invalid /abstain-remote e-voting/ Polls at AGM (On account of for/against option not indicated)	D	0	0
Net remote e-voting/ e-voting at AGM (C-D)	E	72	6,14,34,497

NOTES:

- (i) There is no case where a shareholder has voted both through remote e-voting and voting at AGM.
- (ii) Invalid voting was not taken into account for counting of percentages of valid and invalid votes.
- (iii) 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 e-voting or the number of shares mentioned in e-voting whichever is less.

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 Promoters Group	5,87,30,776	5,85,90,732	99.7615%	5,85,90,732	0	100.0000%	0.0000%
Public- Institutional holders	1,33,994	0	0.0000%	0	0	0.0000%	0.0000%
Public- others	2,02,60,418	28,43,765	14.0361%	28,42,409	1,356	99.9523%	0.0477%
Total	7,91,25,188	6,14,34,497	77.6421%	6,14,33,141	1,356	99.9978%	0.0022%

Percentage of Votes cast in favour: 99.9978% | Percentage of votes cast against: 0.0022%

RESULT: -

Since, the number of votes cast in favour of the resolution is 99.9978%, Based on the aforesaid result, I report that the **Special Resolution** as set out in **Item No. 6** of the Notice of the AGM dated July 22, 2020 has been passed with requisite majority. The resolution is deemed to be passed as on the date of AGM.





All the Resolutions mentioned in the AGM Notice dated July 22 2020 as per the results above stand passed under remote e-voting and e-voting at the 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/voted for lesser shares, for each resolution is being handed over to the Company Secretary.

The electronic data and all other relevant records relating to the e-voting are in my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the Minutes of the aforesaid AGM.

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 e-voting at AGM.

Yours Faithfully



CS Manoj Maheshwari
Scrutinizer

M. No.: FCS 3355 | C.P. No. 1971

Partner

V. M. & Associates

Company Secretaries

(ICSI Unique Code P1984RJ039200)

Place: Jaipur

Date: September 23, 2020

UDIN: F003355B000757075

Countersigned By:
For Compucom Software Limited

Surendra Kumar Surana
Chairman

DIN: 00340866

