



**SWITCHING
TECHNOLOGIES
GUNTHER LTD.**

REGISTERED OFFICE & WORKS :
B-9 & B-10, Special Economic Zone (MEPZ)
Kadapperi, Tambaram, Chennai- 600 045.
Phone: 4321 9096/226 22460
Fax : 91 - 44 - 22628271
E - Mail : stgindia@stg-india.com
CIN : L29142TN1988PLC015647
GSTIN : 33AAACS5033J1ZL

1831

Ref: BSE/SEC/1831/2021
Date: 22nd September, 2021

// Through BSE Listing Centre Online//

The Corporate Relationship Department
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai 400 001

BSE CODE: 517201

Dear Sir/Madam,

Sub: Submission of Voting Results of the 33rd Annual General Meeting of the Company held on 21st September, 2021, pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Scrutinizer's Report

This has reference to the 33rd Annual General Meeting (AGM) of the Company which was held on 21st September, 2020 for the matters as stated in the Notice sent to the Shareholders whose email address were registered with the Registrar and Share Transfer Agents of the Company.

The Shareholders were provided the facility of voting on the resolutions at the Annual General Meeting through E-voting facility.

We are enclosing herewith the Scrutinizer's Report and Voting Results of the Annual General Meeting.

We request to take the same on your records.

Thanking You,

Yours faithfully,
for SWITCHING TECHNOLOGIES GUNTHER LIMITED

S.Ramesh
Company Secretary

Encl: as above

SCRUTINIZER'S REPORT

(Pursuant to Section 108 and 109 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014)

To

The Chairman
M/s. Switching Technologies Gunther Limited
Plots B-9 & B-10, Madras Export Processing Zone,
Kadapperi, Tambaram, Chennai – 600045.

Dear Sir,

I, G. Sreenivasa Rao, a Company Secretary in practice, representing G.S.R. & CO., having office at Flat A-2, 2nd Floor, Sai Niranthara, No.14/23, Nagarjuna Nagar 1st Street, Rangarajapuram, Kodambakkam, Chennai – 600024 has been appointed as the Scrutinizer by the Board of Directors of M/s. Switching Technologies Gunther Limited (the Company) bearing CIN: L29142TN1988PLC015647, pursuant to Section 108 of the Companies Act, 2013 (Act) read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 as amended from time to time, for the purpose of scrutinizing the e-voting process comprising remote e-voting and voting through video conferencing in a fair and transparent manner in respect of the resolutions passed at the 33rd Annual General meeting (AGM) of the members of the Company held on Tuesday, the 21st day of September, 2021 at 2.30 p.m. through video conferencing (VC), submit my report as under.

The Company has provided the remote e-voting facility to the members to exercise their votes electronically on the said Resolutions through the e-voting service facility arranged by Central Depository Services Limited and conducted the Annual General Meeting through video conferencing facility in accordance with the procedure prescribed by the Ministry of Corporate Affairs vide its General Circular No.02/2021 dated 13th January, 2021 read with Circulars dated 5th May, 2020, dated 8th April, 2020 and 13th April, 2020 issued by it.

The management of the Company is responsible to ensure the compliance with the requirements of the Act and the Rules relating to voting through electronic means on the resolutions contained in the Notice convening the 33rd Annual General Meeting of the members of the Company. My responsibility as a Scrutinizer for the e-voting process is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" or "abstained" or "invalid" of the resolutions stated above based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL).



1. Further, I submit my report as under:

- i The remote e-voting period remained open from Saturday, 18th September, 2021 (9:00 a.m.) to Monday, 20th September, 2021 (5:00 p.m.) and the Central Depository Services (India) Limited (CDSL)'s e-voting platform was blocked thereafter.
- ii The members of the Company as on the "cut-off" date i.e. 14th September, 2021 were entitled to vote on the resolutions (Item Nos. 1 to 6 as set out in Notice of 33rd AGM of the Company).
- iii The votes cast through remote e-voting facility were unblocked on 21st September, 2021.
- iv Thereafter, the details containing, inter alia, list of equity shareholders, who voted "for" or "against" each of the resolutions that were put to vote, were generated from the e-voting website of CDSL and based on such reports generated, the result of the remote e-voting is as under:
- v I have scrutinized and reviewed the voting through electronic means and video conferencing mode and votes tendered therein based on the data downloaded from the Central Depository Services (India) Limited (CDSL) e-voting system and the video conferencing report received respectively.
- vi I now submit the Consolidated Scrutinizer's Report pursuant to Rule 20(4)(xii) of the Companies (Management and Administration) Amendment Rules, 2015 on all the below mentioned resolutions of the aforesaid Annual General Meeting.



Item No.1:

Ordinary Resolution to receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2021 together with the Reports of the Board of Directors and Auditors thereon.

(i) Voted in favour of the resolution

Mode	Number of Members Voted	Number of votes cast by them	% of the total number of valid votes cast (in favour)
Voted through Electronic Voting	17	1500764	99.992
Voted through video conferencing at the AGM (Venue Voting)	1	10	0.001
Total	18	1500774	99.993

(ii) Voted against the resolution

Mode	Number of Members Voted	Number of votes cast by them	% of the total number of valid votes cast (against)
Voted through Electronic Voting	4	103	0.007
Voted through video conferencing at the AGM (Venue Voting)	1	1	0.000
Total	5	104	0.007

(iii) Votes abstained/invalid

Mode	Number of Members	Number of Votes
Voted through Electronic Voting	0	0
Voted through video conferencing at the AGM	0	0
Total	0	0

Result: Approved by requisite majority



Item No.2:

Ordinary Resolution for the appointment of Statutory Auditors M/s. V.V. Kale & Co., Chartered Accountants, New Delhi for a term of one year from conclusion of the 33rd Annual General Meeting upto the conclusion of the 34th Annual General Meeting of the Company and authorizing the Board to decide and fix their remuneration.

(i) Voted in favour of the resolution

Mode	Number of Members Voted	Number of votes cast by them	% of the total number of valid votes cast (in favour)
Voted through Electronic Voting	17	1500764	99.992
Voted through video conferencing at the AGM (Venue Voting)	1	10	0.001
Total	18	1500774	99.993

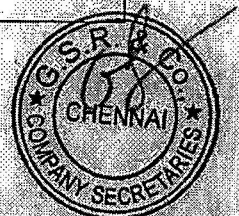
(ii) Voted against the resolution

Mode	Number of Members Voted	Number of votes cast by them	% of the total number of valid votes cast (against)
Voted through Electronic Voting	4	103	0.007
Voted through video conferencing at the AGM (Venue Voting)	1	1	0.000
Total	5	104	0.007

(iii) Votes abstained/invalid

Mode	Number of Members	Number of Votes
Voted through Electronic Voting	0	0
Voted through video conferencing at the AGM	0	0
Total	0	0

Result: Approved by requisite majority



Item No. 3:

Ordinary Resolution to appoint Mr. K. Mani (DIN: 09267134) as Chairman cum Executive Director of the Company liable to retire by rotation pursuant to the provisions of Sections 149, 152 and other applicable provisions of the Companies Act, 2013 and the rules made thereunder.

(i) Voted in favour of the resolution

Mode	Number of Members Voted	Number of votes cast by them	% of the total number of valid votes cast (in favour)
Voted through Electronic Voting	17	1500764	99.992
Voted through video conferencing at the AGM (Venue Voting)	1	10	0.001
Total	18	1500774	99.993

(ii) Voted against the resolution

Mode	Number of Members Voted	Number of votes cast by them	% of the total number of valid votes cast (against)
Voted through Electronic Voting	4	103	0.007
Voted through video conferencing at the AGM (Venue Voting)	1	1	0.000
Total	5	104	0.007

(iii) Votes abstained/invalid

Mode	Number of Members	Number of Votes
Voted through Electronic Voting	0	0
Voted through video conferencing at the AGM	0	0
Total	0	0

Result: Approved by requisite majority



G.S.R. & Co.,
COMPANY SECRETARIES

Item No. 4:

Ordinary Resolution for the appointment of Mr. Kanthimathinathan Chocalingam (DIN: 02281861) as Independent Non-Executive Director of the Company for a period of 3 years from the date of his appointment pursuant to the provisions of Sections 149, 152 and other applicable provisions of the Companies Act, 2013 and the rules made thereunder.

(i) Voted in favour of the resolution

Mode	Number of Members Voted	Number of votes cast by them	% of the total number of valid votes cast (in favour)
Voted through Electronic Voting	17	1500764	99.992
Voted through video conferencing at the AGM (Venue Voting)	1	10	0.001
Total	18	1500774	99.993

(ii) Voted against the resolution

Mode	Number of Members Voted	Number of votes cast by them	% of the total number of valid votes cast (against)
Voted through Electronic Voting	4	103	0.007
Voted through video conferencing at the AGM (Venue Voting)	1	1	0.000
Total	5	104	0.007

(iii) Votes abstained/invalid

Mode	Number of Members	Number of Votes
Voted through Electronic Voting	0	0
Voted through video conferencing at the AGM	0	0
Total	0	0

Result: Approved by requisite majority



Item No. 5:

Ordinary Resolution for the appointment of Ms. Gayathri M N (DIN: 06742638) as Independent Non-Executive Director of the Company for a period of 3 years from the date of his appointment pursuant to the provisions of Sections 149, 152 and other applicable provisions of the Companies Act, 2013 and the rules made thereunder.

(i) Voted in favour of the resolution

Mode	Number of Members Voted	Number of votes cast by them	% of the total number of valid votes cast (in favour)
Voted through Electronic Voting	17	1500764	99.992
Voted through video conferencing at the AGM (Venue Voting)	1	10	0.001
Total	18	1500774	99.993

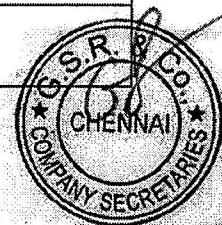
(ii) Voted against the resolution

Mode	Number of Members Voted	Number of votes cast by them	% of the total number of valid votes cast (against)
Voted through Electronic Voting	4	103	0.007
Voted through video conferencing at the AGM (Venue Voting)	1	1	0.000
Total	5	104	0.007

(iii) Votes abstained/invalid

Mode	Number of Members Voted	Number of votes cast by them
Voted through Electronic Voting	0	0
Voted through video conferencing at the AGM	0	0
Total	0	0

Result: Approved by requisite majority



Item No. 6:

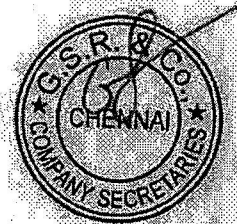
Special Resolution to approve the terms and conditions of Compulsory Convertible Preference Shares pursuant to the provisions of section 55 of the Companies Act, 2013 and the Companies (Share Capital and Debenture) Rules, 2014 (including any statutory modifications(s) or re-enactment(s) thereof, for the time being in force) and other applicable provisions of the Companies Act, 2013.

(i) Voted in favour of the resolution

Mode	Number of Members Voted	Number of votes cast by them	% of the total number of valid votes cast (in favour)
Voted through Electronic Voting	17	1500764	99.992
Voted through video conferencing at the AGM (Venue Voting)	1	10	0.001
Total	18	1500774	99.993

(ii) Voted against the resolution

Mode	Number of Members Voted	Number of votes cast by them	% of the total number of valid votes cast (against)
Voted through Electronic Voting	4	103	0.007
Voted through video conferencing at the AGM (Venue Voting)	1	1	0.000
Total	5	104	0.007



**G.S.R. & Co.,
COMPANY SECRETARIES**

(iii) Votes abstained/invalid

Mode	Number of Members Voted	Number of votes cast by them
Voted through Electronic Voting	0	0
Voted through video conferencing at the AGM	0	0
Total	0	0

Result: Approved by requisite majority

Thanking You,



For G.S.R. & Co.
COMPANY SECRETARIES

GS
G. SREENIVASA RAO
(M.No.FCS-5691, C.P. No.4966)

Place: Chennai
Date : 22.09.2021

UDIN: F005691C000985736