



April 26, 2022

BSE Ltd. Corporate Relations Department, 1 <sup>st</sup> Floor, New Trading Ring, Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai-400001 Security Code: 532365	National Stock Exchange of India Ltd. Exchange Plaza, 5 <sup>th</sup> Floor, Plot No. C/1, G Block, Bandra Kurla Complex, Bandra (E), Mumbai-400051 Symbol: DSSL
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Dear Sir,

**Sub: Submission of Scrutinizer's Report and Outcome of Voting of the Postal Ballot of Dynacons Systems & Solutions Limited**

We wish to inform you that pursuant to provisions of Section 108 and 110 of the Companies Act, 2013, read with Rules 20 & 22 of the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended, the Company conducted a Postal Ballot for obtaining the approval of the Members for the businesses as mentioned in the Postal Ballot Notice of the Company dated March 21, 2022.

In wake of Covid-19 Pandemic and pursuant to MCA Circulars, General Circular No. 14/2020, 17/2020, 22/2020, 33/2020, 39/2020, 10/2021 and 20/2021 dated April 8, 2020, April 13, 2020, June 15, 2020, September 28, 2020, December 31, 2020, June 23, 2021 and dated December 8, 2021, respectively (collectively referred to as "MCA Circulars") notice of Postal Ballot was sent through electronic mode to those members whose e-mail address was registered with Company / Depositories and the Members were required to communicate their assent or dissent through remote e-voting system only.

In Compliance with the provisions of Regulations 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended, we are furnishing herewith the voting results pertaining to the above Postal Ballot in the format prescribed along with Scrutinizers Report dated April 25, 2022. The voting results along with the Scrutinizers Report is also being displayed on the website of the Company [www.dynacons.com](http://www.dynacons.com)

Remote e-voting process concluded at 5.00 p.m. (IST) on April 22, 2022 post which the scrutinizer submitted his report on the results of the postal ballot. Based on the report of the scrutinizer, we hereby inform that the members of the Company have duly passed the special resolutions approving the re-appointment of Chairman cum Managing Director and Whole-time Directors.

**Dynacons Systems & Solutions Limited**

CIN NO : L72200MH1995PLC093130

Certified ISO 9001:2008, ISO 14001:2015, ISO 20000-1:2011, ISO 27001:2013, CMMI Maturity Level 3

Registered Office : 78, Ratnajyot Industrial Estate, Irla Lane, Vile Parle West, Mumbai - 400 056.

Corporate Office : 3rd Floor, A Wing, Sunteck Centre, Subhash Road, Near Garware Chowk, Vile Parle East, Mumbai - 400 057.

+91-22-66889900 | +91-22-26716641 | [www.dynacons.com](http://www.dynacons.com) | [sales@dynacons.com](mailto:sales@dynacons.com) | 1860-123-4444



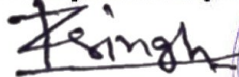
The resolutions in the Postal Ballot notice have been deemed as passed on the last day of the e-voting i.e. April 22, 2022.

You are requested to kindly take above information on your records.

Thanking You,

Yours Faithfully,

For **Dynacons Systems & Solutions Limited**



**Ravishankar Singh**  
**Company Secretary and**  
**Compliance Officer**



Encl.: Copy as above



# HSPN & ASSOCIATES LLP

## COMPANY SECRETARIES

LLPIN: AAZ-8456 | Unique Code: L2021MHE011400  
(Formerly known as HS ASSOCIATES  
Unique Code: P2007MH004300)

HEMANT S. SHETYE (Designated Partner)  
B.COM., LLB(Gen.), FCS  
Insolvency Professional

206, 2nd Floor, Tantia Jogani Industrial Estate,  
J. R. Boricha Marg, Opp. Lodha Excelus,  
Lower Parel (E), Mumbai - 400 011.  
Tel: 022 23088998/23008998/40026600/40061100  
Email: hs@hspnassociates.in  
Web.: www.hspnassociates.in

### SCRUTINIZER'S REPORT

To,  
The Chairman,  
**Dynacons Systems & Solutions Limited**  
78 Ratnajyoti Industrial Estate, Irla Lane  
Vile Parle (West) Mumbai - 400056.

Dear Sir,

**Sub: Scrutinizer's Report on Postal Ballot conducted through Electronic Voting System as per Section 108 and Section 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of Companies (Management and Administration) Rules, 2014.**

**DYNACONS SYSTEMS & SOLUTIONS LIMITED** ("the Company") vide resolution passed by its Board of Directors at their meeting held on Monday, March 21, 2022, appointed Mr. Hemant Shetye (Membership No. FCS 2827 and COP No. 1483), Practicing Company Secretaries, Mumbai as the Scrutinizer to ensure that the process of Postal Ballot is conducted in the manner prescribed under Section 108 and Section 110 of the Companies Act, 2013 ("the Act") read with Rule 20 and Rule 22 of Companies (Management and Administration) Rules, 2014 (as amended).

As required under Section 110 of the Act read with Rule 22 of the Rules of Chapter VII, read with Circular No. 14/2020 dated April 8, 2020, Circular No. 17/2020 dated April 13, 2020, Circular No. 22/2020 dated June 15, 2020, Circular No. 33/2020 dated September 28, 2020, Circular No. 39/2020 dated December 31, 2020, Circular No. 10/2021 dated June 23, 2021, and Circular No. 20/2021 dated December 8, 2021 issued by the Ministry of Corporate Affairs ("MCA") ("herein collectively referred to as MCA Circulars"), the Company has sent the Postal Ballot Notice and Explanatory Statement under Section 102 of the Companies Act, 2013 dated March 21, 2022 by email only to members who have registered their e-mail address with the Company/ Depository's.

As per the MCA Circulars and on account of the threats posed by the Covid-19 pandemic, physical copies of the Notice, postal ballot forms and pre-paid business Reply Envelopes were not dispatched to the members for this Postal Ballot. Accordingly, the communication for the assent or dissent of the Members took place through remote e-voting system only.

The Company has published an advertisement on March 24, 2022 in Financial Express an English Newspaper and in Mumbai Prathakal Marathi newspaper regarding completion of dispatch of Notice Postal Ballot on March 23, 2022 and also specifying therein the matters prescribed in the rules with regard to e-voting.



The Company has appointed National Securities Depository Limited (“NSDL”) for facilitating e-Voting to enable the members to cast their votes electronically (herein referred to as “Remote e-Voting”).

Members whose names appeared on the Register of Members / List of Beneficial Owners as on the close of business hours on Thursday, March 17, 2022 (“Cut-off date”) were considered for the purpose of Remote e-Voting. The Remote e-Voting period commenced on Thursday, March 24, 2022 (9.00 a.m.) IST and ended on Friday, April 22, 2022 (5.00 p.m.) IST.

The votes cast by the members under the remote E-voting facility were unblocked and downloaded from the e-voting website [www.evoting.nsdl.com](http://www.evoting.nsdl.com) in the presence of two witnesses who were not in employment of the Company.

The votes received electronically from members till Friday, April 22, 2022 (5.00 p.m.) IST being the last date and time fixed by the Company for postal ballot were considered for my scrutiny. In view of the same, the summary of Remote e-Voting confirmations received is given below:

### Resolution No. 1: Special Business – Special Resolution

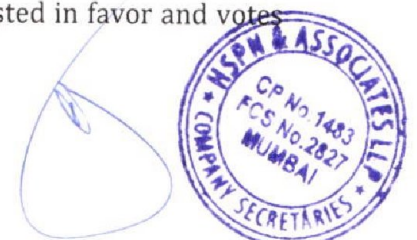
#### 1. Re-appointment of Mr. Shirish Anjaria (DIN: 00444104) as a Chairman cum Managing Director.

	Votes in favor of the Resolution		Votes against the Resolution		Invalid votes Nos. (vi)
	Nos. (ii)	As a % of total number of valid votes (Favor and Against)(iii =ii / (ii+iv) *100)	Nos. (iv)	As a % of total number of valid votes (Favor and Against) (v =iv/ (ii+iv)* 100)	
Re-appointment of Mr. Shirish Anjaria (DIN: 00444104) as Chairman cum Managing Director	<b>196580</b>	<b>99.7180</b>	<b>556</b>	<b>0.2820</b>	<b>4733509</b>

Note: Decimals up to 4 digits have been considered.

The promoter / promoter group being interested, the voting done by them is considered as Invalid.

Invalid votes are not taken into consideration for calculation of votes casted in favor and votes casted against.



*From the above summary it is concluded that the resolution has been passed with Requisite Majority.*

## Resolution No. 2: Special Business - Special Resolution

### 2. Re-appointment of Mr. Parag Dalal (DIN : 00409894) as a Whole-time Director.

Item No. of the Notice (i)	Votes in Favor of the Resolution		Votes against the Resolution		Invalid votes Nos. (vi)
	Nos. (ii)	As a % of total number of valid votes (Favor and Against)(iii =ii / (ii+iv) *100)	Nos. (iv)	As a % of total number of valid votes (Favor and Against)(v =iv/ (ii+iv)* 100)	
Re-appointment of Mr. Parag Dalal (DIN : 00409894) as Whole-time Director.	196618	99.7575	478	0.2425	4733509

Note: Decimals up to 4 digits have been considered.

The promoter / promoter group being interested, the voting done by them is considered as Invalid

Invalid votes are not taken into consideration for calculation of votes casted in favor and votes casted against.

*From the above summary it is concluded that the resolution has been passed with Requisite Majority.*



# HSPN & ASSOCIATES, LLP

## Resolution No. 3: Special Business – Special Resolution

### 3. Re-appointment of Mr. Dharmesh Anjaria (DIN: 00445009) as a Whole-Time Director.

Item No. of the Notice (i)	Votes in Favor of the Resolution		Votes against the Resolution		Invalid votes Nos. (vi)
	Nos. (ii)	As a % of total number of valid votes (Favor and Against)(iii =ii / (ii+iv) *100)	Nos. (iv)	As a % of total number of validvotes (Favor and Against)(v =iv/ (ii+iv)* 100)	
Re-appointment of Mr. Dharmesh Anjaria (DIN: 00445009) as Whole-Time Director.	233707	99.8053	456	0.1947	4733509

Note: Decimals up to 4 digits have been considered.

The promoter / promoter group being interested, the voting done by them is considered as Invalid

Invalid votes are not taken into consideration for calculation of votes casted in favor and votes casted against.

*From the above summary it is concluded that the resolution has been passed with Requisite Majority.*

Thanking you,

Date: 25.04.2022  
Place: -Mumbai  
ICSI UDIN: F002827D000205425  
Peer Review No: P2007MH004300



For HSPN & Associates LLP  
Company Secretaries,

Mr. Hemant Shetye  
Designated Partner  
FCS No. -2827  
COP No. -1483

Witness:

1. Mr. Pramod Sharma:
2. Mr. Ketan Shirwadkar:



Outcome of Voting of Postal Ballot Process  
(Regulation 44(3) of SEBI (Listing Obligation and Disclosure Requirements) Regulations 2015)

Date of Notice of Postal Ballot	March 21, 2022
Total number of shareholders as on record date (As on Cut-off date i.e. March 17, 2022)	16906
Special Resolutions	1. Re-appointment of Mr. Shirish Anjaria (Din:00444104) as Chairman cum Managing Director 2. Re-appointment of Mr. Parag Dalal (Din no.: 00409894) as Whole-time Director 3. Re-appointment of Mr. Dharmesh Anjaria (Din no.: 00445009) as Whole-time Director
Mode of Voting	Remote E-Voting

Agenda wise Outcome

The mode of voting for all the resolutions was:

1. Remote E-voting conducted between Thursday, March 24, 2022 (09.00 a.m. IST) to Friday, April 22, 2022 (05.00 p.m. IST).

Given below is the resolution wise result of Remote E-voting.



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**Resolution No. 1:**

Details of the Agenda: Re-appointment of Mr. Shirish Anjaria (Din:00444104) as Chairman cum Managing Director

Resolution required: Special Resolution

Mode of voting: Remote E-voting

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 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		0	0.0000	0	0	0	0
	Poll	6340654	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	<b>6340654</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public- Institutions	E-Voting		0	0	0	0	0.0000	0.0000
	Poll	0	0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	<b>Total</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public- Non Institutions	E-Voting		197136	3.9927	196580	556	99.7180	0.2820
	Poll	4937426	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	<b>4937426</b>	<b>197136</b>	<b>3.9927</b>	<b>196580</b>	<b>556</b>	<b>99.7180</b>	<b>0.2820</b>
<b>Total</b>		<b>11278080</b>	<b>197136</b>	<b>1.7480</b>	<b>196580</b>	<b>556</b>	<b>99.7180</b>	<b>0.2820</b>
<b>Whether resolution is Pass or Not.</b>							<b>Yes</b>	

Note- The promoter / promoter group being interested, the voting done for 47,33,509 shares by them is considered as Invalid.

Invalid votes are not taken into consideration for calculation of votes casted in favor and votes casted against.





**Resolution No. 2:**

Details of the Agenda: Re-appointment of Mr. Parag Dalal (Din no.: 00409894) as Whole-time Director

Resolution required: Special Resolution

Mode of voting: Remote E-voting

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 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	6340654	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		0	0.0000	0	0	0.0000	0.0000
Public-Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	<b>Total</b>		0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	4937426	197096	3.9919	196618	478	99.7575	0.2425
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		197096	3.9919	196618	478	99.7575	0.2425
<b>Total</b>		<b>11278080</b>	<b>197096</b>	<b>1.7476</b>	<b>196618</b>	<b>478</b>	<b>99.7575</b>	<b>0.2425</b>
<b>Whether resolution is Pass or Not.</b>							<b>Yes</b>	

Note- The promoter / promoter group being interested, the voting done for 47,33,509 shares by them is considered as Invalid.

Invalid votes are not taken into consideration for calculation of votes casted in favor and votes casted against.



**Resolution No. 3:**

Details of the Agenda: Re-appointment of Mr. Dharmesh Anjaria (Din no.: 00445009) as Whole-time Director

Resolution required: Special Resolution

Mode of voting: Remote E-voting

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 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		0	0.0000	0	0	0	0
	Poll	6340654	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	6340654	0	0.0000	0	0	0.0000	0.0000
Public-Institutions	E-Voting		0	0	0	0	0.0000	0.0000
	Poll	0	0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	<b>Total</b>	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting		234163	4.7426	233707	456	99.8053	0.1947
	Poll	4937426	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	4937426	234163	4.7426	233707	456	99.8053	0.1947
<b>Total</b>		11278080	234163	2.0763	233707	456	99.8053	0.1947
<b>Whether resolution is Pass or Not.</b>							Yes	

Note- The promoter / promoter group being interested, the voting done for 47,33,509 shares by them is considered as Invalid.

Invalid votes are not taken into consideration for calculation of votes casted in favor and votes casted against.

For **Dynacons Systems & Solutions Limited**



**Shirish Anjaria**  
Chairman cum Managing Director  
Din:00444104  
Place: Mumbai  
Date: 26.04.2022