



June 26, 2023

BSE Limited

Sir Phiroze Jeejeebhoy Towers
Dalal Street, Fort,
Mumbai – 400 001
Security Code: 532628

National Stock Exchange of India Limited

Exchange Plaza, 5th Floor,
Plot No. C-1, Block G
Bandra Kurla Complex,
Mumbai – 400 051
Scrip code: 3IINFOLD

Dear Sir/ Madam,

Sub: Results of Postal Ballot pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

The Company had sought approval of the Shareholders through Postal Ballot for following resolutions:

1. Approval of “3i Infotech Employee Stock Option Plan 2023”
2. Approval of “3i Infotech Employee Stock Option Plan 2023” for eligible employees of subsidiary companies of the Company”

Voting on the Postal Ballot was concluded on Sunday, June 25, 2023 (deemed date of passing of resolution). The Members of the Company have approved the Special Resolution as embodied in the Postal Ballot Notice dated May 6, 2023, with requisite majority by remote e-voting process. Mr. Atul Mehta, Partner of M/s Mehta & Mehta, Practicing Company Secretaries, the Scrutinizer appointed for the Postal Ballot has submitted his report in this regard today. Upon receipt of the report from Scrutinizer, results of the postal ballot have been announced today, i.e. on Monday, June 26, 2023.

In this regard, please find enclosed herewith the following:

1. Results of voting for Postal Ballot as per Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015; and
2. Scrutinizer’s Report dated June 26, 2023.

You are requested to take the same on record.

Thanking you.

Yours faithfully,
For 3i Infotech Limited

Varika Rastogi
Company Secretary
Encl: As Above

Date of Postal Ballot Results June 26, 2023
Total number of shareholders on record date May 19, 2023 3,12,560
No. of shareholders present in the meeting either in person or through proxy
Promoters and Promoter Group Not Applicable
Public
No of shareholders who attended the meeting through video conferencing:
Promoters and Promoter Group Not Applicable
Public
Agenda-wise disclosure (to be disclosed separately for each agenda item) As disclosed below

Resolution required : (Ordinary/Special) 1. Approval of "3i Infotech Employee Stock Option Plan 2023"

Whether promoter/ promoter group are interested in the agenda/ resolution? No.

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	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public - Institutions	E-Voting	1,93,98,538	8,75,208	4.51	-	8,75,208	-	100.00
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	1,93,98,538	8,75,208	4.51	-	8,75,208	-	100.00
Public - Non Institutions	E-Voting	14,90,67,504	2,16,45,303	14.52	2,02,10,107	14,35,196	93.37	6.63
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	14,90,67,504	2,16,45,303	14.52	2,02,10,107	14,35,196	93.37	6.63
Total		16,84,66,042	2,25,20,511	13.37	2,02,10,107	23,10,404	89.74	10.26

Resolution required : (Ordinary/Special)

2. Approval of "3i Infotech Employee Stock Option Plan 2023" for Eligible Employees of subsidiary companies of the Company."

Whether promoter/ promoter group No.

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	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public - Institutions	E-Voting	1,93,98,538	8,75,208	4.51	-	8,75,208	-	100.00
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	1,93,98,538	8,75,208	4.51	-	8,75,208	-	100.00
Public - Non Institutions	E-Voting	14,90,67,504	2,16,42,234	14.52	2,02,26,557	14,15,677	93.46	6.54
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	14,90,67,504	2,16,42,234	14.52	2,02,26,557	14,15,677	93.46	6.54
Total		16,84,66,042	2,25,17,442	13.37	2,02,26,557	22,90,885	89.83	10.17

Mehta & Mehta

COMPANY SECRETARIES

201-206, SHIV SMRITI, 2ND FLOOR, 49/A, DR. ANNIE BESANT ROAD, ABOVE CORPORATION BANK, WORLI, MUMBAI-400 018
TEL : +91-22-6611 9696. • E-mail: dipti@mehta-mehta.com. • Visit us : www.mehta-mehta.com

AUTHORISED AGENTS FOR TRADEMARK, COPYRIGHT AND PATENT

Scrutinizer's Report

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

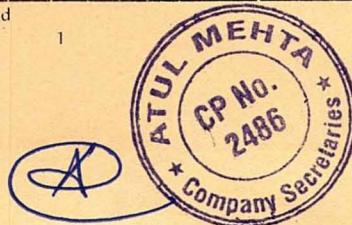
To,
The Chairman
3i Infotech Limited,
Tower # 5, International Infotech Park,
Vashi, Navi Mumbai- 400 703,
Maharashtra, India

Sub: Scrutinizer's Report on voting through E-voting for Postal Ballot in terms of Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014

Dear Sir,

I, **Atul Mehta** Partner, M/s. Mehta & Mehta, Practicing Company Secretaries have been appointed as a Scrutinizer by the Board of Directors of **3i Infotech Limited ('Company')** for the purpose of conducting the Postal Ballot through remote e-voting process carried out by the Company as per Sections 108, 110 and other applicable provisions, if any, of the Companies Act, 2013 (the "Act") and Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 read with the General Circular No. 14/2020 dated April 8, 2020, the General Circular No. 17/2020 dated April 13, 2020 and the General Circular No. 22/2020 dated June 15, 2020, the General Circular No. 33/2020 dated September 28, 2020, the General Circular No. 39/2020 dated December 31, 2020, the General Circular No. 10/2021 dated June 23, 2021 and the General Circular No. 20/2021 dated December 8, 2021, General Circular No. 03/2022 dated May 05, 2022 and General Circular No. 11/2022 dated December 28, 2022 issued by the Ministry of Corporate Affairs, Government of India (the "MCA Circulars"), Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Secretarial Standards on General Meetings ('SS-2') issued by the Institute of Company Secretaries of India on the resolutions as mentioned in the Notice of Postal Ballot dated May 6, 2023 in a fair and transparent manner and do hereby submit my report as under:

1. The Notice of Postal Ballot ("Notice") was dispatched to the members of the Company vide e-mail on Thursday, May 25, 2023.
2. The remote e-voting period commenced on Saturday, May 27, 2023, at 09:00 a.m. (IST) and ended on Sunday, June 25, 2023, at 05:00 p.m. (IST).
3. The remote e-voting facility was provided by National Securities Depository Limited ("NSDL")



4. The Notice of Postal Ballot was sent in electronic form only to all the shareholders whose email address are registered with Depository Participants (in case of electronic shareholding) or the Company's Registrar and Share Transfer Agent (in case of physical shareholding). The hard copies of the Notice along with Postal Ballot forms and pre-paid business reply envelope were not sent to the Members for the Postal Ballot in accordance with the requirements specified under the MCA Circulars. Accordingly, the communication of the assent or dissent of the Members took place through the remote e-voting system only.
5. The Members of the Company holding shares as on the "cut off" date i.e., Friday, May 19, 2023, were entitled to vote on the proposed resolution.
6. The result of the scrutiny of the above postal ballot through remote e-voting in respect of passing of resolution contained in the Notice dated May 6, 2023 is as under:

A. Special Resolution – Approval of "3i Infotech Employee Stock Option Plan 2023"

Votes in **favour** of the resolution:

Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
1025	2,02,10,107	89.74

Votes **against** the resolution:

Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
224	23,10,404	10.26

Invalid/Abstained votes:

Total number of members whose votes were declared invalid/abstained	Total number of votes cast by them
0	0

The above resolution has been passed by requisite majority since more than three-fourth of the votes were casted in favour of the resolution.

B. Special Resolution – Approval of "3i Infotech Employee Stock Option Plan 2023" for Eligible Employees of Subsidiary Companies of the Company

Votes in **favour** of the resolution:

Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
1011	2,02,26,557	89.83

Votes **against** the resolution:



Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
229	22,90,885	10.17

Invalid/Abstained votes:

Total number of members whose votes were declared invalid/abstained	Total number of votes cast by them
0	0

The above resolution has been passed by requisite majority since more than three-fourth of the votes were casted in favour of the resolution.

Thanking you,

For **Mehta & Mehta**
Company Secretaries



Atul Mehta
Scrutinizer
FCS No: **F5782**
CP No: **2486**
UDIN: F005782E000504038
Place: Mumbai
Date: June 26, 2023



Countersigned by

Person authorized by Chairman
Varika Rastogi
Company Secretary & Head – Legal
Mem. No. F7864

Place: Mumbai
Date: June 26, 2023