

May 12, 2023

TAKE/BSE/2023-24
The Manager
Dept. of Corporate Services-Listing
BSE Limited,
P. J. Towers, Dalal Street,
Mumbai - 400001
Scrip: 532890

TAKE/NSE/2023-24
The Manager-Listing Department
National Stock Exchange of India Limited
Exchange Plaza,
Bandra - Kurla Complex, Bandra (East),
Mumbai - 400051
Symbol: TAKE

Dear Sir/Madam,

Sub: Declaration of Voting Results in connection with the Postal Ballot of the Company pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements), 2015.

We wish to inform that the Company had conducted Postal Ballot pursuant to Sections 108 and 110 of the Companies Act, 2013 ("Act"), and other applicable provisions of the Act, if any, read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014. The last date for receipt of the postal ballot votes was fixed as Wednesday, May 10, 2023 (5.00 p.m. IST).

On the basis of the report received from the Scrutinizer, the Company informs that the resolutions as set forth in the Postal Ballot Notice dated February 14, 2023, in respect of the Special Business, have been approved with the requisite majority.

In this regard, please find enclosed the following:

1. Report of Scrutinizer dated May 12, 2023, pursuant to Sections 108 and 110 of the Companies Act, 2013 and Rules made thereunder as Annexure-I.
2. Voting Results as required under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements), 2015 as Annexure-II.

Kindly take the same on record and acknowledge.



Thanking you.

Yours faithfully,
For TAKE Solutions Limited

Srinivasan. P
Company Secretary

Encl: As above



SCRUTINIZER'S REPORT

(Pursuant to Section 108, 110 of the Companies Act, 2013,
Rule 20, 21 & 22 of the Companies (Management and Administration) Rules, 2014 and
Regulation 44 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015)

To,
The Chairperson of,
M/s. TAKE Solutions Limited,
CIN: L63090TN2000PLC046338,
Reg. Off.: No 27, Tank Bund Road, Nungambakkam, Chennai – 600 034, Tamil Nadu, India.

Dear Sir,

Sub: Scrutinizer's Report on Postal Ballot conducted through Remote Electronic Voting in respect of passing of the resolutions contained in the Postal Ballot Notice dated 14th February 2023.

I, A. Ajay Kumar Bantia, Practising Company Secretary and Designated Partner at M/s. AKB & Associates Company Secretaries LLP, Practising Company Secretaries, having office at I Floor, No. 30, Raja Bather Street, T. Nagar, Chennai – 600 017, Tamil Nadu, India, have been appointed as Scrutinizer by the Board of Directors of M/s. Take Solutions Limited ("the Company") vide their resolution passed on February 14, 2023 for the purpose of conducting the Postal Ballot process through remote voting by electronic means ("remote e-voting") in a fair and transparent manner as per the provisions of the Companies Act, 2013 and Rule 22(5) of the Companies (Management and Administration) Rules, 2014 on the Resolution as set out in the Postal Ballot Notice dated 14th February 2023 ("Notice") in respect of the following Special Business(s):

(i) Appointment of Ms. Kiran Sharma having DIN: 00095745 as a Non- Executive Independent Director of the Company

1. In accordance with the guidelines prescribed by the Ministry of Corporate Affairs ("MCA") for holding General Meetings/conducting postal ballot process through e-voting vide General Circulars No. 14/2020 dated April 08, 2020, No. 17/2020 dated April 13, 2020, No. 22/2020 dated June 15, 2020, No. 33/2020 dated September 28, 2020, No. 39/2020, dated December 31, 2020, No. 10/2021 dated June 23, 2021 and No. 20/2021 dated December 08, 2021 and General Circular No. 3/2022 dated May 5, 2022 and General Circular No.11/2022 dated December 28, 2022 in view of Covid-19 pandemic (collectively referred to as "MCA Circulars"), the Special Resolution as set out in the Notice were proposed to be passed by the Members of the Company by way of Postal Ballot only through remote e-voting.
2. The Notice was sent on April 07, 2023 to the Members whose name(s) appeared in the Register of Members / list of beneficiaries as on March 31, 2023 (Cut-off date/record date).
3. The Notice was also uploaded on the website of the Company- www.takesolutions.com, the Stock Exchanges viz., National Stock Exchange of India Limited (NSE)- www.nseindia.com and Bombay Stock Exchange Limited (BSE)- www.bseindia.com and e-voting service provider viz., Central Depository Services (India) Limited (CDSL)- www.evotingindia.com.
4. The Company on April 07, 2023 released an advertisement in Financial Express (Newspaper – English) and Makkal Kural (Newspaper – Tamil) which was published on April 8, 2023, informing the Members about dispatch of Notice.

AKB & ASSOCIATES COMPANY SECRETARIES LLP

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5. The Company had appointed Central Depository Services (India) Limited (hereinafter "CDSL" or "Service Provider") as the e-Voting Service Provider, for extending the facility of electronic voting (remote e-voting) to the Members of the Company from 9.00 A.M. (IST) on Tuesday, 11th April 2023 till 5.00. P.M. (IST) on Wednesday, 10th May 2023.
6. The Service Provider had provided a system for recording the votes of the Members electronically on the above-mentioned special business. The Service Provider accordingly had set up e-Voting facility on their website- www.evotingindia.com.
7. The Notice sent to members of the Company contained the detailed instructions to be followed by the Members who were desirous of casting their vote as provided in the Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014.
8. The Cut-Off date (record date) for the purpose of identifying the Members who were entitled to vote on the resolution was fixed as March 31st 2023.
9. At the end of the voting period on 10th May 2023 at 5:00 P.M. (IST), the voting portal of the Service Provider was blocked forthwith and thereupon we had unblocked the list of members who have exercised their votes through remote e-voting. The votes cast through remote e-Voting facility were duly unblocked and the results were downloaded from CDSL website in the presence of Mr. A. Anto Merial Dominick and Mr. M. Mano, who are not in employment of the Company and acted as witnesses, as prescribed in sub-rule 4 (xii) of the Rule 20 of Companies (Management and Administration) Rules, 2014.
10. Compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder including any statutory modifications through notifications or circulars issued by MCA in this regard from time to time and SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, relating to voting through electronic means (by remote e-voting) by the shareholders on the resolutions proposed in the Postal Ballot Notice is the responsibility of the management of the Company.
11. My responsibility as a Scrutinizer is to ensure that the voting process through e-voting is being conducted in a fair and transparent manner and render a Scrutinizer's Report on the total votes cast in favour or against, if any, to the Chairperson/Authorised Person, on the resolution, based on the reports generated from the e-Voting system provided by the Central Depository Services (India) Limited, (CDSL).
12. Results of electronic voting are based on the data made available to the undersigned by CDSL through their website. On scrutiny, I report that 135 Folio Numbers have participated in this e-voting consisting of 135 Folio Numbers via e-voting system.
13. The following resolution(s) were submitted by the Company to its Members for approval as stated in the Notice and the voting results are provided under each resolution:



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(i) Appointment of Ms. Kiran Sharma having DIN: 00095745 as a Non-Executive Independent Director of the Company

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, 160, Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 (‘the Act’) and Regulations 16(1)(b), 17 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the ‘Listing Regulations’) (including any statutory modification(s) or re-enactment thereof for the time being in force), the Articles of Association of the Company and pursuant to the recommendation of the Nomination and Remuneration Committee and approved by the Board of Directors, wherein pursuant to the provisions of Section 161 of the Act, Article 60 (vii) of Article of Association of the Company, declaration submitted confirming satisfaction of the criteria of Independence under the Act and the Listing Regulations, consent to act as Independent Director in form DIR-2, Ms. Kiran Sharma (DIN: 00095745), was appointed as an Additional Non-Executive Independent Director effective from February 14, 2023 by the Board of Directors of the Company.

RESOLVED FURTHER THAT in pursuance to the Act, recommendation of the Nomination and Remuneration Committee and approved by the Board of Directors, consent of the members of the Company be and is hereby accorded towards appointment of Ms. Kiran Sharma (DIN: 00095745) as an Independent Director of the Company and to hold office for a term of five (5) consecutive years with effect from February 14, 2023 to February 13, 2028 and shall not be liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors of the Company (which term shall be deemed to include any Committee of the Board constituted to exercise its powers, including the power to further delegate to or any other Officer(s)/ Authorized Representative(s) of the Company), be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary, proper and expedient to give effect to this resolution.”

Type of Resolution: **Special Resolution**

No. of Folio Number who have voted for the Resolution: 135 Folios

Manner of Voting	Votes IN FAVOUR of the Resolution	Votes AGAINST the resolution	Votes INVALID
Remote e-Voting	7,93,52,073	2017	-
Total %*	100	0	-

**rounded off as per the voting results provided by Registrar and Share Transfer Agent*

The resolution placed as item No. 1 as indicated in the Notice WAS APPROVED under remote e-voting with the requisite majority.

I hereby confirm that we are maintaining the Registers received from the Service provider electronically, in respect of the votes cast through e-voting by the Members of the Company. We shall be arranging to handover these records to the Company Secretary of the Company as prescribed in Rule 20 of Companies (Management and Administration) Rules, 2014.



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Annexure-I- Resolution Number: 1

The details of e-voting results with regards to the Special Resolution as required under Regulation 44 of SEBI Listing Regulations, as under:

Resolution No. 1				Appointment of Ms. Kiran Sharma having DIN: 00095745 as a Non-Executive Independent Director of the Company.				
Resolution required: (Ordinary/Special)				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 & PROMOTER GROUP	E-Voting	79011371	78876371	99.8291	78876371	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		78876371	99.8291	78876371	0	100.0000	0.0000
PUBLIC INSTITUTIONS	E-Voting	198289	198289	100.0000	198289	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		198289	100	198289	0	100.0000	0.0000
PUBLIC- NON INSTITUTIONS	E-Voting	68724340	279430	0.4066	277413	2017	99.2782	0.7218
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		279430	0.4066	277413	2017	99.2782	0.7218
Total		147934000	79354090	53.6415	79352073	2017	99.9975	0.0025

Place: Chennai
Date: 12th May 2023



Yours faithfully,

(A. Ajay Kumar Bantia)

Company Secretary in Practice

FCS- 10357; CP. No.: 13620

UDIN: F010357E000295873

Peer Review No.: 3214/2023

Witness 1:

Name:

A. Dominick

Occupation:

Employed

Address:

Revathy Munasellam
MUG, Avin Nagar, Phase 2,
Near Sachin Park,
Adharam, Urapakkam

Witness 1242:

Name:

Mano. M

Occupation:

Employed

Address:

143/64, A K Swamy Nagar
3rd Street, Kirti
Chennai - 60010

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