

SEC/121/2023-24

January 14, 2024

Listing Department BSE Limited 25 th Floor, Phiroze Jeejeebhoy Towers Dalal Street, Fort, Mumbai-400 001 SCRIP CODE: 523704	Listing Department The National Stock Exchange of India Limited Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E), Mumbai – 400 051 SYMBOL: MASTEK
ISIN: INE759A01021	

Dear Sir(s)/Ma'am(s),

Sub: Disclosure on e-Voting Results on the resolution passed through Postal Ballot

Ref. Postal Ballot Notice submitted to the Exchanges vide letter No. SEC/109/2023-24 dated December 14, 2023

The Company had sought approval of the members of the Company to offer, issue, and allot 159,942 number of equity shares on a private placement basis, through Postal Ballot.

Details of voting results of the Postal Ballot, conducted through remote e-voting process, in respect of the resolution contained in the Postal Ballot Notice dated December 13, 2023, is attached in the format prescribed under Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, together with the Scrutinizer's Report on the e-voting. The e-voting results in XBRL format has been uploaded on the Exchange portals.

The said resolution has been passed with requisite majority on January 13, 2024 (the last date of e-voting).

The above results will also be available on the website of the Company (www.mastek.com) and on the website of the National Securities Depository Limited (www.evoting.nsdl.com)

This is for your information and records.

Thanking you,

Yours faithfully,
For **Mastek Limited**



Dinesh Kalani
Vice President – Group Company Secretary
Encl: AA

Mastek Limited

804/805, President House, Opp. C. N. Vidyalaya, Near Ambawadi Circle, Ahmedabad – 380 006
Tel: +91-79-2656-4337 | Email: info@mastek.com | Web: www.mastek.com | CIN: L74140GJ1982PLC005215

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Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				TO OFFER, ISSUE, AND ALLOT EQUITY SHARES ON A PRIVATE PLACEMENT BASIS				
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		11184775	100.0000	11184775	0	100.0000	0.0000
	Poll	11184775						
	Postal Ballot (if applicable)							
	Total	11184775	11184775	100.0000	11184775	0	100.0000	0.0000
Public- Institutions	E-Voting		5739768	92.3490	5578553	161215	97.1913	2.8087
	Poll	6215304						
	Postal Ballot (if applicable)							
	Total	6215304	5739768	92.3490	5578553	161215	97.1913	2.8087
Public- Non Institutions	E-Voting		2940433	22.1629	2935546	4887	99.8338	0.1662
	Poll	13267376						
	Postal Ballot (if applicable)							
	Total	13267376	2940433	22.1629	2935546	4887	99.8338	0.1662
Total		30667455	19864976	64.7754	19698874	166102	99.1638	0.8362
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



SCRUTINISER'S REPORT

To,
The Chairperson,
Mastek Limited
804/805, President House,
OPP. C. N. Vidyalaya, near Ambawadi Circle,
Ambawadi, Ahmedabad - 380 006, Gujarat.

Dear Sir,

Sub: Mastek Limited - Scrutiniser's Report on Postal Ballot Results, pursuant to the provisions of Sections 108 and 110 of the Companies Act, 2013 read with the Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended.

I, Prashant S. Mehta, Proprietor of M/s. P. Mehta & Associates, Practising Company Secretaries was appointed as Scrutiniser by the Board of Directors of Mastek Limited at its meeting held on December 13, 2023, for the purpose of scrutinising the voting of Postal Ballot conducted by way of Remote Electronic Voting ("Remote E-voting") in a fair and transparent manner pursuant to provisions of Sections 108, 110 and other applicable provisions if any, of the Companies Act, 2013 ("the Act") read with the Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 as amended, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") including any statutory modifications or re-enactments thereof for the time being in force, Ministry of Corporate Affairs vide General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 3/2022 dated May 5, 2022, 11/2022 dated December 28, 2022 and 09/2023 dated September 25, 2023 read with other relevant Circulars ("MCA Circulars") allowing the companies to hold general meetings/conduct the Postal Ballot process through electronic means ("e-voting").

Below-mentioned is the resolution to be passed through postal ballot:

Sr. No.	Type of Resolution	Description of the Resolution
1	Special Resolution	To offer, issue, and allot equity shares on a private placement basis-Preferential Issue -Other than cash

Accordingly, after completing my detailed verification of the Remote E-voting, I hereby submit my report as under:



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1. I declare and confirm that I am not in the employment of the Company and the Board is of the opinion that I can conduct the Postal Ballot voting process in a fair and transparent manner.
 2. I have given my consent to act as the Scrutiniser for the Postal Ballot under reference.
 3. Scrutiniser's Responsibility.

My responsibility as Scrutiniser is restricted to only making a Scrutiniser's Report of the votes cast "in favour" or "against" by the Members in respect of the resolution contained in the Postal Ballot Notice based on the reports generated from the Remote E-voting system provided by National Securities Depository Limited ("NSDL"), the Agency authorised in accordance with the applicable Rules under the Act and engaged by the Company to provide the facility of Remote E-voting / documents furnished to me electronically by the Company and / or NSDL for my verification.

4. Remote E-voting.

The Remote E-voting facility provided to the Members of the Company, commenced from 09:00 a.m. (IST) on Friday, December 15, 2023 till 05:00 p.m. (IST) on Saturday, January 13, 2024. The Remote E-voting module was disabled for voting thereafter by the NSDL.

5. Dispatch of Notice.

The Company on December 14, 2023, completed the dispatch of the Postal Ballot Notice along with the Explanatory Statement ("Notice") including the process of Remote E-voting through email to all the eligible Members of the Company whose names appeared in the Register of Members / List of Beneficiaries Owners as received from National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as on Friday, December 8, 2023 (Cut-off Date), and whose e-mail IDs are registered with the Company / Depositories.

The Company had also uploaded the said Notice on its website i.e. www.mastek.com, and on the websites of the NSDL and Stock Exchanges viz. BSE Limited and National Stock Exchange of India Limited ("Stock Exchanges").

Advertisement post-dispatch of Notice:

Pursuant to clause (v) of sub-rule 4 of Rule 20 of the Companies (Management and Administration) Rules, 2014, and Regulation 47 of SEBI Listing Regulations, the Company has published an advertisement in the Financial Express (Mumbai) in English, and in Gujarati (Ahmedabad), and Lakshadeep (Mumbai) in Marathi dated December 15, 2023, specifying the dispatch to the Shareholders and other required information as provided under the said rule.



6. Preparation of Results.

- Particulars of votes casted through electronic means have been entered in a register separately maintained for the purpose.
- Since there was no voting by physical postal ballot form, the question of keeping them under my safe custody before commencing the scrutiny does not arise. Since the voting on Postal Ballot process was conducted only through Remote e-voting, reporting on number of envelopes containing postal ballot form received after due date upto the date of this report and returned undelivered of the postal ballot form also does not arise.
- The details of Remote e-Voting counts were scrutinised by me and the shareholding was matched / confirmed with the Register of Members of the Company/ list of Beneficial Owners maintained by the Depositories as on December 8, 2023;
- All votes cast through Remote E-voting on e-voting platform up to Saturday, January 13, 2024, being the last date and time fixed by the Company for Remote E-voting were considered for my scrutiny.

7. A Summary of the Remote E-voting for the below mentioned Special Resolution is given below.

Resolution required: (Ordinary / Special)			Special (01): TO OFFER, ISSUE, AND ALLOT EQUITY SHARES ON A PRIVATE PLACEMENT BASIS					
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	Remote E-Voting	11184775	11184775	100.0000	11184775	0	100.00	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (If applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		11184775	11184775	100.0000	11184775	0	100.0000
Public - Institutional Holders	Remote E-Voting	6215304	5739768	92.3490	5578553	161215	97.1913	2.8087
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (If applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		6215304	5739768	92.3490	5578553	161213	97.1913
Public - Non Institutions	Remote E-Voting	13267376	2940433	22.1629	2935546	4887	99.8338	0.1662
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (If applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		13267376	2940433	22.1629	2935546	4887	99.8338
Total		30667455	19864976	64.7754	19698874	166102	99.1638	0.8362



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8. I have e-mailed all the e-registers and records relating to Remote e-voting to the Company Secretary of the Company.
 9. The approval is deemed to have been received on the last date of closure of voting i.e. on Saturday, January 13, 2024. Accordingly, the above-mentioned 1 (one) Special Resolution as set out in the said Postal Ballot Notice dated December 13, 2023 stand approved by the Members of the Company with the requisite majority.

Thanking you,

For P Mehta & Associates

Prashant S. Mehta

Prashant S. Mehta
ACS 5814
CP 17341

PRASHANT S. MEHTA
COMPANY SECRETARY
M. NO. 5814 CP. NO. 17341



UDIN: A005814E003213579
PR NO: 2354/2022

Date: January 14, 2024.
Place: Mumbai.

Witness 1: J.P.Mehta

jpmehla

Witness 2: A.P.Mehta

AP. mehta