



DYNACONS
SOLUTIONS THAT EMPOWER

October 1, 2021

BSE Ltd. Corporate Relations Department, 1 st Floor, New Trading Ring, Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai-400001 Security Code: 532365	National Stock Exchange of India Ltd. Exchange Plaza, 5 th 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 Twenty-Sixth Annual General Meeting of Dynacons Systems & Solutions Limited

Pursuant to provisions of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 and Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies [Management and Administration] Rules, 2014, please find attached herewith detailed Scrutinizer Report and Voting results of the votes casted at the 26th Annual General Meeting of the Company held on September 30, 2021 at 03:00 pm through Video Conference ("VC")/ Other Audio Visual Means ("OAVM").

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

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 | sales@dynacons.com | 1860-123-4444

SCRUTINIZER'S REPORT

Date: 01.10.2021

To,
The Chairman,
DYNACONS SYSTEMS & SOLUTIONS LIMITED
78 Ratnajyoti Industrial Estate,
Irla Lane Vile Parle (West),
Mumbai - 400056

Re: Consolidated Scrutinizer's Report on voting through remote E-voting and E-voting during the course of 26TH Annual General Meeting held on 30th September, 2021 in terms of provisions of the Companies Act, 2013 read with the Rules and Circulars issued thereunder and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the circulars issued thereunder.

Dear Sir,

- A. I, Mr. Hemant Shetye, Partner of M/s HS Associates, Practicing Company Secretaries, appointed as a scrutinizer vide Board Resolution dated **01st September, 2021** to conduct the following:-

To Scrutinize Remote E-voting process and the E-Voting facility offered to the shareholders of the Company during the course of 26th Annual General Meeting (hereinafter referred as AGM) held on 30th September, 2021, pursuant to the provisions of Section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014 and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the resolutions mentioned in the notice of 26th Annual General Meeting dated **01st September, 2021**.

The voting rights were reckoned as on **Thursday, 23rd September, 2021** being the Cut-off date for the purpose of deciding the entitlements of members eligible for voting on the Resolutions.

- B. In view of the outbreak of the COVID-19 pandemic and Social distancing guidelines the AGM was held through Video Conferencing (VC)/ Other Audio Visual Means (OAVM) pursuant to Circular Nos. 14/2020, 17/2020, 20/2020, 02/2021 and 10/2021 dated 8th April, 2020, 13th April, 2020 5th May, 2020, 13th January, 2021 and 23rd June, 2021 respectively, issued by the Ministry of Corporate Affairs and Circular No. SEBI/HO/CFD/ CMD1/CIR/P/2020/79 and SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 12th May, 2020 and 15th January, 2021, respectively issued by the Securities and Exchange Board of India, wherein physical attendance of Members was not required and the facility to appoint proxy to attend and cast vote for the members was not be available at the AGM
- C. I have also attended the AGM through Video Conferencing (VC)/ Other Audio Visual Means (OAVM) as per the specific Login ID for Scrutinizer provided by the Company.

Consolidated Report of Scrutinizer on E-voting by the Members of DYNACONS SYSTEMS & SOLUTIONS LIMITED for the 26th AGM held on 30.09.2021



- D. The Company had availed remote E-voting facility offered by National Securities Depository Limited (NSDL) for the purpose of E-voting by the members of the Company from **Saturday 25th September, 2021 (from 9.00 a.m. IST) and ended on Wednesday, 29th September, 2021 (till 5.00 p.m. IST)**. The E-voting facility was also offered during the course of AGM for the members who had not voted on the resolutions through remote E-voting facility, the NSDL E-voting platform was blocked thereafter.
- E. The votes cast under the remote E-voting facility and E-voting during AGM were thereafter unblocked and counted after the conclusion of the voting at the AGM in the presence of two witnesses (Names, Address and signature given below) who were not in employment of the Company.
- F. After the closure of the voting at the Annual General Meeting, the report on voting done for the meeting was generated in my presence and the voting was diligently scrutinized.
- G. I have scrutinized and reviewed the remote E-voting and E-voting during the AGM tendered therein based on the data downloaded from the NSDL E-voting system.
- H. The management of the company is responsible to ensure the compliance with the requirements of the companies Act, 2013 and the rules relating to AGM by Video Conferencing (VC)/ Other Audio Visual Means (OAVM) and the E-voting on the resolutions contained in the notice of the AGM, my responsibility as a scrutinizer for the voting process is restricted to make a Scrutinizer's Report of the total votes cast, votes in favor and against including invalid votes (if any) on resolutions contained in the said notice, based on the Report generated from the E-voting system provided by National Securities Depository Limited (NSDL).
- I. I have scrutinized and reviewed the entire e-voting process and votes tendered therein as per the data downloaded from the National Securities Depository Limited (NSDL) e-voting system, and on the basis of the votes received on the same, I hereby report the following:



Item No. of the Notice (i)	Votes in favour of the resolution		Votes against the Resolution		Invalid votes Nos. (vi)
	Nos. (ii)	As a % of total number of valid votes (Favour and Against) (iii=ii / (ii+iv) *100)	Nos. (iv)	As a % of total number of valid votes (Favour and Against) (v =iv/ (ii+iv)* 100)	
Item No. 1- Ordinary Resolution: To receive, consider and adopt the Audited Balance Sheet and Profit & Loss for the financial year ended as at 31 st March, 2021, the Audited Consolidated Financial Statements for the said financial year and the Reports of the Board of Directors and Auditors thereon.	42,90,325	99.9749%	1,077	0.0251%	NIL

Note: Decimals up to 4 digits have been considered.

since Resolutions are put to Vote through only E-voting process Postal Ballot and voting by poll is not applicable.

Invalid Votes are not included in calculation of Votes "for" and "against."

Thus, based on the Results, the **Ordinary Resolution** as contained in Item No. 1 is passed with requisite Majority.



Item No. of the Notice (i)	Votes in favour of the resolution		Votes against the Resolution		Invalid votes Nos. (vi)
	Nos. (ii)	As a % of total number of valid votes (Favour and Against) $(iii=ii / (ii+iv) * 100)$	Nos. (iv)	As a % of total number of valid votes (Favour and Against) $(v = iv / (ii+iv) * 100)$	
Item No. 2- Ordinary Resolution: To confirm the payment of Interim Dividend as the final dividend on Equity shares for the Financial Year 2020-2021	42,92,282	99.9951%	210	0.0049%	NIL

Note: Decimals up to 4 digits have been considered.

since Resolutions are put to Vote through only E-voting process Postal Ballot and voting by poll is not applicable.

Invalid Votes are not included in calculation of Votes "for" and "against."

Thus, based on the Results, the **Ordinary Resolution** as contained in Item No. 2 is passed with requisite Majority.



Item No. of the Notice (i)	Votes in favour of the resolution		Votes against the Resolution		Invalid votes Nos. (vi)
	Nos. (ii)	As a % of total number of valid votes (Favour and Against) (iii=ii / (ii+iv) *100)	Nos. (iv)	As a % of total number of valid votes (Favour and Against) (v =iv/ (ii+iv) * 100)	
Item No. 3- Ordinary Resolution: To appoint a Director in place of Mr. Dharmesh Anjaria (DIN: 00445009), who retires from the office of Whole-Time director by rotation and being eligible, offers himself for re-appointment	42,92,097	99.9908%	395	0.0092%	NIL

Note: Decimals up to 4 digits have been considered.

since Resolutions are put to Vote through only E-voting process Postal Ballot and voting by poll is not applicable.

Invalid Votes are not included in calculation of Votes "for" and "against."

Thus, based on the Results, the **Ordinary Resolution** as contained in Item No. 3 is passed with requisite Majority.



HS ASSOCIATES

Item No. of the Notice (i)	Votes in favour of the resolution		Votes against the Resolution		Invalid votes Nos. (vi)
	Nos. (ii)	As a % of total number of valid votes (Favour and Against) (iii=ii / (ii+iv) *100)	Nos. (iv)	As a % of total number of valid votes (Favour and Against) (v =iv / (ii+iv) * 100)	
Item No. 4- Special Resolution: Alteration of Memorandum of Association of the Company	42,91,453	99.9914%	370	0.0086%	NIL

Note: Decimals up to 4 digits have been considered.

since Resolutions are put to Vote through only E-voting process Postal Ballot and voting by poll is not applicable

Invalid Votes are not included in calculation of Votes "for" and "against.

Thus, based on the Results, the **Special Resolution** as contained in Item No. 4 is passed with requisite Majority.



HS ASSOCIATES

Item No. of the Notice (i)	Votes in favour of the Resolution		Votes against the Resolution		Invalid votes Nos. (vi)
	Nos. (ii)	As a % of total number of valid votes (Favour and Against) (iii=ii / (ii+iv) *100)	Nos. (iv)	As a % of total number of valid votes (Favour and Against) (v =iv / (ii+iv) * 100)	
Item No. 5- Special Resolution: Increase in Borrowing Power of the Company under Section 180(1)(C) of the Companies Act, 2013	42,91,558	99.9937%	270	0.0063%	NIL

Note: Decimals up to 4 digits have been considered.

since Resolutions are put to Vote through only E-voting process Postal Ballot and voting by poll is not applicable.

Invalid Votes are not included in calculation of Votes "for" and "against."

Thus, based on the Results, the **Special Resolution** as contained in Item No. 5 is passed with requisite Majority.



Item No. of the Notice (i)	Votes in favour of the resolution		Votes against the Resolution		Invalid votes Nos. (vi)
	Nos. (ii)	As a % of total number of valid votes (Favour and Against) (iii=ii / (ii+iv) *100)	Nos. (iv)	As a % of total number of valid votes (Favour and Against) (v =iv/ (ii+iv) * 100)	
Item No. 6- Special Resolution: Re-appointment of Mr. Jitesh Jain (DIN: 00282797) as an Independent Director	42,91,378	99.9895	450	0.0105%	NIL

Note: Decimals up to 4 digits have been considered.

since Resolutions are put to Vote through only E-voting process Postal Ballot and voting by poll is not applicable.

Invalid Votes are not included in calculation of Votes "for" and "against."

Thus, based on the Results, the **Special Resolution** as contained in Item No. 6 is passed with requisite Majority.



J. The electronic data and all other relevant records relating to e-voting are under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

K. Restriction on Use

This report has been issued at the request of the Company for (i) submission to National and Bombay Stock Exchanges, (ii) placing on website of the Company and (iii) website of National Securities Depository Limited (NSDL). This report is not to be used for any other purpose or to be distributed by the Company to any other parties. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or in to whose hands it may come without my prior consent in writing.

Date: 01. 10.2021

Place: Mumbai

ICSI UDIN: F002827C001066329



**For HS Associates,
Company Secretaries,**

**Mr. Hemant Shetye
Partner
FCS. -2827
CP No. - 1483**

Name: Mr. Rahul Karmalkar
Witness 1
Address: 206, 2nd Floor,
Tantia&Jogani Industrial Estate,
J. R. Boricha Marg, Lower Parel (E)
, Mumbai- 400 011.

Name: Mr. Abhishek Wagh
Witness 2
Address: 206, 2nd Floor,
Tantia&Jogani Industrial Estate,
J. R. Boricha Marg, Lower Parel (E),
Mumbai- 400 011.

To be Countersigned by Chairman

**Mr. Shirish M. Anjaria
Chairman cum Managing Director
DIN: 00444104
Date: 01.10.2021
Place: Mumbai**



Outcome of Voting of Annual General meeting
(Regulation 44(3) of SEBI (Listing Obligation and Disclosure Requirements) Regulations 2015)

Date of Annual General meeting	September 30, 2021
Total number of shareholders as on record date (As on Cut-off date i.e. 23 rd September, 2021)	14848
No. of shareholders present in the meeting either in person or through proxy	Not Applicable
Promoter & Promoter Group	
Public	
No. of shareholders attended the meeting through Video Conferencing	
Promoter & Promoter Group	07
Public	46

Agenda wise Outcome

The mode of voting for all the resolutions was:

1. Remote E-voting conducted between Saturday, September 25, 2021 (09.00 a.m. IST) to Wednesday, September 29, 2021 (05.00 p.m. IST).
2. E-voting conducted at the Annual General Meeting.

Given below is the resolution wise combined result of Remote E-voting/E-voting at AGM.

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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.

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Resolution No. 1:

Details of the Agenda: Adoption of Audited Balance Sheet and Profit & Loss Account for the financial year ended as at March 31, 2021, the Audited Consolidated Financial Statements for the said financial year and the Reports of Board of Directors and Auditors thereon:

Resolution required : Ordinary Resolution

Mode of voting: Remote E-voting/E-voting at AGM

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	5194984	3104735	59.7641	3104735	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		3104735	59.7641	3104735	0	100	0
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Non Institutions	E-Voting	4938096	1186667	24.0309	1185590	1077	99.9092	0.0908
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1186667	24.0309	1185590	1077	99.9092	0.0908
Total		10133080	4291402	42.3504	4290325	1077	99.9749	0.0251
Whether resolution is Pass or Not.								Yes

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Resolution No. 2:

Details of the Agenda: Confirmation of payment of Interim Dividend as the final dividend on Equity shares for Financial Year 2020-2021:

Resolution required: Ordinary Resolution

Mode of voting: Remote E-voting/E-voting at AGM

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	5194984	3104735	59.7641	3104735	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		5194984	3104735	59.7641	3104735	0	100
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Non Institutions	E-Voting	4938096	1187757	24.0529	1187547	210	99.9823	0.0177
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		4938096	1187757	24.0529	1187547	210	99.9823
Total		10133080	4292492	42.3612	4292282	210	99.9951	0.0049
Whether resolution is Pass or Not.							Yes	



Resolution No. 3:

Details of the Agenda: Appointment of a Director in place of Mr. Dharmesh Anjaria (DIN: 00445009), who retires from the office of the Whole-Time Director by rotation and being eligible, offers himself for re-appointment:

Resolution required : Ordinary Resolution

Mode of voting: Remote E-voting/E-voting at AGM

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	5194984	3104735	59.7641	3104735	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		3104735	59.7641	3104735	0	100	0
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	4938096	1187757	24.0529	1187362	395	99.9667	0.0333
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1187757	24.0529	1187362	395	99.9667	0.0333
Total		10133080	4292492	42.3612	4292097	395	99.9908	0.0092
Whether resolution is Pass or Not.							Yes	



Resolution No. 4:

Details of the Agenda: Alteration of Memorandum of Association of the Company:

Resolution required : Special Resolution

Mode of voting: Remote E-voting/E-voting at AGM

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	5194984	3104735	59.7641	3104735	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		5194984	3104735	59.7641	3104735	0	100
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	4938096	1187088	24.0394	1186718	370	99.9688	0.0312
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		4938096	1187088	24.0394	1186718	370	99.9688
Total		10133080	4291823	42.3546	4291453	370	99.9914	0.0086
Whether resolution is Pass or Not.							Yes	

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Resolution No. 5:

Details of the Agenda: Increase the borrowing power of the Company.

Resolution required : Special Resolution

Mode of voting: Remote E-voting/E-voting at AGM

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	5194984	3104735	59.7641	3104735	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		5194984	3104735	59.7641	3104735	0	100
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	4938096	1187093	24.0395	1186823	270	99.9773	0.0227
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		4938096	1187093	24.0395	1186823	270	99.9773
Total		10133080	4291828	42.3546	4291558	270	99.9937	0.0063
Whether resolution is Pass or Not.							Yes	



Resolution No. 6:

Details of the Agenda: Re-appointment of Mr. Jitesh Jain (Din no.: 00282797) as an Independent Director:

Resolution required : Special Resolution

Mode of voting: Remote E-voting/E-voting at AGM

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	5194984	3104735	59.7641	3104735	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		5194984	3104735	59.7641	3104735	0	100
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	4938096	1187093	24.0395	1186643	450	99.9621	0.0379
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		4938096	1187093	24.0395	1186643	450	99.9621
Total		10133080	4291828	42.3546	4291378	450	99.9895	0.0105
Whether resolution is Pass or Not.								Yes

*Shareholding is as on 23rd September, 2021 (i.e. Record Date)

For **Dynacons Systems & Solutions Limited**

Ravishankar Singh


Ravishankar Singh
Company Secretary &
Compliance Officer

Place: Mumbai

Date: 01/10/2021