

Corporate Office :

A-60, Naraina Industrial Area, Phase-I,

New Delhi-110 028 INDIA

TEL. : 91-11-41411070 / 71 / 72

FAX : 91-11-25792194

E-mail : investors@shyamtelecom.com

Website : www.shyamtelecom.com

SHYAM
TELECOM LTD**Date - September 30, 2020**

| | |
|--|--|
| The Manager, Department of Corporate Services Bombay Stock Exchange Limited ("BSE") Phirozejeejeebhoy Towers Dalal Street, Mumbai - 400001 Security Code - 517411 Through BSE Listing Centre | Listing Department, National Stock Exchange of India Limited ("NSE") Exchange Plaza, Bandra Kurla Complex Bandra (E), Mumbai - 400001 Security Symbol - SHYAMTEL Through NEAPS |
|--|--|

Sub: Proceedings/Outcome of the 27th Annual General Meeting ("AGM") of Shyam Telecom Limited ("Company") held on Tuesday, 29th September, 2020 at 01.00 PM.

Dear Sir(s),

We wish to inform you that the 27th AGM of Shyam Telecom Limited ("The Company") was held on Tuesday, 29th September, 2020 at 01:00 P.M.

In view of the outbreak of the COVID-19, social distancing norm to be followed and the continuing restriction on movement of persons at several places in the Country and in compliance with all the applicable provisions of the Companies Act, 2013 and the rules made thereunder and the Securities and Exchange Board of India ("SEBI") (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with General Circular No. 14/2020 dated April 08, 2020, General Circular No. 17/2020 dated April 13, 2020 and General Circular No. 20/2020 dated May 05, 2020, and other applicable circulars issued by the Ministry of Corporate Affairs ("MCA") and SEBI (collectively referred to as "relevant circulars"), the 27th AGM of the Company was conducted through VC/OAVM Facility. The Meeting commenced at 01:00 PM and concluded at 01:20 P.M.

The Company appointed Mr. Sandeep Mehra, Practising Company Secretary (COP No. 15786) as scrutinizer for remote e-voting and e-voting at AGM. As per the Scrutinizer's Report, all resolutions contained in the Notice of AGM were approved by the Shareholders with requisite majority and all the resolutions were declared to be passed with requisite majority on September 29, 2020.

As per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company had extended the e-voting facility to the Members of the Company in respect of Businesses to be transacted at the AGM. The e-voting commenced at 10.00 A.M. on 26th September, 2020 and ended at

Regd. Office : Shyam House, 3, Amrapali Circle, Vaishali Nagar, Jaipur-302021 (RAJASTHAN) INDIA

Phone : 91- 0141- 4919021

CIN : L32202RJ1992PLC017750

05.00 P.M. on 28th September, 2020. E-voting facility was also provided to members at the time of AGM who could not cast their vote during the remote e-voting period but attended AGM.

Accordingly, we hereby submit the following disclosures:

1. Voting Results pursuant to Regulation 44(3) of SEBI (LODR) Regulations, 2015.
2. Combined Scrutinizer's Report as on September 29, 2020.
3. Summary of AGM Proceedings under Regulation 30 of SEBI (LODR) Regulations, 2015.

Kindly take the same on record.

Thanking You,

For **SHYAM TELECOM LIMITED**



PRABHAT TYAGI
COMPANY SECRETARY



**SUMMARY OF THE PROCEEDINGS OF 27TH AGM OF SHYAM TELECOM LIMITED
HELD ON SEPTEMBER 29, 2020**

A. DATE, TIME AND VENUE OF THE AGM

The 27th AGM of the Members of the Company was held on Tuesday, 29th September, 2020. In view of the outbreak of the COVID-19, social distancing norm to be followed and the continuing restriction on movement of persons at several places in the Country and in compliance with all the applicable provisions of the Companies Act, 2013 and the rules made thereunder and the Securities and Exchange Board of India ("SEBI") (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with General Circular No. 14/2020 dated April 08, 2020, General Circular No. 17/2020 dated April 13, 2020 and General Circular No. 20/2020 dated May 05, 2020, and other applicable circulars issued by the Ministry of Corporate Affairs ("MCA") and SEBI (collectively referred to as "relevant circulars"), the 27th AGM of the Company was conducted through VC/OAVM Facility. The Meeting commenced at 01:00 PM and concluded at 01:20 P.M.

A. PROCEEDINGS IN BRIEF

- Mr. Alok Tandon chaired the Meeting.
- The requisite Quorum being present, the Chairman called the Meeting to order.
- The Chairman addressed the Members. He gave an overview of the Financial Performance of the Company for the Financial Year ended 31st March, 2020 and its future outlook.
- As per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company had extended the e-voting facility to the Members of the Company in respect of Businesses to be transacted at the AGM. The e-voting commenced at 10.00 A.M. on 26th September, 2020 and ended at 05.00 P.M. on 28th September, 2020. E-voting facility was also provided to members at the time of AGM who could not cast their vote during the remote e-voting period but attended AGM.
- The Company appointed Mr. Sandeep Mehra, Practising Company Secretary (COP No. 15786) as scrutinizer for remote e-voting and e-voting at AGM. As per the Scrutinizer's Report, all resolutions contained in the Notice of AGM were approved by the Shareholders with requisite majority and all the resolutions were declared to be passed with requisite majority on September 29, 2020.
- Total 37 Members (including authorised representatives) attended the Meeting as per attendance records for the AGM. Since, there was no physical attendance of members as the meeting was held through VC/OAVM therefore, appointment of proxies was not applicable and members were already informed about the same.

- The AGM was attended by following directors :

| Name of Director | Designation |
|-----------------------|----------------------------|
| Mr. Ajay Khanna | Managing Director |
| Mr. Alok Tandon | Non-executive Director |
| Mr. Arun Kumar Khanna | Non-executive Director |
| Mr. Achintya Karati | Independent Director |
| Mr. Vinod Juneja | Independent Director |
| Mr. Rakesh Malhotra | Independent Director |
| Mrs. Nishi Sabharwal | Independent Woman Director |

- The following items of business as set out in the Notice convening the 27th AGM were commended for members' consideration and approval:

Ordinary Business:

1. Consideration and Adoption of the Audited Financial Statement of the Company for the Financial Year ended 31st March, 2020 (Ordinary Resolution).
2. Appointment of Mr. Arun Kumar Khanna, a Director retiring by rotation (Ordinary Resolution).

Special Business:

3. Approval of Powers to the Board under Section 180 (1) (a) of the Companies Act, 2013 (Special Resolution).
4. Approval of Borrowing Powers to the Board under Section 180 (1) (c) of the Companies Act, 2013 (Special Resolution).
5. Approval of limits of Loan / Guarantee / Investment by the Company Section 186 of the Companies Act, 2013. (Special Resolution).
6. Approval of Related Party Transactions with Think of Technologies Private Limited, Think of Us India Private Limited and Vihaan Networks Limited (Ordinary Resolution).
7. Authorization for making donation to Bonafide Charitable and other Funds. (Ordinary Resolution).

B. VOTING BY MEMBERS

- The Company had provided remote e-voting facility to its members to cast votes electronically, on all 7 items of business set out in the Notice.
- Further, the facility for voting at the AGM was made available at the Meeting.

Post the conclusion of e-voting at the AGM, the Scrutinizer's Report was received and all the resolutions have been passed with requisite majority.

Thanking You,

Yours Sincerely

For SHYAM TELECOM LIMITED


PRABHAT TYAGI
COMPANY SECRETARY



| VOTING RESULTS | |
|---|-----------------------|
| Name of the Company | SHYAM TELECOM LIMITED |
| Date of AGM | September 29, 2020 |
| Total Number of shareholders on Record Date | 11563 |
| No. of Shareholders present in the meeting either in person or through proxy | |
| Promoter and promoter Group | - |
| Public | - |
| No. of Shareholders attended the meeting through video conferencing | |
| Promoter and promoter Group | 8 |
| Public | 29 |

| Resolution No. | | 01 | | To consider, approve and adopt the Audited Financial Statements of the Company for the financial year ended 31 st March, 2020, together with the Report of the Board of Directors and Auditors thereon | | | | |
|--|----------------|------------------------|-------------------------|---|----------------------------|-----------------------------|--|--|
| Resolution Required | | Ordinary | | | | | | |
| Whether Promoter/Promoter Group are interested In the agenda/resolution? | | NA | | | | | | |
| 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 in against (5) | % of votes in favour on votes polled (6)=[(4)/(2)]*100 | % of votes against on votes polled (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | E-Voting | | 7163017 | 96.07 | 7163017 | - | 100 | - |
| | Poll | | - | - | - | - | - | - |
| | Total | 74,55,875 | - | - | - | - | - | - |
| Public - Institutions | E-Voting | | - | - | - | - | - | - |
| | Poll | 105 | - | - | - | - | - | - |
| | Total | - | - | - | - | - | - | - |
| Public - Non-institutions | E-Voting | 3814020 | 10326 | 0.27 | 10324 | 2 | 99.98 | 0.02 |
| | Poll | - | - | - | - | - | - | - |
| | Total | - | - | - | - | - | - | - |
| Total | | 1,12,70,000 | 7173343 | - | 7173341 | 2 | - | - |

| Resolution No. | | 02 | | To Re-appoint Mr. Arun Kumar Khanna, (DIN -00041724) who retires by rotation and being eligible, offers herself for re-appointment | | | | |
|---|----------------|------------------------|-------------------------|---|----------------------------|-----------------------------|--|--|
| Resolution Required | | Ordinary | | | | | | |
| Whether Promoter/Promoter Group are interested In the agenda/resolution? | | | | NA | | | | |
| 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 in against (5) | % of votes in favour on votes polled (6)=[(4)/(2)]*100 | % of votes against on votes polled (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | E-Voting | | 7163017 | 96.07 | 7163017 | - | 100 | - |
| | Poll | | - | - | - | - | - | - |
| | Total | 74,55,875 | - | - | - | - | - | - |
| Public - Institutions | E-Voting | | - | - | - | - | - | - |
| | Poll | 105 | - | - | - | - | - | - |
| | Total | - | - | - | - | - | - | - |
| Public - Non-institutions | E-Voting | 3814020 | 10396 | 0.273 | 10359 | 37 | 99.64 | 0.36 |
| | Poll | | - | - | - | - | - | - |
| | Total | - | - | - | - | - | - | - |
| Total | | 1,12,70,000 | 7173413 | | 7173376 | 37 | - | - |

| Resolution No. | | 03 | | To authorize the Board to Mortgage/Create Charge on properties of the Company for securing Loan and other Financial Assistance under section 180(1)(a) of Companies Act, 2013 | | | | |
|---|----------------|------------------------|-------------------------|--|----------------------------|-----------------------------|--|--|
| Resolution Required | | Special | | | | | | |
| Whether Promoter/Promoter Group are interested In the agenda/resolution? | | | | NA | | | | |
| 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 in against (5) | % of votes in favour on votes polled (6)=[(4)/(2)]*100 | % of votes against on votes polled (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | E-Voting | | 7163017 | 96.07 | 7163017 | - | 100 | - |
| | Poll | | - | - | - | - | - | - |
| | Total | 74,55,875 | - | - | - | - | - | - |
| Public - Institutions | E-Voting | | - | - | - | - | - | - |
| | Poll | 105 | - | - | - | - | - | - |
| | Total | - | - | - | - | - | - | - |
| Public - Non-institutions | E-Voting | 3814020 | 10396 | 0.273 | 10359 | 37 | 99.64 | 0.36 |
| | Poll | | - | - | - | - | - | - |
| | Total | - | - | - | - | - | - | - |
| Total | | 1,12,70,000 | 7173413 | | 7173376 | 37 | - | - |

| Resolution No. | | 04 | | To approve the Borrowing Powers to the Board under section 180(1)(c) of Companies Act, 2013 upto Rs. 50 crores | | | | |
|---|-----------------------|-------------------------------|--------------------------------|---|-----------------------------------|------------------------------------|---|---|
| Resolution Required | | Special | | | | | | |
| Whether Promoter/Promoter Group are interested In the agenda/resolution? | | | | NA | | | | |
| 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 in against (5) | % of votes in favour on votes polled (6)=[(4)/(2)]*100 | % of votes against on votes polled (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | E-Voting | | 7163017 | 96.07 | 7163017 | - | 100 | - |
| | Poll | | - | - | - | - | - | - |
| | Total | | 74,55,875 | - | - | - | - | - |
| Public - Institutions | E-Voting | 105 | - | - | - | - | - | - |
| | Poll | | - | - | - | - | - | - |
| | Total | | - | - | - | - | - | - |
| Public - Non-institutions | E-Voting | 3814020 | - | - | - | - | - | - |
| | Poll | | 10396 | 0.273 | 10359 | 37 | 99.64 | 0.36 |
| | Total | | - | - | - | - | - | - |
| Total | | 1,12,70,000 | 7173413 | | 7173376 | 37 | - | - |

| Resolution No. | | 05 | | To authorise the Board for making donation to bonafide charitable trusts under section 181 of Companies Act, 2013 upto Rs. 1 crore | | | | |
|---|-----------------------|-------------------------------|--------------------------------|---|-----------------------------------|------------------------------------|---|---|
| Resolution Required | | Special | | | | | | |
| Whether Promoter/Promoter Group are interested In the agenda/resolution? | | | | NA | | | | |
| 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 in against (5) | % of votes in favour on votes polled (6)=[(4)/(2)]*100 | % of votes against on votes polled (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | E-Voting | | 7163017 | 96.07 | 7163017 | - | 100 | - |
| | Poll | | - | - | - | - | - | - |
| | Total | | 74,55,875 | - | - | - | - | - |
| Public - Institutions | E-Voting | 105 | - | - | - | - | - | - |
| | Poll | | - | - | - | - | - | - |
| | Total | | - | - | - | - | - | - |
| Public - Non-institutions | E-Voting | 3814020 | 10396 | 0.273 | 10359 | 37 | 99.64 | 0.36 |
| | Poll | | - | - | - | - | - | - |
| | Total | | - | - | - | - | - | - |
| Total | | 1,12,70,000 | 7173413 | | 7173376 | 37 | - | - |

| Resolution No. | | 06 | | To approve the limits of Loan/Guarantee/Investment to be made by the Company under section 186 of Companies Act, 2013 upto Rs. 100 crores. | | | | |
|---|-----------------------|-------------------------------|--------------------------------|---|-----------------------------------|------------------------------------|---|---|
| Resolution Required | | Special | | | | | | |
| Whether Promoter/Promoter Group are interested In the agenda/resolution? | | | | NA | | | | |
| 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 in against (5) | % of votes in favour on votes polled (6)=[(4)/(2)]*100 | % of votes against on votes polled (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | E-Voting | | 7163017 | 96.07 | 7163017 | - | 100 | - |
| | Poll | | - | - | - | - | - | - |
| | Total | 74,55,875 | - | - | - | - | - | - |
| Public – Institutions | E-Voting | | - | - | - | - | - | - |
| | Poll | 105 | - | - | - | - | - | - |
| | Total | - | - | - | - | - | - | - |
| Public – Non-institutions | E-Voting | 3814020 | 10396 | 0.273 | 10359 | 37 | 99.64 | 0.36 |
| | Poll | | - | - | - | - | - | - |
| | Total | - | - | - | - | - | - | - |
| Total | | 1,12,70,000 | 7173413 | | 7173376 | 37 | - | - |

| Resolution No. | | 07 | | To approve the transactions with Think of Us India Private Limited, Think of Technologies Private Limited and Vihaan Networks Limited under section 188 of Companies Act, 2013 | | | | |
|---|-----------------------|-------------------------------|--------------------------------|---|-----------------------------------|------------------------------------|---|---|
| Resolution Required | | Special | | | | | | |
| Whether Promoter/Promoter Group are interested In the agenda/resolution? | | | | NA | | | | |
| 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 in against (5) | % of votes in favour on votes polled (6)=[(4)/(2)]*100 | % of votes against on votes polled (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | E-Voting | | 7163017 | 96.07 | 7163017 | - | 100 | - |
| | Poll | | - | - | - | - | - | - |
| | Total | 74,55,875 | - | - | - | - | - | - |
| Public – Institutions | E-Voting | | - | - | - | - | - | - |
| | Poll | 105 | - | - | - | - | - | - |
| | Total | - | - | - | - | - | - | - |
| Public – Non-institutions | E-Voting | 3814020 | 10596 | 0.28 | 10359 | 237 | - | - |
| | Poll | | - | - | - | - | - | - |
| | Total | - | - | - | - | - | - | - |
| Total | | 1,12,70,000 | 7173613 | - | 7173376 | 237 | - | - |

| Resolution No. | | 08 | | To clarify the date of final approval of Board of Directors for delisting the equity shares of the Company as February 13, 2020 instead of November 13, 2020 | | | | |
|---|-----------------------|-------------------------------|--------------------------------|---|-----------------------------------|------------------------------------|---|---|
| Resolution Required | | Special | | | | | | |
| Whether Promoter/Promoter Group are interested In the agenda/resolution? | | | | YES | | | | |
| 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 in against (5) | % of votes in favour on votes polled (6)=[(4)/(2)]*100 | % of votes against on votes polled (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | E-Voting | | 7163017 | 96.07 | 7163017 | - | 100 | - |
| | Poll | | - | - | - | - | - | - |
| | Total | 74,55,875 | - | - | - | - | - | - |
| Public - Institutions | E-Voting | | - | - | - | - | - | - |
| | Poll | 105 | - | - | - | - | - | - |
| | Total | - | - | - | - | - | - | - |
| Public - Non-institutions | E-Voting | 3814020 | 10596 | 0.28 | 10359 | 237 | - | - |
| | Poll | - | - | - | - | - | - | - |
| | Total | - | - | - | - | - | - | - |
| Total | | 1,12,70,000 | 7173613 | - | 7173376 | 237 | - | - |

CS Sandeep Mehra

Practicing Company Secretary

Office: 118, Pocket 3, Sector 2, Rohini, New Delhi 110085, India

Contact: +91 9891087878

Email id: smehra.cs@gmail.com

29th September, 2020

To,
The Chairman,
Shyam Telecom Limited,
Shyam House, Plot No.3, Amrapali Circle,
Vaishali Nagar, Jaipur-302021

Sub: SCRUTINIZER'S REPORT ON REMOTE E-VOTING AND E-VOTING CONDUCTED AT THE 27th ANNUAL GENERAL MEETING OF THE COMPANY

Dear Sir,

We thank you for appointing us as the Scrutinizer for remote e-voting process and e voting by your Members during the 27th Annual General Meeting of your Company held on Tuesday, 29th September, 2020 through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM").

We are pleased to submit the Scrutinizer's Report, which is comprehensive and self-explanatory in all respects.

Thanking you
Yours Sincerely



Sandeep Mehra
Company Secretary in Practice
[Scrutinizer for Remote E-Voting and E-voting at AGM]
Membership No. A23624

Date: 29th September, 2020

Place: New Delhi

REPORT OF SCRUTINIZER

| | |
|---------------------|--|
| NAME OF THE COMPANY | SHYAM TELECOM LIMITED |
| MEETING | 27 TH ANNUAL GENERAL MEETING |
| DAY, DATE & TIME | TUESDAY, 29 TH SEPTEMBER, 2020 AT 01:00 P.M. |
| DEEMED VENUE | SHYAM HOUSE, PLOT NO.3, AMRAPALI CIRCLE, VAISHALI NAGAR, JAIPUR-302021 |
| MODE | VIDEO CONFERENCING ("VC") / OTHER AUDIO-VISUAL MEANS ("OAVM") |

1. Appointment as Scrutinizer

I was appointed as the Scrutinizer for the remote e-voting as well as the e-voting by Members during the 27th Annual General Meeting ("AGM") of **SHYAM TELECOM LIMITED** (hereinafter referred to as "**the Company**") scheduled on Tuesday, 29th September, 2020 at 01:00 p.m. held through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM"). Our responsibility as a Scrutinizer was to ensure that the voting process was conducted in a fair and transparent manner and submit a Scrutinizer's report on the voting on the resolutions based on the reports generated from the electronic voting system.

2. Dispatch of Notice convening the AGM

2.1. Pursuant to General Circulars No. 14/2020, 17/2020 and 20/2020 dated 8th April, 2020, 13th April, 2020 and 5th May, 2020 respectively issued by the Ministry of Corporate Affairs, an advertisement was published in the two newspapers, one in English language in Financial Express newspaper and on in Hindi language in Jan-Satta Newspaper on 05th September, 2020 as per the requirements of the aforementioned circulars specifying the date & time of the AGM, availability of the notice on Company's website and website of Stock Exchanges, manner of registration of email ids by the members (both physical & demat) who are yet to register their email ids with the Company, manner of voting through remote e-voting or through e-voting system at the AGM, etc.

2.2. The Company hosted the notice of AGM on its website, website of the agency providing the platform for remote e-voting and e-voting during the AGM and




CS Sandeep Mehra

Practicing Company Secretary

Office: 118, Pocket 3, Sector 2, Rohini, New Delhi 110085, India

Contact: +91 9891087878

Email id: smehra.cs@gmail.com

also intimated the same to BSE Limited and National Stock Exchange of India Limited, on 04th September, 2020.

- 2.3. The Company informed that on the basis of the Register of Members and the list of Beneficial Owners made available by Indus Portfolio Private Limited, the Registrar and Share Transfer Agents ("RTA") of the Company and the depositories viz., National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") respectively, the Company completed dispatch of Notice of AGM on 04th September, 2020.

3. Cut-off date

Voting rights were reckoned as on Tuesday, 22nd September, 2020, being the cut-off date for the purpose of deciding the entitlements of members for remote e-voting and e-voting at the AGM.

4. Remote e-voting process

4.1. Agency

The Company appointed CDSL as the agency for providing the platform for remote e-voting platform and e-voting at the AGM.

4.2. Remote e-voting period

Remote e-voting platform was open from 10:00 a.m. (IST) on Saturday, September 26, 2020 till 5:00 p.m. (IST) on Monday, September 28, 2020 and members were required to cast their votes electronically conveying their assent or dissent in respect of the resolutions on the remote e-voting platform provided by CDSL.

5. Voting at the AGM

- 5.1. In keeping with Regulation 44(1) and 44(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as prescribed under Rule 20 (4)(xiii) of the Companies (Management and Administration) Rules, 2014 for the purpose of ensuring that Members who have cast their votes through remote e-voting do not vote again during the general meeting, the Scrutinizer shall have access after closure of period of remote e-voting and before the start of general meeting, to only such details relating to Members who have cast their votes through remote e-voting, such as their names, DP ID & Client ID / folios, number of shares held but not the manner in which they have voted.
- 5.2. Accordingly, CDSL, the remote e-voting agency provided us with the names, DP ID & Client ID / folios and shareholding of the members who had cast their votes through remote e-voting.




6. Counting Process

On completion of e-voting during the AGM, we unblocked the results of the remote e-voting and e-voting by members at the AGM, on the CDSL e-voting platform and downloaded the results.

7. Results

- 7.1. We observe that:
- 5 Members had cast their votes through e-voting at the AGM;
 - 42 Members had cast their votes through remote e-voting.
- 7.2. Consolidated results with respect to each item on the agenda as set out in the Notice of the AGM dated 31st August, 2020 is enclosed herewith.
- 7.3. Based on the aforesaid results, we report that two Ordinary Resolutions as set out in Item Nos. 1, 2, 5 & 7 and four Special Resolutions as set out in Item Nos. 3, 4, 6 & 8 of the Notice of the AGM dated 31st August, 2020 have been passed with the requisite majority.

The details containing, inter alia, list of Equity Shareholders, who voted FOR or AGAINST each of the resolution put to vote, were generated from the e-voting website of CDSL, the consolidated result of remote e- voting and e-voting conducted at AGM are as under:

| Sr. No | Subject Matter (as set out in the Notice to the 26 th AGM) | Voting Process | Votes in favour of the Resolution | Votes in against of the Resolution | Invalid Votes | Abstained |
|--------|--|-----------------|-----------------------------------|------------------------------------|---------------|-----------|
| 1. | To consider and adopt the audited Balance Sheet as at 31st March, 2020 and the Statement of Profit and Loss for the year ended on that date together with the Report of the Board of Directors and Auditors thereon. | Remote E-Voting | 7173328 | 2 | 0 | 0 |
| | | E-Voting at AGM | 13 | 0 | 0 | 0 |
| | | Total | 7173341 | 2 | 0 | 0 |




CS Sandeep Mehra

Practicing Company Secretary

Office: 118, Pocket 3, Sector 2, Rohini, New Delhi 110085, India

Contact: +91 9891087878

Email id: smehra.cs@gmail.com

| | | | | | | |
|----|---|-----------------|----------------|-----------|----------|----------|
| 2. | To appoint a Director in place of Mr. Arun Kumar Khanna, (DIN – 00041724), who retires by rotation and being eligible, offers himself for re-appointment as Director. | Remote E-Voting | 7173363 | 37 | 0 | 0 |
| | | E-Voting at AGM | 13 | 0 | 0 | 0 |
| | | Total | 7173376 | 37 | 0 | 0 |
| 3. | To authorize the Board to Mortgage/Create Charge on properties of the Company for securing Loan and other Financial Assistance by way of Special Resolution. | Remote E-Voting | 7173363 | 37 | 0 | 0 |
| | | E-Voting at AGM | 13 | 0 | 0 | 0 |
| | | Total | 7173376 | 37 | 0 | 0 |
| 4. | To approve the borrowing powers to the board under section 180 (1) (c) of the companies act, 2013 by way of Special Resolution. | Remote E-Voting | 7173363 | 37 | 0 | 0 |
| | | E-Voting at AGM | 13 | 0 | 0 | 0 |
| | | Total | 7173376 | 37 | 0 | 0 |
| 5. | To authorize for making donation to bonafide charitable and other funds by way of Ordinary Resolution. | Remote E-Voting | 7173363 | 37 | 0 | 0 |
| | | E-Voting at AGM | 13 | 0 | 0 | 0 |
| | | Total | 7173376 | 37 | 0 | 0 |
| 6. | To approve the limits of loan / guarantee / | Remote E-Voting | 7173363 | 37 | 0 | 0 |




CS Sandeep Mehra

Practicing Company Secretary

Office: 118, Pocket 3, Sector 2, Rohini, New Delhi 110085, India

Contact: +91 9891087878

Email id: smehra.cs@gmail.com

| | | | | | | |
|----|--|-----------------|----------------|------------|----------|----------|
| | investment by the company as per section 186(3) by way of Special Resolution. | E-Voting at AGM | 13 | 0 | 0 | 0 |
| | | Total | 7173376 | 37 | 0 | 0 |
| 7. | To approve the transactions with think of technologies private limited, Think Of Us India Private Limited and Vihaan Networks Limited by way of Ordinary Resolution. | Remote E-Voting | 7173163 | 237 | 0 | 0 |
| | | E-Voting at AGM | 13 | 0 | 0 | 0 |
| | | Total | 7173176 | 237 | 0 | 0 |
| 8. | To clarify the date of final approval of board of directors for the delisting of equity shares of the company by way of Special Resolution. | Remote E-Voting | 7173163 | 237 | 0 | 0 |
| | | E-Voting at AGM | 13 | 0 | 0 | 0 |
| | | Total | 7173176 | 237 | 0 | 0 |

Thanking you
Yours Sincerely



Sandeep Mehra
Company Secretary in Practice
[Scrutinizer for Remote E-Voting and e-voting at AGM]
CP No. 15786

Date: 29thSeptember, 2020

Place: New Delhi

UDIN: **A023624B000812271**