

29th April, 2022

The Secretary **The Bombay Stock Exchange Limited** Phiroze Jeejeebhoy Towers 27<sup>th</sup> Floor, Dalal Street Mumbai 400 023

Dear Sir,

Ref: Security Code no. 517119

Subject: Submission of Voting Result of Postal Ballot (through E-voting) and Scrutinizer's Report dated 28th April, 2022 pursuant to Regulation 30 and 44 of the SEBI {Listing Obligations and Disclosure Requirements} Regulations, 2015

Dear Sir,

With reference to the captioned subject, regarding Notice of Postal Ballot dated 15th March 2022 (" the Notice"} issued to the Members of PCS Technology Limited ("the Company"} seeking their approval by way of Postal Ballot through electronic voting {"e-voting"} for resolutions provided therein, we would like to inform you that the e-voting period for the Postal Ballot was concluded on Wednesday, 27<sup>th</sup> April 2022 at 5:00 P.M. (1ST} and thereafter the Scrutinizer Mrs. Ami Sheth of M/s. A. M. Sheth & Associates, Practicing Company Secretaries , Mumbai submitted her report on the e voting results to the Company on 28th April 2022.

Basis Scrutinizer's Report, all the resolutions as set out in the Postal Ballot Notice dated 15th March 2022 have been approved and passed by the shareholders with requisite majority. Further, in compliance of Regulation 30 and 44 of the SEBI {Listing Obligations and Disclosure Requirements} Regulations, 2015 {"Listing Regulations"} and other applicable provisions of the Listing Regulations, please find enclosed the **Results of the Postal Ballot** as **Annexure I** (through e-voting) in the prescribed format under Regulation 44{3} of the Listing Regulations together with the Scrutinizer's Report dated 28<sup>th</sup> April, 2022 as **Annexure II**.

The Voting Results along with the Scrutinizer's Report dated 28<sup>th</sup> April, 2022 are being hosted on the website of the Company at www.pcstech.com and on the website of CDSL {e-voting Agency) at www.evotingindia.com.

Please also consider the above intimation as a disclosure of the proceedings under Regulation 30 read with Para A (13) of Part A of Schedule III of Listing Regulations.

Kindly take the same on record and acknowledge receipt

Thanking You, Yours Faithfully, For PCS Technology Limited

Mehul Monani Company Secretary

PCS Technology Limited : 7th Floor, Technocity IT Premises Co-Op. Soc.. Ltd. Plot No X-5/3, MIDC, Mahape, Navi Mumbai- 400710. www.pcstech.com. Tel 91 22 4129 611 Registered Office : 82/6/1, Solar Park, Shop No.6, Pune - Alandi Road Dattanagar, Dighi- Pune - 411015 CIN No. : L74200MH1981PLCO24279 Details of Voting Results of Postal ballot and E-voting pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations,2015

General information about company				
Scrip code	517119			
ISIN	INE834B01012			
Name of the company	PCS TECHNOLOGY LIMITED			
Type of meeting	POSTAL BALLOT			
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	27-04-2022			

Voting results					
Record date	22-03-2022				
Total number of shareholders on record date	26927				
No. of shareholders present in the meeting either in person or through proxy	,				
a) Promoters and Promoter group	Not applicable				
b) Public	Not applicable				
No. of shareholders attended the meeting through video conferencing					
a) Promoters and Promoter group	Not applicable				
b) Public	Not applicable				
No. of resolution passed in the meeting	3				

Resolution (1)								
Designation of M	r. Harish Chandra Ta	andon from No		-	Director to No	1- Executiv	ve Independent I	Director
Resolution required: (Ordinary / Special) Special								
•	promoter group are	interested in	the	No				
of Equity Votes Polled on Votes in Votes			No. of Votes - agains t	% of Votes in favour on votes polled	% of Votes again st on votes polled			
	[1]	[2]	[3]=[(2)/(1)]*100	[4]	[5]	[6]=[(4)/(2)]* 100	[7]=[( 5)/(2) ]*100	
	E-Voting		12,962,243	88.18	12,962,243	-	100.00	0.00
Promoter and	Poll		0	0	0	0	0	0
Promoter Group	Postal Ballot (if applicable)	14,699,939	0	0	0	0	0	0
	Total		12,962,243	88.18	12,962,243	-	100.00	0.00
		-	0	-	0	-	0	0
2 Public -			0	0	0	0	0	0
Institutions	Postal Ballot (if applicable)	323,348	0	0	0	0	0	0
	Total	1	0	0	0	0	0	0
	E-Voting		8,271	0.14	8,154	117	98.59	1.41
	Category Promoter and Promoter Group Public -	Dution required: (Ordinary / Special)         ether promoter/ promoter group are         nda/resolution?         Category       Mode of Voting         Promoter and       Poll         Promoter       Poll         Promoter       Postal Ballot (if applicable)         Total       E-Voting         Public -       Institutions         Institutions       Foul         Postal Ballot (if applicable)       Total	Dution required: (Ordinary / Special)         ether promoter/ promoter group are interested in mad/resolution?         Category       Mode of Voting         Total No. of Equity Shares Held         Image: Category       E-Voting         Promoter and Promoter       Poll         Promoter and Promoter       Postal Ballot (if applicable)         Total       Total         Public - Institutions       E-Voting         Poll       Total         Total       323,348         applicable)       Total	Designation of Mr. Harish Chandra Tandon from Non- Executive I of the Collision required: (Ordinary / Special)         Oblic required: (Ordinary / Special)       Image: Collision required: (Ordinary / Special)         Category       Mode of Voting       Total No. of Equity Shares Held       No. of votes polled         Promoter and Promoter       E-Voting       [1]       [2]         Promoter and Promoter       Poll       14,699,939       0         Public - Institutions       Total Ballot (if applicable)       323,348       0         Public - Institutions       Fotal Ballot (if applicable)       0       0         Total       0       0       0	Designation of Mr. Harish Chandra Tandon from Non- Executive Non- Independent E of the Company         Duttion required: (Ordinary / Special)       Special         Substrained promoter / promoter group are interested in the inda/resolution?       No         Mode of Voting       Total No. of Equity Shares Held       No. of votes polled on outstanding shares         Promoter and Promoter group       E-Voting       14,699,939       12,962,243       88.18         Promoter and Group       Poll       0       0       0       0         Public - Institutions       Total Ballot (if applicable)       14,699,334       0       0       0         Public - Institutions       Poll       323,348       0 <th< td=""><td>Designation of Mr. Harish Chandra Tandon from Non- Executive Non- Independent Director to Non of the Company         Debution required: (Ordinary / Special)       Special         Special       No         Debution required: (Ordinary / Special)       Special         Sther promoter/ promoter group are interested in the ada/resolution?       No         Mode of Voting       Total No. of Equity Shares Held       No. of votes polled on outstanding shares       No. of Votes outstanding shares       No. of Votes outstanding shares         Promoter and Promoter Group       E-Voting       Image: Poll for the polled on outstanding shares       No       Image: Poll for the polled on outstanding shares       No. of votes outstanding shares       No. of votes outstanding shares       No. of outstanding shares         Promoter and Promoter Group       E-Voting       Image: Poll for the pole for the pole for the poll for the pole for the pole for the pol</td><td>Designation of Mr. Harish Chandra Tandon from Non- Executive Non- Independent Director to Non- Executive of the Company         Delution required: (Ordinary / Special)       Special         Special       No         Delution required: (Ordinary / Special)       Special         States promoter / promoter group are interested in the inda/resolution?       No. of of Equity Shares Held       No. of votes polled on outstanding shares       No. of Votes - in favour       No. of Votes - in f</td><td>Designation of Mr. Harish Chandra Tandon from Non- Executive Non- Independent Director to Non- Executive Independent I of the Company           Designation of Mr. Harish Chandra Tandon from Non- Executive Non- Independent Director to Non- Executive Independent I of the Company           Dolution required: (Ordinary / Special)         Special           Special         No           Designation of Mr. Harish Chandra Tandon from Non- Executive Non- Independent Director to Non- Executive Independent I of the Company           Dolution required: (Ordinary / Special)         Special           Special         No           Designation of Mr. Harish Chandra Tandon from Non- Executive Non- Independent Director to Non- Executive Independent I of the Company           Designation of Mr. Harish Chandra Tandon from Non- Executive Non- Independent Director to Non- Executive Independent I of the Company           Designation of Mr. Harish Chandra Tandon from Non- Executive Non- Independent I of the Company         No. of No. of No. of No. of Yotes I special           Mode of Voting         Total No. of Equity Shares Held         No. of No. of Yotes Shares Polled on O         No. of No. of Yotes I special         No. of Yotes I special         No. of Yotes I special         % of Votes I special         No. of Yotes I special         % of Votes I special         % of</td></th<>	Designation of Mr. Harish Chandra Tandon from Non- Executive Non- Independent Director to Non of the Company         Debution required: (Ordinary / Special)       Special         Special       No         Debution required: (Ordinary / Special)       Special         Sther promoter/ promoter group are interested in the ada/resolution?       No         Mode of Voting       Total No. of Equity Shares Held       No. of votes polled on outstanding shares       No. of Votes outstanding shares       No. of Votes outstanding shares         Promoter and Promoter Group       E-Voting       Image: Poll for the polled on outstanding shares       No       Image: Poll for the polled on outstanding shares       No. of votes outstanding shares       No. of votes outstanding shares       No. of outstanding shares         Promoter and Promoter Group       E-Voting       Image: Poll for the pole for the pole for the poll for the pole for the pole for the pol	Designation of Mr. Harish Chandra Tandon from Non- Executive Non- Independent Director to Non- Executive of the Company         Delution required: (Ordinary / Special)       Special         Special       No         Delution required: (Ordinary / Special)       Special         States promoter / promoter group are interested in the inda/resolution?       No. of of Equity Shares Held       No. of votes polled on outstanding shares       No. of Votes - in favour       No. of Votes - in f	Designation of Mr. Harish Chandra Tandon from Non- Executive Non- Independent Director to Non- Executive Independent I of the Company           Designation of Mr. Harish Chandra Tandon from Non- Executive Non- Independent Director to Non- Executive Independent I of the Company           Dolution required: (Ordinary / Special)         Special           Special         No           Designation of Mr. Harish Chandra Tandon from Non- Executive Non- Independent Director to Non- Executive Independent I of the Company           Dolution required: (Ordinary / Special)         Special           Special         No           Designation of Mr. Harish Chandra Tandon from Non- Executive Non- Independent Director to Non- Executive Independent I of the Company           Designation of Mr. Harish Chandra Tandon from Non- Executive Non- Independent Director to Non- Executive Independent I of the Company           Designation of Mr. Harish Chandra Tandon from Non- Executive Non- Independent I of the Company         No. of No. of No. of No. of Yotes I special           Mode of Voting         Total No. of Equity Shares Held         No. of No. of Yotes Shares Polled on O         No. of No. of Yotes I special         No. of Yotes I special         No. of Yotes I special         % of Votes I special         No. of Yotes I special         % of Votes I special         % of

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Poll

Total

Poll

Total

E-Voting

Postal Ballot (if

Postal Ballot (if

applicable)

applicable)

5,927,390

20,950,677

Public- Non

Institutions

Total

3

	Арроі	ntment of Mr	s. Mona Bhide	e (DIN: 052030	Resolution (2) 026) as Non- Execut	ive Woman Di	rector on th	ne Board of the Com	ipany
Re	Resolution required: (Ordinary / Special) Ordinary								
	hether promo e agenda/resc	-	r group are in	terested in	No				
	Category	Mode of Held		No. of Votes votes polled on 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
		E-Voting		12,962,243	88.18	12,962,243	-	100.00	0.00
	Promoter	Poll		0	0	0	0	0	0
1	and Promoter Group	Postal Ballot (if applicable)	14,699,939	0	0	0	0	0	0
		Total E-Voting		<b>12,962,243</b> 0	<b>88.18</b>	<b>12,962,243</b>	- 0	<b>100.00</b>	<b>0.00</b>
		Poll		0	0	0	0	0	0
2	Public - Institutions	Postal Ballot (if	323,348						
		applicable)		0	0	0	0	0	0
		Total		0	0	0	0	0	0
		E-Voting		8,703	0.15	8,586	117	98.66	1.34
	Public-	Poll		0	0	0	0	0	0
3	Non	Postal Ballot (if	5,927,390						
	Institutions	applicable)		0	0	0	0	0	0
		Total		8,703	0.15	8,586	117	98.66	1.34
	Total	E-Voting		12,970,946	61.91	12,970,829	117	100.00	0.00
		Poll		0	0	0	0	0	0
		Postal Ballot (if	20,950,677						
		applicable)		0	0	0	0	0	0
		Total		12,970,946	61.91	12,970,829	117	100.00	0.00

				Annrov	Resolution (3) al of Related Party Tr	ansactions				
Re	solution requi	red: (Ordinary	/ Special)		Ordinary					
Resolution required: (Ordinary / Special) Whether promoter/ promoter group are interested in the agenda/resolution?					Yes					
Category			Total No. of Equity 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)]*1 00	
		E-Voting		-	-	-	-	0.00	0.00	
	Promoter	Poll		0	0	0	0	0	0	
1	and Promoter	Postal	14,699,939							
	Group	Ballot (if applicable)		0	0	0	0	0	0	
		Total E-Voting		- 0	- 0	- 0	- 0	<b>0.00</b>	<b>0.00</b>	
		Poll	323,348	0	0	0	0	0	0	
2	Public - Institutions	Postal Ballot (if								
		applicable)		0	0	0	0	0	0	
		Total		0	0	0	0	0	0	
		E-Voting		8,149	0.14	8,032	117	98.56	1.44	
		Poll		0	0	0	0	0	0	
3	Public- Non Institutions	Postal	5,927,390							
	mstitutions	Ballot (if applicable)		0	0	0	0	0	0	
		Total		8,149	0.14	8,032	117	98.56	1.44	
		E-Voting Poll		8,149 0	0.04	8,032 0	117 0	98.56 0	1.44	
	Total	Postal	20,950,677		0			0	0	
	TULAI	Ballot (if applicable)	20,330,077	0	0	0	0	0	0	
		Total		8,149	0.04	8,032	117	98.56	1.44	

Pursuant to the provisions of Regulation 23(4) of SEBI (LODR) Regulations, 2015, 3,84,740 votes of related parties have not been considered under 'No. of votes polled' and 'No. of votes in favour'.



C-510, Fifth Floor, Crystal Plaza, Opp. Infinity Mall, New Link Road, Andheri (West), Mumbai -400053

A. M. SHETH Proprietor

## **REPORT OF SCRUTINIZER**

Date: 28th April,2022

To, The Chairman of **PCS Technology Limited CIN: L74200MH1981PLC024279** Regd. off: 82/6/1, Solar Park, Shop no.6 Pune-Alandi Road, Dattanagar, Dighi Pune- 411015, Maharashtra

Dear Sir,

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

I, Ami M. Sheth, Practising Company Secretary, appointed as Scrutinizer by the Board of Directors of **PCS Technology Limited** (the Company) for the purpose of scrutinizing Postal Ballot process in a fair and transparent manner in respect of the resolutions as set out in the Notice of Postal Ballot dated 15<sup>th</sup> March, 2022 proposed to be passed by the Equity shareholders of the Company, submit my report as under:

(1) Pursuant to Section 108 and 110 of the Act and Rule 20 and 22 of Companies (Management & Administration) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Company has confirmed that the Electronic copy of the Postal Ballot Notice with explanatory statement were sent to the shareholders whose e-mail addresses are registered with the

## A. M. Sheth& Associates <u>Company Secretaries</u>

Company/Depository Participant(s)/ M/s. Bigshare Services Pvt. Ltd (the Registrar and Share Transfer Agent of the Company) for communication purposes in compliance with MCA Circulars dated 8th April, 2020, 13th April, 2020 read with other relevant circulars, including circulars 23rd June, 2021 and 8thDecember, 2021 as amended from time to time and SEBI Circular dated 12thMay, 2020 and 15thJanuary, 2021 and applicable provisions of the SEBI (Listing Regulations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), the Secretarial Standard–2 on General Meetings issued by the Institute of Company Secretaries of India.

- (2) The compliance with the provisions of the Companies Act, 2013 and Rules made thereunder relating to transaction of business by means of Postal Ballot process on the resolutions set out in the Notice of Postal Ballot is the responsibility of the Management. My responsibility as a Scrutinizer is to render Scrutinizer's Report of the total votes cast in favour or against, if any, on the resolutions.
- (3) The Company has completed dispatch of Notice along with explanatory statement electronically on 23<sup>rd</sup>March, 2022, to shareholders whose name(s) appeared on the Register of Members/ List of beneficiaries as on 22<sup>nd</sup>March, 2022("cut-offdate").The Company has published a notice in this regard, in the newspapers on 26<sup>th</sup> March, 2022 in the manner as prescribed under the Rules.

Cut -off date:	22 <sup>nd</sup> March, 2022
E-voting commencement date:	29 <sup>th</sup> March, 2022 at 9.00 a.m.
E-voting end date:	27 <sup>th</sup> April, 2022 at 5.00 p.m.

- (4) The e-voting facility was provided by Central Depository Services (India) Limited (CDSL). The votes cast through e-voting were unblocked on 27<sup>th</sup> April, 2022 after 5.00 p.m. in the presence of two witnesses and the e-voting summary statement was downloaded from e-voting website of CDSL.
- (5) My report on the results of the e-voting is based on the data downloaded from CDSL in respect of the resolutions stated in the Notice of Postal Ballot.



(6) The result of the e-voting is as under:

A. <u>Special Business - Special Resolution for Re-Designation of Mr. Harish</u> <u>Chandra Tandon from Non- Executive Non- Independent Director to Non-</u> <u>Executive Independent Director of the Company</u>

Mode	Postal ballot (Through <del>Remote E</del> -voting)				
	No. of	% oftotal number			
	members voted	cast	of valid votes cast		
Voted in favour	40	1,29,70,397	100		
Voted against	3	117	0*		
Invalid votes	0	0	0		
Total	43	1,29,70,514	100		

\*negligible

The valid votes cast in favour of above special resolution are 100 %.

B. <u>Special Business - Ordinary Resolution for Appointment of Mrs. Mona Bhide</u> (DIN: 05203026) as Non- Executive Woman Director on the Board of the <u>Company</u>

Mode	Postal ballot (Through <del>Remote</del> E-voting)					
	No. of	% of total number				
	members voted	cast	of valid votes cast			
Voted in favour	42	1,29,70,829	100			
Voted against	3	117	0*			
Invalid votes	0	0	0			
Total	45	1,29,70,946	100			

\*negligible

The valid votes cast in favour of above ordinary resolution are 100 %.

## A. M. Sheth& Associates <u>Company Secretaries</u>

C. <u>Special Business - Ordinary Resolution for approval of Related Party</u> <u>Transactions</u>

Mode	Postal ballot (Through RemoteE-voting)			
	No. of members	No. of votes cast	% of total number of valid	
	voted		votes cast	
Voted in favour	33	3,92,772	_	
Less: Votes of	6	3,84,740	-	
RelatedPartiesnotconsidered pursuant to theprovisionsof Regulation23(4) of SEBI(LODR) Regulations, 2015				
Balance: Votes in favour	27	8,032	98.56	
Voted against	3	117	1.44	
Invalid votes	0	0	0	
Total valid votes cast	30	8,149	100	

The valid votes cast in favour of above ordinary resolution are 98.56 %.

All the above 3 resolutions have been passedby the Members with requisite majority.



(7) Register of postal ballot and all other relevant records of voting process given/provided/ maintained in electronic mode will remain in our custody until the Chairman considers, approves and signs minutes of the postal ballot and the same shall be handed over thereafter to the Chairman/ person authorized by him for safe keeping.

Thanking you,

Yours faithfully,

FOR A. M. SHETH & ASSOCIATES (Company Secretaries)

SHETH AM MANUBHA MANUBHA I State of the stat

A. M. SHETH (Prop) ACS No. 24127, CP No. 13976 Place: Mumbai

UDIN: A024127D000229893