

Date: 01.10.2021

<p>To,</p> <p><b>BSE LIMITED</b> Phiroze Jeejeebhoy Towers Dalal Street ,Mumbai – 400001 <a href="tel:022-22721233/34">Tel:022-22721233/34</a> Fax: 022-22722131/2037/2061/41 Email: <a href="mailto:corp.relations@bseindia.com">corp.relations@bseindia.com</a> <a href="mailto:corp.compliance@bseindia.com">corp.compliance@bseindia.com</a></p> <p><b>Scrip Code: 532172</b></p>	<p>To,</p> <p><b>The National Stock Exchange Limited,</b> Exchange Plaza, BandraKurla Complex, Bandra (East), Mumbai: 400051 Tel: 022-26598235/36/452 Fax: 022-26598237/38 Email: <a href="mailto:cmlist@nse.co.in">cmlist@nse.co.in</a></p> <p><b>Scrip Code: ADROITINFO</b></p>
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Dear Sir/Madam,

**Sub:** Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – voting results.

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we write to inform you that the members of the Company have approved all the resolutions bearing item no. 1 to 6 contained in the Notice of 31st Annual General Meeting of the Company with requisite majority.

The Company had appointed Mr. Manoj Kumar Koyalkar, Partner at M&K Associates, Company Secretaries to act as the Scrutinizer for remote e-voting and e-voting at the AGM. The Scrutinizer has submitted his report on October 01, 2021.

In this connection, we hereby enclose the voting results along with the consolidated report of the Scrutinizer on remote e-voting and e-voting at the meeting in the format prescribed.

The voting results along with Scrutinizer's Report are also being uploaded on the Company's website [www.adroitinfotech.com](http://www.adroitinfotech.com) and on the website of the Central Depository Services (India) Limited i.e., [www.evoting.cdsl.com](http://www.evoting.cdsl.com).

Request you to kindly take the same on record.

Thanking You,

**For Adroit Infotech Limited**

  
**Shradha Somani**  
Company Secretary &  
Compliance Officer

Encl: As Above

In this connection we hereby enclose the consolidated voting results in the format prescribed under Regulation 44(3) together with the Scrutinizer's Report.

<b>Date of the AGM/EGM</b>	30.09.2021
<b>Total number of shareholders on record date</b>	10,248
<b>No. of shareholders present in the meeting either in person or</b>	0
<b>No. of Shareholders attended the meeting through Video Conferencing</b>	46

**Agenda- wise disclosure (to be disclosed separately for each agenda item)**

<b>Resolution required: (Ordinary)</b>			Adoption of the Audited Financial Statement of the Company for the Financial Year ended March 31, 2021 and the reports of the Board of Directors' and Auditor's thereon.					
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>			No					
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of shares held (1)</b>	<b>No. of votes polled (2)</b>	<b>% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100</b>	<b>No. of Votes in favour (4)</b>	<b>No. of Votes against (5)</b>	<b>% of Votes in favour on votes polled (6)=[(4)/(2)]*100</b>	<b>% of Votes against on votes polled (7)=[(5)/(2)]*100</b>
<b>Promoter and Promoter Group</b>	<b>E-Voting</b>	95,30,214	95,30,214	100	95,30,214	Nil	100	Nil
	<b>Poll</b>		--	--	--	--	--	--
	<b>Postal</b>		--	--	--	--	--	--
	<b>Total</b>	95,30,214	95,30,214	100	95,30,214	Nil	100	Nil
<b>Public-Institutions</b>	<b>E-Voting</b>	--	--	--	--	--	--	--
	<b>Poll</b>	--	--	--	--	--	--	--
	<b>Postal</b>	--	--	--	--	--	--	--
	<b>Total</b>	--	--	--	--	--	--	--
<b>Public-Non Institutions</b>	<b>E-Voting</b>	87,37,158	11,67,682	13.36	11,64,763	2,919	99.7	0.3
	<b>Poll</b>		--	--	--	--	--	--
	<b>Postal</b>		--	--	--	--	--	--
	<b>Total</b>	87,37,158	11,67,682	13.36	11,64,763	2,919	99.7	0.3

<b>Total</b>		<b>1,82,67,372</b>	<b>1,06,97,896</b>	<b>58.5</b>	<b>1,06,94,977</b>	<b>2,919</b>	<b>99.97</b>	<b>0.03</b>
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<b>Resolution required: (Ordinary)</b>			Adoption of the Audited Consolidated Financial Statement of the Company for the Financial Year ended March 31, 2021 and the reports of the Auditor's thereon.					
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>			No					
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of shares held  (1)</b>	<b>No. of votes polled (2)</b>	<b>% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100</b>	<b>No. of Votes in favour  (4)</b>	<b>No. of Votes against  (5)</b>	<b>% of Votes in favour on votes polled (6)=[(4)/(2)]*100</b>	<b>% of Votes against on votes polled (7)=[(5)/(2)]*100</b>
<b>Promoter and Promoter Group</b>	<b>E-Voting</b>	95,30,214	95,30,214	100	95,30,214	Nil	100	Nil
	<b>Poll</b>		--	--	--	--	--	--
	<b>Postal</b>		--	--	--	--	--	--
	<b>Total</b>	95,30,214	95,30,214	100	95,30,214	Nil	100	Nil
<b>Public-Institutions</b>	<b>E-Voting</b>	--	--	--	--	--	--	--
	<b>Poll</b>	--	--	--	--	--	--	--
	<b>Postal</b>	--	--	--	--	--	--	--
	<b>Total</b>	--	--	--	--	--	--	--
<b>Public-Non Institutions</b>	<b>E-Voting</b>	87,37,158	11,67,682	13.36	11,64,763	2,919	99.7	0.3
	<b>Poll</b>		--	--	--	--	--	--
	<b>Postal</b>		--	--	--	--	--	--
	<b>Total</b>	87,37,158	11,67,682	13.36	11,64,763	2,919	99.7	0.3
<b>Total</b>		<b>1,82,67,372</b>	<b>1,06,97,896</b>	<b>58.5</b>	<b>1,06,94,977</b>	<b>2,919</b>	<b>99.97</b>	<b>0.03</b>

<b>Resolution required: (Ordinary)</b>			Reappointment of Mr. Sudhakiran Reddy Sunkerneni (DIN:01436242), who retires by rotation as a Director at this Annual General Meeting and being eligible, seeks reappointment.					
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>			Yes. Mr. Sudhakiran Reddy Sunkerneni is interested in this resolution					

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 and Promoter Group	E-Voting	95,30,214	95,30,214	100	95,30,214	Nil	100	Nil
	Poll		--	--	--	--	--	--
	Postal		--	--	--	--	--	--
	<b>Total</b>	95,30,214	95,30,214	100	95,30,214	Nil	100	Nil
Public-Institutions	E-Voting	--	--	--	--	--	--	--
	Poll	--	--	--	--	--	--	--
	Postal	--	--	--	--	--	--	--
	<b>Total</b>	--	--	--	--	--	--	--
Public-Non Institutions	E-Voting	87,37,158	11,67,682	13.36	11,67,060	622	99.95	0.05
	Poll		--	--	--	--	--	--
	Postal		--	--	--	--	--	--
	<b>Total</b>	87,37,158	11,67,682	13.36	11,67,060	622	99.95	0.05
<b>Total</b>		<b>1,82,67,372</b>	<b>1,06,97,896</b>	<b>58.5</b>	<b>1,06,97,274</b>	<b>622</b>	<b>99.99</b>	<b>0.01</b>

Resolution required: (Ordinary)		Regularisation of Additional Director, Mr. Sunkireddy Rajashekar Reddy by appointing him as Director of the Company						
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 and Promoter Group	E-Voting	95,30,214	95,30,214	100	95,30,214	Nil	100	Nil
	Poll		--	--	--	--	--	--
	Postal		--	--	--	--	--	--
	<b>Total</b>	95,30,214	95,30,214	100	95,30,214	Nil	100	Nil

<b>Public-Institutions</b>	<b>E-Voting</b>	--	--	--	--	--	--	--
	<b>Poll</b>	--	--	--	--	--	--	--
	<b>Postal</b>	--	--	--	--	--	--	--
	<b>Total</b>	--	--	--	--	--	--	--
<b>Public-Non Institutions</b>	<b>E-Voting</b>	87,37,158	11,67,682	13.36	11,67,560	122	99.99	0.01
	<b>Poll</b>		--	--	--	--	--	--
	<b>Postal</b>		--	--	--	--	--	--
	<b>Total</b>	87,37,158	11,67,682	13.36	11,67,560	122	99.99	0.01
<b>Total</b>		<b>1,82,67,372</b>	<b>1,06,97,896</b>	<b>58.5</b>	<b>1,06,97,774</b>	<b>122</b>	<b>99.99</b>	<b>0.01</b>

<b>Resolution required: (Ordinary)</b>			Regularisation of Additional Director, Mr. Sridhar Pyata Reddy by appointing him as Director of the Company					
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>			No					
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of shares held  (1)</b>	<b>No. of votes polled (2)</b>	<b>% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100</b>	<b>No. of Votes in favour  (4)</b>	<b>No. of Votes against  (5)</b>	<b>% of Votes in favour on votes polled  (6)=[(4)/(2)]*100</b>	<b>% of Votes against on votes polled  (7)=[(5)/(2)]*100</b>
<b>Promoter and Promoter Group</b>	<b>E-Voting</b>	95,30,214	95,30,214	100	95,30,214	Nil	100	Nil
	<b>Poll</b>		--	--	--	--	--	--
	<b>Postal</b>		--	--	--	--	--	--
	<b>Total</b>	95,30,214	95,30,214	100	95,30,214	Nil	100	Nil
<b>Public-Institutions</b>	<b>E-Voting</b>	--	--	--	--	--	--	--
	<b>Poll</b>	--	--	--	--	--	--	--
	<b>Postal</b>	--	--	--	--	--	--	--
	<b>Total</b>	--	--	--	--	--	--	--
<b>Public-Non Institutions</b>	<b>E-Voting</b>	87,37,158	11,67,682	13.36	11,67,560	122	99.99	0.01
	<b>Poll</b>		--	--	--	--	--	--
	<b>Postal</b>		--	--	--	--	--	--
	<b>Total</b>	87,37,158	11,67,682	13.36	11,67,560	122	99.99	0.01
<b>Total</b>		<b>1,82,67,372</b>	<b>1,06,97,896</b>	<b>58.5</b>	<b>1,06,97,774</b>	<b>122</b>	<b>99.99</b>	<b>0.01</b>

<b>Resolution required: (Special)</b>			Conversion of Credit Balance of Promoter(s) into Unsecured Loan					
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>			Yes. Mr. Sudhakiran Reddy Sunkerneni is interested in this resolution					
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of shares held  (1)</b>	<b>No. of votes polled (2)</b>	<b>% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100</b>	<b>No. of Votes infavour  (4)</b>	<b>No. of Votes against  (5)</b>	<b>% of Votes in favour on votes polled  (6)=[(4)/(2)]*100</b>	<b>% of Votes against on votes polled  (7)=[(5)/(2)]*100</b>
<b>Promoter and Promoter Group</b>	<b>E-Voting</b>	95,30,214	95,30,214	100	95,30,214	Nil	100	Nil
	<b>Poll</b>		--	--	--	--	--	--
	<b>Postal</b>	--	--	--	--	--	--	
	<b>Total</b>	95,30,214	95,30,214	100	95,30,214	Nil	100	Nil
<b>Public-Institutions</b>	<b>E-Voting</b>	--	--	--	--	--	--	--
	<b>Poll</b>	--	--	--	--	--	--	--
	<b>Postal</b>	--	--	--	--	--	--	--
	<b>Total</b>	--	--	--	--	--	--	--
<b>Public-Non Institutions</b>	<b>E-Voting</b>	87,37,158	11,67,682	13.36	11,64,253	3,429	99.71	0.29
	<b>Poll</b>		--	--	--	--	--	--
	<b>Postal</b>	--	--	--	--	--	--	
	<b>Total</b>	87,37,158	11,67,682	13.36	11,67,560	3,429	99.71	0.29
<b>Total</b>		<b>1,82,67,372</b>	<b>1,06,97,896</b>	<b>58.5</b>	<b>1,06,94,467</b>	<b>3,429</b>	<b>99.97</b>	<b>0.03</b>



**M&K Associates  
Company Secretaries**

Suite #102, Pavani Plaza,  
Khairatabad,  
Hyderabad-500 004  
Phone: 9948859300  
E-mail: mail@mnklaws.com  
Website: www.mnklaws.com

**Consolidated Scrutinizer Report**

[Pursuant to section 108 of Companies Act, 2013 read with Rule 20 of the Companies  
(Management and Administration) Rules, 2014]

To  
The Chairman,  
Adroit Infotech Limited  
# Plot No. 7A, MLA Colony,  
Road No. 12, Banjara Hills  
Hyderabad-500034,  
Telangana, India

Dear Sir,

I, Manoj Kumar Koyalkar, partner at M/s. M&K Associates, Company Secretaries, have been appointed as Scrutinizer as per Section 108 of Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, by the Board of Directors of the Company at its meeting held on September 8, 2021 for the purpose of scrutinizing the process of remote e-voting and voting through electronic means (“e- voting”) on the resolutions contained in the 31<sup>st</sup> AGM notice dated September 08, 2021 (“Notice”) issued in accordance with General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 20/2020 dated May 5, 2020, General Circular No. 22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020 and Circular no. 02/2021 dated January 13, 2021 (collectively “MCA Circulars”) respectively issued by the Ministry of Corporate Affairs (“MCA”) and Securities and Exchange Board of India (“SEBI”) vide its circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and circular no. SEBI/HO/CFD/CMD2/ CIR/P/2021/11 dated January 15, 2021 (collectively “SEBI Circulars”), calling the 31<sup>st</sup> Annual General Meeting (“AGM”) of the members through VC / OAVM. The AGM was convened on Thursday, September 30, 2021 at 9.00 a.m. IST through VC/OAVM.





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The said appointment as Scrutinizer is as per the provisions of Section 108 of the Companies Act, 2013 (“**the Act**”) read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended (“**the Rules**”). As the scrutinizer, I have to scrutinize:

- (i) process of e-voting remotely, before the AGM, using electronic voting system on the dates referred to in the notice calling the AGM (“**remote e-voting**”); and
- (ii) process of e-voting at the AGM through electronic voting system (“**e-voting**”);

**Management’s Responsibility**

The management of the Company is responsible to ensure the compliance with the requirements of (i) the Act and Rules made thereunder; (ii) the MCA Circulars; and (iii) the SEBI (LODR) Regulations, 2015 relating to e-voting on the resolutions contained in the Notice calling the AGM. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

**Scrutinizer Responsibility**

My responsibility as Scrutinizer for e-voting process (i.e., remote e-voting and e-voting) is restricted in making a Consolidated Scrutinizer Report of the votes cast “in favour” or “against” the resolutions contained in the Notice, based on the reports generated from the e-voting system provided by the Venture Capital and Corporate Investments Private Limited (“**VCCIPL**”), the Registrar and Transfer Agent (“**RTA**”) of the Company and Central Depository Services Limited (“**CDSL**”), the authorized agency engaged by the Company to provide e-voting facilities and attendant documents / information furnished to me electronically by the Company and / or RTA for our verification







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**Cut-off date**

The Members of the Company as on the “cut-off” date as set out in the Notice i.e., September 22, 2021 were entitled to vote on the resolutions (item nos. 1 to 6 as set out in the Notice) and their voting rights were to their shares in the paid-up equity share capital of the Company as on the cut-off date.

**Remote e-voting process**

1. The remote e-voting period remained open from Monday, September 27, 2021 (09:00 A.M. IST) to Wednesday, September 29, 2021 (05:00 P.M. IST).
2. The votes cast were unblocked on Thursday, September 30, 2021 after the conclusion of AGM and was witnessed by two witnesses not in the employment of the Company.
3. Thereafter, the details containing, *inter alia*, the list of shareholders who vote “in favour” or “against” on each of the resolutions that were put to vote were generated from the e-voting website of CDSL i.e., [www.evotingindia.com](http://www.evotingindia.com). Based on the report generated and relied upon by me, data regarding the remote e-voting was scrutinized.

**E-voting process at the AGM**

1. After the time fixed for closing the e-voting by the Chairman, the electronic system recording the e-voting (e-votes) was locked by RTA under my instructions.
2. The e-voting was scrutinized. The e-votes were reconciled with the records maintained by the Company / RTA and the authorizations lodged with the Company / RTA.
3. The e-votes cast were unblocked on Thursday, September 30, 2021 after the conclusion of AGM.

**The Consolidated Scrutinizer’s Report on the result of the remote e-voting and e-voting, based on the reports generated and data provided by the Company / RTA and relied upon by me, is given hereunder:**





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Results of Remote e-voting and voting through electronic means

Reso. No./ Item No.	Heading of the Resolution/ Type of Resolution	Type of Voting	Valid votes						Invalid Votes/ Abstain from voting	
			Voting in Favour (Assent)			Voted Against (Dissent)				
			No. of Membrs voting	No. of valid votes casted	% of total valid votes casted (Favour)	No. of Membrs voting	No. of valid votes casted	% of total valid votes casted (Against)	Number of members voting	No. of votes casted
1.	Adoption of the Audited Financial Statement of the Company for the Financial Year ended March 31, 2021 and the reports of the Board of Directors' and Auditor's thereon.  Ordinary Resolution	Remote E-Voting	60	10694977	99.97	5	2919	0.03	0	0
		Voting through electronic means	0	0	0	0	0	0	0	0

**Voting Result: The Resolution is passed with requisite majority**





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2.	Adoption of the Audited Consolidated Financial Statement of the Company for the Financial Year ended March 31, 2021 and the reports of the Auditor's thereon.  Ordinary Resolution	Remote E-Voting	60	10694977	99.97	5	2,919	0.03	0	0
		Voting through electronic means	0	0	0	0	0	0	0	0

**Voting Result: The Resolution is passed with requisite majority**

3.	Reappointment of Mr. Sudhakaran Reddy Sunkerneni (DIN:01436242), who retires by rotation as a Director at this Annual General Meeting and being eligible, seeks re-appointment.  Ordinary Resolution	Remote E-Voting	60	1,06,97,274	99.99	5	622	0.01	0	0
		Voting through electronic means	0	0	0	0	0	0	0	0





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**Voting Result: The Resolution is passed with requisite majority**

4.	Regularisation of Additional Director, Mr. Sunkireddy Rajashekar Reddy by appointing him as Director of the Company.	Remote E-Voting	61	1,06,97,774	99.99	4	122	0.01	0	0
	Ordinary Resolution	Voting through electronic means	0	0	0	0	0	0	0	0

**Voting Result: The Resolution is passed with requisite majority**

5.	Regularisation of Additional Director, Mr. Sridhar Pyata Reddy by appointing him as Director of the Company	Remote E-Voting	61	1,06,97,774	99.99	4	122	0.01	0	0
	Ordinary Resolution	Voting through electronic means	0	0	0	0	0	0	0	0

**Voting Result: The Resolution is passed with requisite majority**

6.	Conversion of Credit Balance of Promoter(s) into Unsecured Loan	Remote E-Voting	58	1,06,94,467	99.97	7	3429	0.03	0	0
	Special Resolution	Voting through electronic means	0	0	0	0	0	0	0	0





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On the basis of the above results, we report that the members have approved the Item No. 1 to 6 of the AGM Notice dated September 08, 2021.

Accordingly, you may declare the result of the voting by remote e-voting and e-voting through electronic voting system.

We further confirm that the Registers and Records generated from the remote e-voting platform of Service Provider including the Registers maintained by me in respect of the votes casted through electronic means are being maintained in electronic form.

The electronic data and all other relevant records relating to e-voting shall remain in my custody until the chairman considers, approves and signs the minutes and thereafter the same be returned to the Company.

This report is issued in accordance with the terms of the Engagement Letter.

**Restriction on Use**

This report has been issued at the request of the Company for (i) submission to Stock Exchanges, (ii) placing on the website of the Company and (iii) website of Venture Capital and Corporate Investments Private Limited.

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 into whose hands it may come without my prior consent in writing.

*for M&K Associates*  
**Company Secretaries**

*Manoj Kumar Koyalkar*  
**Manoj Kumar Koyalkar**  
**Membership No.:9298**  
**CoP No.: 10004**



Place: Hyderabad  
Date: October 01, 2021

