

March 22, 2019

BSE Limited

Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai – 400 001
Scrip Code: 517562
Scrip ID: TRIGYN

National Stock Exchange of India Limited

Exchange Plaza
Plot no. C/1, G Block
Bandra – Kurla Complex
Bandra (E)
Mumbai - 400 051
Company Code: TRIGYN



Ref: Regulation 44 of the SEBI (LODR) Regulation, 2015

Sub: Result of Postal Ballot & E-Voting and Scrutinizer's Report

Dear Sir/Madam,

This with reference to the Postal Ballot Notice dated February 12, 2019 informing you that the Company proposed to seek the approval of the members of the Company by Postal Ballot and e-voting as per Section 110 and other applicable provisions, if any, of the Companies Act, 2013 (Act) read with the Companies (Management and Administration) Rules 2014 (Rules) and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 executed by the Company with BSE Limited and National Stock Exchange of India Limited.

Voting by Postal Ballot was sought to be initiated for seeking approval of Members:

1. Special Resolution under Section 196, 197 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 for approval of remuneration of Mr. R Ganapathi, Chairman and Executive Director of the Company in terms of amendment in Schedule V notified vide notification No. S.O. 4823 (E) dated 12.09.2018;
2. Special resolution under Section 180(1)(c) of the Companies Act, 2013 authorizing the Board to borrow moneys in excess of Paid-up Share Capital, free reserves and securities premium of the Company upto Rs. 500 Crore;
3. Special resolution under Section 180(1)(a) of the Companies Act, 2013 authorizing the Board to create/modify charge on the movable and immovable assets including undertakings of the Company, both present and future, to secure borrowings;

The Board of Directors in compliance with Rule 22(5) of the Rules appointed Mr. Anmol Jha as a Scrutinizer for conducting the said Postal Ballot process in fair and transparent manner. The Scrutinizer has submitted his Report dated March 21, 2019 to the Chairman.

On the basis of the report received from the Scrutinizer today i.e. March 22, 2019 the said resolution have been approved as the resolution were passed as special resolution with requisite majority.

Please find enclosed the details of voting results of Postal Ballot pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Trigyn Technologies Limited.

27. SDF - I. SEEPZ - SEZ. Andheri (East). Mumbai - 400 096. INDIA.
Tel +91 22 6140 0909. Fax: +91 22 2829 1418.
CIN • L72200MH1986PLC039341

www.trigyn.com

Please find enclosed the copy of Scrutinizer's Report.

The copy of Scrutinizer's Report is also available on the Company's website www.trigyn.com.

You are requested to kindly take the same on record.

Thanking You.

For **Trigyn Technologies Limited**

Mukesh Tank
Company Secretary.

Encl: As Above

Resolution(1)								
Resolution required: (Ordinary / Special)			Special					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			To Approve the terms of remuneration of Mr. R Ganapathi, Chairman & Executive Director of the Company as per the provisions of amended Schedule V of the Companies Act, 2013 notified on September 12, 2018.					
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	14159020	14159020	100	14159020	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		14159020	14159020	100	14159020	0	100
Public-Institutions	E-Voting	55600	53268	95.8058	51837	1431	97.3136	2.6864
	Poll							
	Postal Ballot (if applicable)		2332	4.1942	2132	200	91.4237	8.5763
	Total		55600	55600	100	53969	1631	97.0665
Public- Non Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Total		14214620	14214620	100	14212989	1631	99.9885	0.0115
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(2)								
Resolution required: (Ordinary / Special)			Special					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			To increase the Borrowing Limit u/s 180(1)(c) of the Companies Act, 2013 upto Rs. 500 Crores.					
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	14159020	14159020	100	14159020	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		14159020	14159020	100	14159020	0	100
Public-Institutions	E-Voting	55500	53268	95.9784	52007	1261	97.6327	2.3673
	Poll							
	Postal Ballot (if applicable)		2232	4.0216	2132	100	95.5197	4.4803
	Total		55500	55500	100	54139	1361	97.5477
Public- Non Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Total		14214520	14214520	100	14213159	1361	99.9904	0.0096
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(3)								
Resolution required: (Ordinary / Special)			Special					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			To create Charges/Mortgages on or sell or otherwise dispose of the moveable and immoveable properties of the Company, both present and future, in respect of borrowings upto Rs. 500 Crores.					
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	14159020	14159020	100	14159020	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		14159020	14159020	100	14159020	0	100
Public-Institutions	E-Voting	55600	53268	95.8058	52707	561	98.9468	1.0532
	Poll							
	Postal Ballot (if applicable)		2332	4.1942	2132	200	91.4237	8.5763
	Total		55600	55600	100	54839	761	98.6313
Public- Non Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Total		14214620	14214620	100	14213859	761	99.9946	0.0054
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

ANMOL JHA & ASSOCIATES

(COMPANY SECRETARIES)

601-A NILGIRI, GAWAND BAUG, UPVAN

POKHARAN ROAD NO.2

THANE (W) – 400610

Email id: jha_anmol@yahoo.com, seemaa.kolwadkar@gmail.com

Tel: 21718419, Cell: - 9820214546, 9702062563

SCRUTINIZER'S REPORT

[Pursuant to rule section 108 & section 110 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014]

To,
Mr. R. Ganapathi
Chairman & Executive Director
Trigyn Technologies Limited
27, SDF-1, SEEPZ, SEZ,
Andheri (East)
Mumbai – 400096

Dear Sir,

The Board of directors of the Company at its' meeting held on February 5, 2019 has appointed me as the scrutinizer for conducting the postal ballot voting process and E-voting process in a fair and transparent manner in respect of approval of the members required to pass: -

1. Special Resolution under Section 196, 197 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 for approval of remuneration of Mr. R Ganapathi, Chairman and Executive Director of the Company in terms of amendment in Schedule V notified vide notification No. S.O. 4823 (E) dated 12.09.2018.
2. Special resolution under Section 180(1)(c) of the Companies Act, 2013 authorizing the Board to borrow moneys in excess of Paid-up Share Capital, free reserves and securities premium of the Company upto Rs. 500 Crore;
3. Special resolution under Section 180(1)(a) of the Companies Act, 2013 authorizing the Board to create/modify charge on the movable and immovable assets including undertakings of the Company, both present and future, to secure borrowings;

I. I submit my report as under:

1. The Company has completed the dispatch of postal ballot forms along with postage prepaid business reply envelope on or before February 16, 2019 to its members whose names appeared on the Register of members/ List of beneficiaries as on February 1, 2019.
2. The e-voting commenced from 10:00 a.m. on Wednesday, February 20, 2019 and remained open up to 5:00 p.m. on Thursday, March 21, 2019.

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3. Particulars of all postal ballot forms received from the members have been entered separately maintained for the purpose.
4. I have downloaded the data of e-voting after the E-voting module was disabled by M/s. Karvy Fintech Private Limited (KARVY) on 5:15 p.m. on Thursday, March 21, 2019.
5. The postal ballot forms were kept under my safe custody in sealed and tamper proof ballot box before commencing the scrutiny of such postal ballot forms.
6. The postal ballot forms were duly opened in my presence and scrutinized and the shareholding was matched / confirmed with the Register of Members of the Company / list of beneficiaries as on February 1, 2019.
7. The e-voting data was scrutinized by me for the verification of votes cast in favor and against the resolution and votes that were invalid.
8. All postal ballot forms received till March 21, 2019 up to 5:00 p.m. the last date and time fixed by the Company for receipt of the forms were considered for my scrutiny.
9. I did not find any defaced or mutilated ballot paper.

II. A Summary of the postal Ballot forms received is given below:

Resolution No.1: To approve the terms of remuneration of Mr. R Ganapathi, Chairman and Executive Director of the Company as per the provisions of amended Schedule V of the Companies Act, 2013 notified on September 12, 2018.

Sr. No.	Particulars	No. of Postal Ballot forms.	No. of Shares	% of Total Shares Representing Valid Votes
1	Total postal ballot forms received	23	2332	
	Total E-voting options received	22	14212288	
	TOTAL	45	14,214,620	
2	Less: Invalid votes	NIL	NIL	
3	Net Valid Postal Ballot forms (As per register)	23	2332	

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	Net E-voting options received	22	14212288	
	TOTAL	45	14,214,620	
4	Postal ballot forms with assent/ for the resolution	21	2132	
	E-voting options with assent/ for the resolution	13	14210857	
	TOTAL	34	14,212,989	99.989
5	Postal Ballot forms with dissent / against the resolution.	2	200	
	E-voting options with dissent / against the Resolution	9	1431	
	TOTAL	11	1631	0.011
6.	Postal ballot forms with not voted for / abstained the resolution	NIL	NIL	

Resolution No. 2: To increase the Borrowing Limit u/s 180(1)(c) of the Companies Act, 2013 upto Rs. 500 Crores.

Sr. No.	Particulars	No. of Postal Ballot forms.	No. of Shares	% of Total Shares Representing Valid Votes
1	Total postal ballot forms received	23	2332	
	Total E-voting options received	22	14,212,288	
	TOTAL	45	14,214,620	
2	Less: Invalid votes	NIL	NIL	
3	Net Valid Postal Ballot forms (As per register)	22 (1 has Abstained)	2232	
	Net E-voting options received	22	14,212,288	
	TOTAL	44	14,214,520	
4	Postal ballot forms with assent/ for the resolution	21	2132	
	E-voting options with assent/ for the resolution	16	14,211,027	
	TOTAL	37	14,213,159	99.99
5	Postal Ballot forms with dissent / against the resolution.	1	100	

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	E-voting options with dissent / against the Resolution	6	1261	
	TOTAL	7	1,361	0.01
6.	Postal ballot forms with not voted for / abstained the resolution	1	100	

Resolution No. 3: To create Charges / Mortgages on or sell or otherwise dispose of the moveable and immoveable properties of the Company, both present and future, in respect of borrowings upto Rs. 500 Crores.

Sr. No.	Particulars	No. of Postal Ballot forms.	No. of Shares	% of Total Shares Representing Valid Votes
1	Total postal ballot forms received	23	2332	
	Total E-voting options received	22	14,212,288	
	TOTAL	45	14,214,620	
2	Less: Invalid votes	NIL	NIL	
3	Net Valid Postal Ballot forms (As per register)	23	2332	
	Net E-voting options received	22	14,212,288	
	TOTAL	45	14,214,620	
4	Postal ballot forms with assent / for the resolution	21	2132	
	E-voting options with assent / for the resolution	19	14211727	
	TOTAL	40	14,213,859	99.995
5	Postal Ballot forms with dissent / against the resolution.	2	200	
	E-voting options with dissent / against the Resolution	3	561	
	TOTAL	5	761	0.005
6.	Postal ballot forms with not voted for / abstained the resolution	NIL	NIL	

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- III. The resolutions accordingly stand passed with the requisite majority.
- IV. I have handed over the postal ballot forms and other related papers / Registers and records for safe custody to Mr. Mukesh Tank, Company Secretary of the company who is authorized by the Board to supervise the postal ballot process and e-voting process.
- V. You may accordingly declare the result of voting by postal ballot and e-voting.

Thanking you,



Name: Anmol Jha

Practicing Company Secretary and Scrutinizer

COP 6150

Membership No. F 5962

Place: Mumbai

Date: March 21, 2019

We the undersigned witnesseth that the votes were unblocked from the e-voting website of M/s. Karvy Fintech Private Limited (KARVY) (<https://evoting.karvy.com>) in our presence at 5:00 P.M. on March 21, 2019 at the office of the Scrutinizer.



Name: Seema Kolwadkar

Address: F- 601, Laxmi Narayan Residency,
Pokhran Road No. 2,
Thane (W) – 400610.



Name: Neha Tulsyan

Address: G 901, Laxmi Narayan Residency,
Opp to Dev Daya Nagar,
Off Pokhran road no 1
Thane (west) 400610