

INTELLECT/SEC/2021-22

August 05, 2021

The National Stock Exchange of India Ltd.,
Exchange Plaza, 5th Floor, Plot No. C/1, G Block, Bandra Kurla Complex,
Bandra (E), Mumbai – 400 051.

Scrip Code :

INTELLECT

The BSE Ltd.
1st Floor, New Trade Ring, Rotunda Building, PJ Towers,
Dalal Street, Fort, Mumbai – 400 001.

Scrip Code :

538835

Dear Sir,

Sub-Remote/e-voting results along with the Scrutinizer's report of 10th Annual General Meeting of the Company

Kindly find the enclosed of the following documents:

1. Voting results in accordance with Regulation 44 of SEBI (LODR) Regulations, 2015
2. Report of the Scrutinizer dated August 05, 2021 in accordance with Section 108 of Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 of the 10th AGM of the Company held on August 04, 2021.

Kindly take the above information on record and confirm Compliance.

Thanking you,

**Yours Truly,
For Intellect Design Arena Ltd**



V V Naresh
Company Secretary and Compliance officer
Encl: A/a

Intellect Design Arena Limited

Registered Office: 244 Anna Salai, Chennai - 600 006, India | Ph: +91-44-6615 5100 | Fax: +91-44-6615 5123
Corporate Headquarters: SIPCOT IT Park Siruseri, Chennai - 600 130, India | Ph: +91-44-6700 8000 | Fax: +91-44-6700 8874
E-mail: contact@intellectdesign.com | www.intellectdesign.com

1. Adoption of Audited Financial Statements

PARTICULARS		MODE OF VOTING	NO OF SHARES HELD	NO OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING SHARES	NO OF VOTES IN FAVOUR	NO OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTE POLLED
			(1)	(2)	(3)=(2/1)*100	(4)	(5)	(6)=(4/2)*100	(7)=(5/2)*100
Resolution Required: (Ordinary/Special)									
Whether promoter/ promoter groups are interested in the agenda/resolution?									
PROMOTER AND PROMOTER~GROUP	E-VOTING		41526429	41526429	100	41526429	0	100	0
	POLL			0	0	0	0	0	0
	POSTAL BALLOT			0	0	0	0	0	0
	VENUE-VOTING			0	0	0	0	0	0
	SUB TOTAL		41526429	41526429	100	41526429	0	100	0
PUBLIC-INSTITUTIONS	E-VOTING		39316539	6702233	17.05	4597691	2104542	68.6	31.4
	POLL			0	0	0	0	0	0
	POSTAL BALLOT			0	0	0	0	0	0
	VENUE-VOTING			0	0	0	0	0	0
	SUB TOTAL		39316539	6702233	17.05	4597691	2104542	68.6	31.4
PUBLIC-NON INSTITUTIONS	E-VOTING		52067158	7846197	15.07	7845695	502	99.99	0.01
	POLL			0	0	0	0	0	0
	POSTAL BALLOT			0	0	0	0	0	0
	VENUE-VOTING			172367	0	172367	0	100	0
	SUB TOTAL		52067158	8018564	15.4	8018062	502	99.99	0.01
NON PROMOTER-EMPLOYEES TRUST(SHARE BASED EMPLOYEES BENEFIT)	E-VOTING		949629	942389	99.24	942389	0	100	0
	POLL			0	0	0	0	0	0
	POSTAL BALLOT			0	0	0	0	0	0
	VENUE-VOTING			0	0	0	0	0	0
	SUB TOTAL		949629	942389	99.24	942389	0	100	0
GRAND TOTAL			133859755	57189615	42.72	55084571	2105044	96.32	3.68

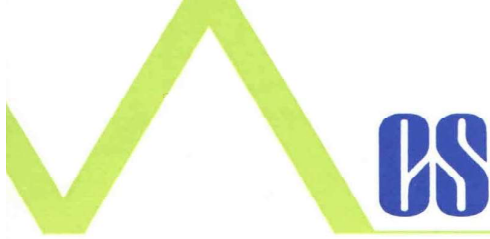
2. To re-appoint Director Mr. Anil Kumar Verma (DIN: 01957168), who retires by rotation and offered himself for re-appointment

PARTICULARS		MODE OF VOTING	NO OF SHARES HELD	NO OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING SHARES	NO OF VOTES IN FAVOUR	NO OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTE POLLED
			(1)	(2)	(3)=(2/1)*100	(4)	(5)	(6)=(4/2)*100	(7)=(5/2)*100
Resolution Required: (Ordinary/Special)									
Whether promoter/ promoter groups are interested in the agenda/resolution?									
PROMOTER AND PROMOTER~GROUP	E-VOTING		41526429	41526429	100	41526429	0	100	0
	POLL			0	0	0	0	0	0
	POSTAL BALLOT			0	0	0	0	0	0
	VENUE-VOTING			0	0	0	0	0	0
	SUB TOTAL		41526429	41526429	100	41526429	0	100	0
PUBLIC-INSTITUTIONS	E-VOTING		39316539	6881634	17.5	3765121	3116513	54.71	45.29
	POLL			0	0	0	0	0	0
	POSTAL BALLOT			0	0	0	0	0	0
	VENUE-VOTING			0	0	0	0	0	0
	SUB TOTAL		39316539	6881634	17.5	3765121	3116513	54.71	45.29
PUBLIC-NON INSTITUTIONS	E-VOTING		52067158	7736897	14.86	7735476	1421	99.98	0.02
	POLL			0	0	0	0	0	0
	POSTAL BALLOT			0	0	0	0	0	0
	VENUE-VOTING			172367	0	172367	0	100	0
	SUB TOTAL		52067158	7909264	15.19	7907843	1421	99.98	0.02
NON PROMOTER-EMPLOYEES TRUST(SHARE BASED EMPLOYEES BENEFIT)	E-VOTING		949629	942389	99.24	942389	0	100	0
	POLL			0	0	0	0	0	0
	POSTAL BALLOT			0	0	0	0	0	0
	VENUE-VOTING			0	0	0	0	0	0
	SUB TOTAL		949629	942389	99.24	942389	0	100	0
GRAND TOTAL			133859755	57259716	42.78	54141782	3117934	94.55	5.45

3. To re-appoint Mr. Anil Kumar Verma (DIN: 01957168), Whole Time Director of the Company

PARTICULARS		MODE OF VOTING	NO OF SHARES HELD	NO OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING SHARES	NO OF VOTES IN FAVOUR	NO OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTE POLLED
			(1)	(2)	(3)=(2/1)*100	(4)	(5)	(6)=(4/2)*100	(7)=(5/2)*100
Resolution Required: (Ordinary/Special)									
Whether promoter/ promoter groups are interested in the agenda/resolution?									
PROMOTER AND PROMOTER~GROUP	E-VOTING		41526429	33970108	81.8	33970108	0	100	0
	POLL			0	0	0	0	0	0
	POSTAL BALLOT			0	0	0	0	0	0
	VENUE-VOTING			0	0	0	0	0	0
	SUB TOTAL		41526429	33970108	81.8	33970108	0	100	0
PUBLIC-INSTITUTIONS	E-VOTING		39316539	6881634	17.5	2050253	4831381	29.79	70.21
	POLL			0	0	0	0	0	0
	POSTAL BALLOT			0	0	0	0	0	0
	VENUE-VOTING			0	0	0	0	0	0
	SUB TOTAL		39316539	6881634	17.5	2050253	4831381	29.79	70.21
PUBLIC-NON INSTITUTIONS	E-VOTING		52067158	7725539	14.84	7724502	1037	99.99	0.01
	POLL			0	0	0	0	0	0
	POSTAL BALLOT			0	0	0	0	0	0
	VENUE-VOTING			172367	0	172367	0	100	0
	SUB TOTAL		52067158	7897906	15.17	7896869	1037	99.99	0.01
NON PROMOTER-EMPLOYEES TRUST(SHARE BASED EMPLOYEES BENEFIT)	E-VOTING		949629	942389	99.24	942389	0	100	0
	POLL			0	0	0	0	0	0
	POSTAL BALLOT			0	0	0	0	0	0
	VENUE-VOTING			0	0	0	0	0	0
	SUB TOTAL		949629	942389	99.24	942389	0	100	0
GRAND TOTAL			133859755	49692037	37.12	44859619	4832418	90.28	9.72





CONSOLIDATED SCRUTIZER'S REPORT

(On voting through Remote E-Voting and E-Voting during the AGM)

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

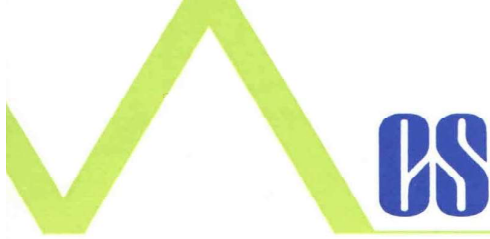
August 5, 2021

The Chairman
Intellect Design Arena Limited
No. 244, Anna Salai
Chennai – 600 006.

Dear Sir,

**SUB: CONSOLIDATED SCRUTINIZER'S REPORT OF THE REMOTE E-VOTING AND
E-VOTING AT THE 10TH ANNUAL GENERAL MEETING OF INTELLECT DESIGN
ARENA LIMITED HELD ON WEDNESDAY, AUGUST 4, 2021 AT 11:00 A.M.
THROUGH VIDEO CONFERENCING ('VC') / OTHER AUDIO VIDEO MEANS ('OVAM')**

1. I, V. Vasumathy, Practising Company Secretary, have been appointed by the Board of Directors of **Intellect Design Arena Limited** ("the Company) as a Scrutinizer vide letter dated May 10, 2021 for the purpose of scrutinizing the Remote E-voting and E-voting during the 10th Annual General Meeting ("AGM") of the Company, in a fair and transparent manner in accordance with Section 108 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and subject to Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, in respect of resolutions set out in the notice dated May 10, 2021 of the 10th Annual General Meeting of the Members of the Company held on August 4, 2021 at 11.00 a. m. through video conferencing.
2. In view of the continuing COVID-19 global pandemic, the Ministry of Corporate Affairs vide its Circular No. 14/2020 dated April 8, 2020, Circular No. 17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 05, 2020 and Circular No. 02/2021 dated January 13, 2021 has permitted conducting of Annual General Meeting of a Company through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM") without the physical presence of the members for the meeting at a common venue 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 has provided Relaxation from compliance with certain provisions of the SEBI (Listing Obligations and Disclosure Requirements)

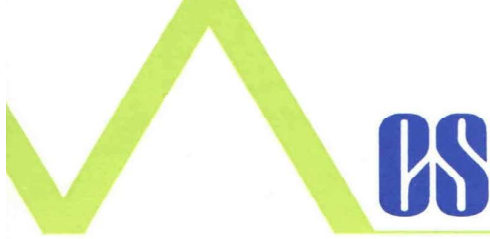


Regulations, 2015 due to the CoVID - 19 pandemic (collectively referred to as "SEBI Circulars")

Since the AGM is held in accordance to the aforesaid circulars, the physical presence of Members has been dispensed with and the facility for appointment of proxies by the Members was not applicable and hence dispensed with.

Members who attended the meeting through VC or OAVM have been counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

3. The Management of the Company is responsible to ensure compliance with the requirements of the statutory requirements w.r.t. the following for conducting the Annual General Meeting of the Company through VC / OAVM on the resolutions contained in Notice of the 10th Annual General Meeting of the Company:
 - (i) the Companies Act, 2013 and Rules made thereunder read with the relevant Circulars of Ministry of Corporate Affairs (MCA) w.r.t. conduct of Annual General Meeting and E-voting;
 - (ii) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to Remote E-Voting and E-voting at the Annual General Meeting.
4. The Company had availed the voting facility offered by National Securities Depository Limited ("NSDL"), for conducting Remote E-voting ("Remote E-Voting") and E-voting ("E-voting") at the Annual General Meeting to enable the Members to exercise their right to vote by electronic means.
5. My responsibility as Scrutinizer for the voting process is restricted to make a 'Consolidated Scrutinizer's Report' of the votes cast as "for" or "against" / "assent" or "dissent" for the resolution as stated in the notice of the 10th Annual General Meeting, based on reports generated from the Electronic voting service facility provided by National Securities Depository Limited ("NSDL") engaged by the Company, to provide voting through electronic means i.e. by Remote E-voting and on E-voting at the 10th Annual General Meeting.
6. The Shareholders of the Company holding shares as on the "Cut-off" date of (i.e. on Wednesday, July 28, 2021) were entitled to vote on the resolutions as set out in the Notice of the 10th Annual General Meeting.
7. The Remote E-voting commenced on Sunday, August 1, 2021 at 9.00 A.M IST to Tuesday, August 3, 2021 at 5.00 P.M. IST and the NSDL Remote E-voting Platform was closed in due time. After declaration of voting by the Chairman during the Annual General



Meeting, the shareholders who were present through VC / OAVM during the Annual General Meeting voted through the E-voting facility provided by NSDL at the Annual General Meeting.

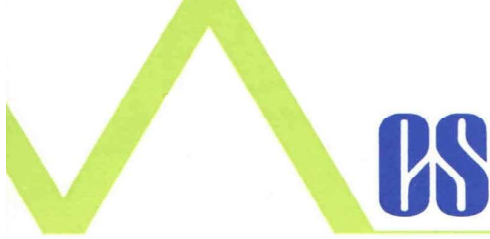
8. The shareholders who had voted by Remote E-voting through the facility provided by NSDL had been blocked and only those shareholders who were present through VC / OAVM during the Annual General Meeting and who had not voted using the Remote e-voting facility were allowed to cast their votes through E-voting system during the Annual General Meeting.
9. After closure of E-voting during the Annual General Meeting, votes cast through E-voting during the AGM and through Remote E-voting prior to the date of AGM were unblocked in the presence of two witnesses who are not in employment of the Company in accordance with Rule 20 (3) (ix) of the Companies (Management and Administration) Rules, 2014 and downloaded the results, after the appointed time from the E-voting System of NSDL, scrutinized, reviewed and the votes were counted and the voting results were prepared.
10. I have relied on information provided by Cameo Corporate Services Limited ("Cameo"), the Registrar and Share Transfer Agent (RTA) of the Company in relation to details regarding number of shares held and signatures of shareholders.
11. **Based on the data downloaded from NSDL E-voting System, the total votes cast in "favour" or "against" all resolutions proposed in the Notice of the 10th Annual General Meeting are submitted by me as under:**

Resolution No. 1: Adoption of Financial Statements. ***(Ordinary Resolution)***

To receive, consider and adopt:

- (i) the Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March 2021 together with the Reports of the Board of Directors and Auditors thereon;
 - (ii) the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March 2021 together with the Reports of the Board of Directors and Auditors thereon;
- (a) Voted in favour of the Resolution:

Number of Members Voted	Number of Votes cast by them	% of total number of valid votes cast
280	5,50,84,571	96.3192%



(b) Voted against the Resolution:

Number of Members Voted	Number of Votes cast by them	% of total number of valid votes cast
11	21,05,044	3.6808%

(c) Invalid Votes:

Total Number of Members, whose Votes were declared invalid	Number of Votes cast by them
62	94,64,860

Resolution No. 2: To appoint a Director in the place of Mr. Anil Kumar Verma, (DIN: 01957168), who retires by rotation and being eligible, offers himself for re-appointment. **(Ordinary Resolution)**

(a) Voted in favour of the Resolution:

Number of Members Voted	Number of Votes cast by them	% of total number of valid votes cast
254	5,41,41,782	94.5548%

(b) Voted against the Resolution:

Number of Members Voted	Number of Votes cast by them	% of total number of valid votes cast
36	31,17,934	5.4452%

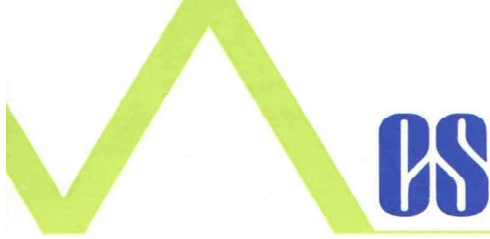
(c) Invalid Votes:

Total Number of Members, whose Votes were declared invalid	Number of Votes cast by them
63	94,64,860

Resolution No. 3: To re-appoint Mr. Anil Kumar Verma, (DIN: 01957168), as the Whole-time Director of the Company for a term consisting of 5 years. **(Special Resolution)**

(a) Voted in favour of the Resolution:

Number of Members Voted	Number of Votes cast by them	% of total number of valid votes cast
259	4,48,59,619	90.2753%



(b) Voted against the Resolution:

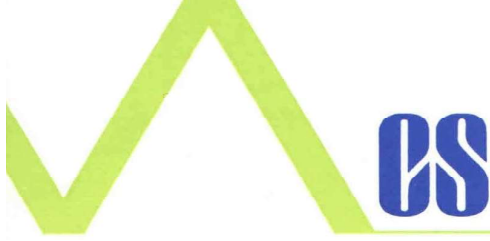
Number of Members Voted	Number of Votes cast by them	% of total number of valid votes cast
31	48,32,418	9.7247%

(c) Invalid Votes:

Total Number of Members, whose Votes were declared invalid	Number of Votes cast by them
64	94,76,530

12. Details of scrutiny carried out in respect of the Remote E-Voting and E-voting during the Annual General Meeting:

- a) Shareholders who have abstained from voting while exercising their voting rights through Remote E-voting / E-voting during the Annual General Meeting, have been excluded in the aforesaid calculation of voting.
- b) With respect to Corporate Shareholders – the scrutiny is whether the Corporate Shareholder has provided a board resolution authorising a natural person to vote at a general meeting of the company.
- c) With respect to Mutual Funds – the scrutiny is whether the Trustee Company of the Mutual Fund has provided a board resolution authorising a natural person to vote at a general meeting of the company.
- d) With respect to FII's and FPI's – the scrutiny is availability of Power of Attorney ("**POA**") given by the FII / FPI in favour of a custodian in India and POA is scrutinized for the following:
- Whether the name of the FII / FPI in the POA attached is the same, or where there is a name mismatch whether any SEBI registration certificate for the change in name is available or not;
 - Where the POA bears a date of execution;
 - Where the POA has been executed outside India - has the same has been Apostilled in that country;
 - Whether the POA has been adjudicated under the Indian Stamp Act - else the document cannot be valid in India;
 - Whether under the POA the FII / FPI has given to the custodian – the custodian has a right to vote at general meetings and / or appoint a person as a proxy to attend and vote at a general meeting;



- vi. Whether the Custodian has by way of an applicable authorisation document, given a power to vote to its officer or any natural person.

I report that all Resolutions have been passed by the Members of the Company through E-voting during the Annual General Meeting and Remote E-voting with requisite majority as proposed in the Notice of the 10th Annual General Meeting of the Company. You may accordingly declare the results.

Electronic data and relevant records relating to Remote E-voting / E-voting during the 10th Annual General Meeting held on August 4, 2021, shall remain in our safe custody until the chairperson considers, approves and signs the minutes of the aforesaid Annual General Meeting and thereafter the same will be handed over to the Company Secretary for the safe keeping.

Thanking you,

Yours' faithfully,

For V. VASUMATHY & ASSOCIATES,

**VASUMATHY
VASUDEVAN**

Digitally signed by VASUMATHY VASUDEVAN
DN: cn=Personalt, title=2700,
pseudonym=667fdeecab57f3a37aac8f0f65a9ec-
43513aedbd73811c81f6a86c48519cea11,
postalCode=600018, st=Tamil Nadu,
serialNumber=36c31459af7f700983f491389711
b3ee74bec2e0f94b42f161f40aaa330e,
cn=VASUMATHY VASUDEVAN
Date: 2021.08.05 19:44:48 +05'30'

**V. VASUMATHY
Practising Company Secretary
COP: 9451, FCS: 5424**

UDIN: F005424C000743579

Place: Chennai

Countersigned:

For INTELLECT DESIGN ARENA LIMITED

**VUDALI VENKATA
NARESH**

Digitally signed by VUDALI
VENKATA NARESH
Date: 2021.08.05 19:54:57 +05'30'

**V. V. NARESH
Company Secretary & Compliance Officer**