



**S. CHIDAMBARAM**  
B.Com., LLB., F.C.S., A.I.C.W.A  
**Company Secretary in Practice**

#6-3-855/10/A, Flat No .4A, Sampathji Apartments,  
Near Niraj Public School,  
Lane Opp.to Green Park Hotel,  
Ameerpet, Hyderabad - 500 016 (India)  
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**REPORT OF SCRUTINIZER**

(Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies  
(Management and Administration) Rules, 2014)

To  
The Chairman  
Cigniti Technologies Limited

**23<sup>rd</sup> Annual General Meeting (AGM) of the Equity Shareholders of Cigniti Technologies  
Limited held on Friday 04<sup>th</sup> June 2021, at 9:00 AM through video Conferencing (VC) / other  
Audio Visual Means (OAVM)**

Dear Sir,

I, S. Chidambaram, Practicing Company Secretary, at # 6-3-855/10/A, Flat No. 4A, Sampath Apartments, Near Niraj Public School, Lane Opp. To Green park Hotel, Ameerpet, Hyderabad - 500016, appointed as Scrutinizer by the Board of Directors of **Cigniti Technologies Limited**(the Company) for the purpose of scrutinizing the e-voting process (remote e-voting) and electronic voting (e-voting) during the AGM pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 (Amendment Rules, 2015) in respect of the below mentioned resolutions proposed at the 23<sup>rd</sup> Annual General Meeting of the Equity Shareholders of the Company held on Friday the 04<sup>th</sup> June, 2021 at 9:00 AM through VC, submit my report as under.

1. The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means (by remote e-voting) and electronic voting (e-voting) at the AGM by the shareholders on the resolutions proposed in the Notice of the 23<sup>rd</sup> Annual General meeting of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process both through e-voting (remote e-voting) and by electronic voting (e-voting) at the AGM are conducted in a fair and transparent manner and render consolidated Scrutineer's Report of the total votes cast in favour or against if any, to the Chairman on the resolutions.
2. The e-voting facility both for e-voting prior to the AGM (remote e-voting) and voting at the AGM by electronics means (e-voting) was provided by Central Depository Services (India) Limited (CDSL).
3. In accordance with the Notice of the 23<sup>rd</sup> Annual General Meeting sent to the shareholders and the 'Advertisement' published pursuant to Rule 20(4)(V) of the Companies (Management and Administration) Rules, 2014 (Amendment Rules 2015) on 13<sup>th</sup> May, 2021, the remote e-voting opened at 9:00 AM on 01<sup>st</sup> June, 2021 and remained open up to 5:00 PM on 03<sup>rd</sup> June, 2021.
4. After declaration of voting by the Chairman, the shareholders present at the AGM through VC voted through e-voting facility provided by CDSL at the AGM.
5. The Equity Shareholders holding shares as on 28<sup>th</sup> May, 2021, "cutoff date", were entitled to vote on the resolutions stated in the Notice of the 23<sup>rd</sup> Annual General Meeting of the Company.
6. As per the information given by the Company the names of the shareholders who had voted by remote e-voting through the facility provided by CDSL had been blocked and only those members who were present at the AGM through VC and who had not voted on remote e-voting were allowed to cast their votes through e-voting system during the AGM.



7. After closure of e-voting at the AGM, the votes cast through e-voting at the AGM and through remote e-voting prior to the date of AGM were unblocked and downloaded from the e-voting website of Central Depository Services (India) Limited ([https:// https://www.evotingindia.com/](https://www.evotingindia.com/)) in the presence of two witnesses, who are not in the employment of the company. The e-voting data/results downloaded from the e-voting system of CDSL were scrutinized and reviewed, the votes were counted, and the results were prepared.
8. Based on the data downloaded from CDSL e-voting system, the total votes cast in favour or against all the resolutions proposed in the Notice of the AGM are as under:

**(A) RESOLUTION No.- 1– Adoption of audited financial statements.**

(i) Voted in favour of the resolution:

| Particulars                                 | Number of members present and exercised voting | Number of votes cast by them | % of total number of votes cast |
|---|--|------------------------------|---------------------------------|
| E-Voting                                    | 123  | 1,10,47,235                  | 100.00                          |
| electronic voting (e-voting) during the AGM | 13   | 54,013                       |                                 |
| <b>TOTAL</b>                                | <b>136</b>                                     | <b>1,11,01,248</b>           |                                 |

(ii) Voted against the resolution:

| Particulars                                 | Number of members present and exercised voting | Number of votes cast by them | % of total number of votes cast |
|---|--|------------------------------|---------------------------------|
| E-Voting                                    | 0  | 0                            | 0.00                            |
| electronic voting (e-voting) during the AGM | 0  | 0                            |                                 |
| <b>TOTAL</b>                                | <b>0</b>                                       | <b>0</b>                     |                                 |

(iii) Invalid votes:

| Particulars                                 | Number of members present and exercised voting | Number of votes cast by them |
|---|--|------------------------------|
| E-Voting                                    | 0  | 0                            |
| electronic voting (e-voting) during the AGM | 0  | 0                            |
| <b>TOTAL</b>                                | <b>0</b>                                       | <b>0</b>                     |

**(B) RESOLUTION No.-2 : Declaration of Dividend.**

(i) Voted in favour of the resolution:

| Particulars                                 | Number of members present and exercised voting | Number of votes cast by them | % of total number of votes cast |
|---|--|------------------------------|---------------------------------|
| E-Voting                                    | 123  | 1,10,47,235                  | 100.00                          |
| electronic voting (e-voting) during the AGM | 13   | 54,013                       |                                 |
| <b>TOTAL</b>                                | <b>136</b>                                     | <b>1,11,01,248</b>           |                                 |



(ii) Voted against the resolution:

| Particulars                                 | Number of members present and exercised voting | Number of votes cast by them | % of total number of votes cast |
|---|--|------------------------------|---------------------------------|
| E-Voting                                    | 0  | 0                            | <b>0.00</b>                     |
| electronic voting (e-voting) during the AGM | 0  | 0                            |                                 |
| <b>TOTAL</b>                                | <b>0</b>                                       | <b>0</b>                     |                                 |

(iii) Invalid votes:

| Particulars                                 | Number of members present and exercised voting | Number of votes cast by them |
|---|--|------------------------------|
| E-Voting                                    | 0  | 0                            |
| electronic voting (e-voting) during the AGM | 0  | 0                            |
| <b>TOTAL</b>                                | <b>0</b>                                       | <b>0</b>                     |

**(C) RESOLUTION No.- 3: Appointment of Mr. K. Ch. Subba Rao (DIN:01685123) liable to retire by rotation**

(i) Voted in favour of the resolution:

| Particulars                                 | Number of members present and exercised voting | Number of votes cast by them | % of total number of votes cast |
|---|--|------------------------------|---------------------------------|
| E-Voting                                    | 122  | 1,10,38,814                  | <b>99.92%</b>                   |
| electronic voting (e-voting) during the AGM | 13   | 54,013                       |                                 |
| <b>TOTAL</b>                                | <b>135</b>                                     | <b>1,10,92,827</b>           |                                 |

(ii) Voted against the resolution:

| Particulars                                 | Number of members present and exercised voting | Number of votes cast by them | % of total number of votes cast |
|---|--|------------------------------|---------------------------------|
| E-Voting                                    | 1  | 8,421                        | <b>0.08%</b>                    |
| electronic voting (e-voting) during the AGM | 0  | 0                            |                                 |
| <b>TOTAL</b>                                | <b>1</b>                                       | <b>8,421</b>                 |                                 |

(iii) Invalid votes:

| Particulars                                 | Number of members present and exercised voting | Number of votes cast by them |
|---|--|------------------------------|
| E-Voting                                    | 0  | 0                            |
| electronic voting (e-voting) during the AGM | 0  | 0                            |
| <b>TOTAL</b>                                | <b>0</b>                                       | <b>0</b>                     |



**(D) RESOLUTION No.- 4: Grant of Stock Options 1% or more of the issued share capital of the Company.:**

| Particulars                                 | Number of members present and exercised voting | Number of votes cast by them | % of total number of votes cast |
|---|--|------------------------------|---------------------------------|
| E-Voting                                    | 121  | 1,10,30,230                  |                                 |
| electronic voting (e-voting) during the AGM | 13   | 54,013                       |                                 |
| <b>TOTAL</b>                                | <b>134</b>                                     | <b>1,10,84,243</b>           |                                 |

(ii) Voted against the resolution:

| Particulars                                 | Number of members present and exercised voting | Number of votes cast by them | % of total number of votes cast |
|---|--|------------------------------|---------------------------------|
| E-Voting                                    | 2  | 17,005                       |                                 |
| electronic voting (e-voting) during the AGM | 0  | 0                            |                                 |
| <b>TOTAL</b>                                | <b>2</b>                                       | <b>17,005</b>                |                                 |

(iii) Invalid votes:

| Particulars                                 | Number of members present and exercised voting | Number of votes cast by them |
|---|--|------------------------------|
| E-Voting                                    | 0  | 0                            |
| electronic voting (e-voting) during the AGM | 0  | 0                            |
| <b>TOTAL</b>                                | <b>0</b>                                       | <b>0</b>                     |

**(E) RESOLUTION No.-5: Payment of one percent commission to Non-Whole Time Directors:**

(i) Voted in favour of the resolution:

| Particulars                                 | Number of members present and exercised voting | Number of votes cast by them | % of total number of votes cast |
|---|--|------------------------------|---------------------------------|
| E-Voting                                    | 123  | 1,10,47,235                  | <b>100.00</b>                   |
| electronic voting (e-voting) during the AGM | 13   | 54,013                       |                                 |
| <b>TOTAL</b>                                | <b>136</b>                                     | <b>1,11,01,248</b>           |                                 |

(ii) Voted against the resolution:

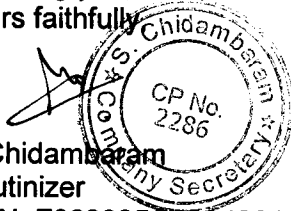
| Particulars                                 | Number of members present and exercised voting | Number of votes cast by them | % of total number of votes cast |
|---|--|------------------------------|---------------------------------|
| E-Voting                                    | 0  | 0                            | <b>0</b>                        |
| electronic voting (e-voting) during the AGM | 0  | 0                            |                                 |
| <b>TOTAL</b>                                | <b>0</b>                                       | <b>0</b>                     |                                 |



(iii) Invalid votes:

| Particulars                                 | Number of members present and exercised voting | Number of votes cast by them |
|---|--|------------------------------|
| E-Voting                                    | 0  | 0                            |
| electronic voting (e-voting) during the AGM | 0  | 0                            |
| TOTAL                                       | 0  | 0                            |

Thanking you,  
Yours faithfully,



S. Chidambaram  
Scrutinizer  
UDIN: F003935C000420111

Place: Hyderabad  
Dated: 04.06.2021