

XSL/SE/2021-22/25

September 28, 2021

The Secretary
Listing Department
BSE Limited
PJ Towers,
Dalal Street,
Mumbai - 400 001
Script Code: 532616

The Secretary
Listing Department
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor,
Plot No. C/1, G Block, Bandra Kurla
Complex, Bandra (East), Mumbai 400 051
Script Code: XCHANGING

Sub: Details of Voting Results through Remote e-Voting and e-Voting at the AGM under Regulation 44(3) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 (“SEBI Listing Regulations”) along with Consolidated Scrutinizer's Report

Xchanging Solutions Limited, a DXC
Technology Company

CIN: L72200KA2002PLC030072
Registered Office: Kalyani Tech Park - Survey
No 1, 6 & 24, Kundanhalli Village, K R Puram
Hobli, Bangalore - 560066, Karnataka, India
T +91.(0) 80.43640000
www.dxc.com

Dear Sir(s),

This is to inform that the 20th Annual General Meeting (**AGM**) of the Company was held on Monday, September 27, 2021 at 11.00 A.M. (IST) and concluded at 11.50 A.M. (IST) through Video Conferencing (**VC**) / Other Audio Visual Means (**OAVM**) facility.

The details of voting results, as per the requirements of Regulation 44(3) of the SEBI Listing Regulations read with Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, is enclosed herewith in the prescribed format as **Annexure – 1**.

We are also enclosing the Consolidated Report of the Scrutinizer on Remote e-Voting and e-Voting at the AGM annexed here as **Annexure – 2**.

The voting results and the Consolidated Report of the Scrutinizer are also being uploaded on the Company's website at <https://www.dxc.com/in/en/about-us/xchanging-solutions-limited-investor-relations> and on the website of KFin Technologies Private Limited at <https://evoting.kfintech.com>.

This is for your information and records.

Thanking You,

Yours Sincerely,
For Xchanging Solutions Limited

Aruna Mohandoss
Company Secretary
Membership No: - A24023

Address: Kalyani Tech Park - Survey No 1, 6 & 24,
Kundanhalli Village, K R Puram Hobli,
Bangalore - 560066, Karnataka, India

Encl: As above

[A] DETAILS OF THE PROCEEDINGS OF THE MEETING

S. No	Particulars	Details
1	Date of AGM	Monday, September 27, 2021
2	Total No. of Shareholders as on Cut-off Date i.e. Wednesday, September 20, 2021 for voting purpose	59086
3	No. of Shareholders present in the AGM either in person or through proxy (a) Promoter and Promoter Group(s) : (b) Public :	Not Applicable
4	Total No. of shareholders attended the AGM through Video Conferencing and Other Audio-Visual Means facility: (a) Promoter and Promoter Group(s) : (b) Public :	3 49

[B] RESULTS OF THE MEETING

S. No.	Agenda	Type of Resolution (<i>Ordinary/ Special</i>)	Mode of Voting	Remarks
1	To receive, consider and adopt: (a) the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2021 together with the Report of the Board of Directors and Auditors thereon; and (b) the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2021, together with the Report of Auditors thereon.	Ordinary Resolution	Remote e-Voting and e-Voting during the AGM	Passed with requisite majority
2	To appoint a Director in place of Mrs. Gidugu Tatavarti Kalpana (DIN: 06644105), who retires by rotation and being eligible, offers herself for re-appointment as a Director.	Ordinary Resolution	Remote e-Voting and e-Voting during the AGM	Passed with requisite majority
3	To re-appoint Auditors, M/s. Deloitte Haskins & Sells LLP, Chartered Accountants, (Firm registration No. 117366W/W-100018) and fix their remuneration.	Ordinary Resolution	Remote e-Voting and e-Voting during the AGM	Passed with requisite majority

4	To re-appoint Mr. Shrenik Kumar Champalal (DIN: 08099410) as Whole Time Director (Executive Director) of the Company for a period of three years.	Special Resolution	Remote e-Voting and e-Voting during the AGM	Passed with requisite majority
5	To appoint Mr. Nachiket Vibhakar Sukhtankar (DIN: 08778377) as Director of the Company.	Ordinary Resolution	Remote e-Voting and e-Voting during the AGM	Passed with requisite majority
6	To appoint Mr. Nachiket Vibhakar Sukhtankar (DIN: 08778377) as Chief Executive Officer and Managing Director of the Company for a period of three years.	Special Resolution	Remote e-Voting and e-Voting during the AGM	Passed with requisite majority

[C] RESOLUTIONWISE DETAILS OF VOTING RESULTS: Details of voting results, as per the requirements of Regulation 44(3) of the SEBI Listing Regulations, as attached.

General Information about Company	
Company Name	XCHANGING SOLUTIONS LIMITED
NSE Scrip Code	XCHANGING
BSE Scrip Code	532616
Type of Meeting	Annual General Meeting
Date of Meeting	Monday, September 27, 2021
Start Time of Meeting	11.00 AM IST
End Time of Meeting	11.50 AM IST
ISIN	INE692G01013
Voting Results	
Record Date (i.e. Cut-Off Date)	Monday, September 20, 2021
Total No. of shareholders on Record Date	59086
Details of the Remote E-voting	Voting Start Date : Friday, September 24, 2021 (9.00 A.M. IST); and Voting end Date : Sunday, September 26, 2021 (5.00 P.M. IST)
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:	3
b) Public:	49
No. of Resolution passed in the meeting	6

Resolution Details								
Resolution Number	1							
Resolution required: (Ordinary/Special)	Ordinary							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Description of Resolution Concerned	To receive, consider and adopt a.the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2021, together with the Reports of the Board of Directors and the Auditors thereon and b.the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2021, together with the Report of the Auditors thereon							
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	8,35,52,787	8,35,52,787	100.0000	8,35,52,787	0	100.0000	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
Public- Institutions	E-Voting	4,52,429	0	0.0000	0	0	0.0000	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
Public- Non Institutions	E-Voting	2,73,98,500	2,86,004	1.0439	2,84,775	1,229	99.5703	0.4297
	Poll		183	0.0007	183	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0	0
Total		11,14,03,716	8,38,38,974	75.2569	8,38,37,745	1,229	99.9985	0.0015

Resolution Details								
Resolution Number	2							
Resolution required: (Ordinary/Special)	Ordinary							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Description of Resolution Concerned	To appoint a Director in place of Mrs. Gidugu Kalpana Tatavarti (DIN: 06644105), who retires by rotation and being eligible, offers herself for re-appointment as a Director.							
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	8,35,52,787	8,35,52,787	100.0000	8,35,52,787	0	100.0000	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
Public- Institutions	E-Voting	4,52,429	0	0.0000	0	0	0.0000	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
Public- Non Institutions	E-Voting	2,73,98,500	2,85,766	1.0430	1,88,306	97,460	65.8952	34.1048
	Poll		183	0.0007	83	100	45.3552	54.6448
	Postal Ballot (if applicable)		0	0	0	0	0	0
Total		11,14,03,716	8,38,38,736	75.2567	8,37,41,176	97,560	99.8836	0.1164

Resolution Details								
Resolution Number	3							
Resolution required: (Ordinary/Special)	Ordinary							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Description of Resolution Concerned	To re-appoint Auditors, M/s. Deloitte Haskins & Sells LLP, Chartered Accountants, (Firm registration No. 117366W/W-100018) and fix their remuneration							
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	8,35,52,787	8,35,52,787	100.0000	8,35,52,787	0	100.0000	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
Public- Institutions	E-Voting	4,52,429	0	0.0000	0	0	0.0000	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
Public- Non Institutions	E-Voting	2,73,98,500	2,85,966	1.0437	2,84,126	1,840	99.3566	0.6434
	Poll		183	0.0007	183	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0	0
Total		111403716	8,38,38,936	75.2569	8,38,37,096	1,840	99.9978	0.0022

Resolution Details								
Resolution Number	4							
Resolution required: (Ordinary/Special)	Special							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Description of Resolution Concerned	To re-appoint Mr. Shrenik Kumar Champalal (DIN 08099410) as Whole Time Director (Executive Director) of the Company for a period of three years							
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	8,35,52,787	8,35,52,787	100.0000	8,35,52,787	0	100.0000	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
Public- Institutions	E-Voting	4,52,429	0	0.0000	0	0	0.0000	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
Public- Non Institutions	E-Voting	2,73,98,500	2,85,751	1.0429	2,82,585	3,166	98.8920	1.1080
	Poll		183	0.0007	183	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	11,14,03,716	8,38,38,721	75.2567	8,38,35,555	3,166	99.9962	0.0038

Resolution Details								
Resolution Number	5							
Resolution required: (Ordinary/Special)	Ordinary							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes							
Description of Resolution Concerned	To appoint Mr. Nachiket Vibhakar Sukhtankar (DIN 08778377) as Director of the Company							
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	8,35,52,787	8,35,52,787	100.0000	8,35,52,787	0	100.0000	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
Public- Institutions	E-Voting	4,52,429	0	0.0000	0	0	0.0000	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
Public- Non Institutions	E-Voting	2,73,98,500	2,85,990	1.0438	2,82,904	3,086	98.9209	1.0791
	Poll		183	0.0007	183	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	11,14,03,716	8,38,38,960	75.2569	8,38,35,874	3,086	99.9963	0.0037

Resolution Details								
Resolution Number	6							
Resolution required: (Ordinary/Special)	Special							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes							
Description of Resolution Concerned	To appoint Mr. Nachiket Vibhakar Sukhtankar (DIN 08778377) as Chief Executive Officer and Managing Director of the Company for a period of three years							
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	8,35,52,787	8,35,52,787	100.0000	8,35,52,787	0	100.0000	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
Public- Institutions	E-Voting	4,52,429	0	0.0000	0	0	0.0000	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
Public- Non Institutions	E-Voting	2,73,98,500	2,86,005	1.0439	2,84,493	1,512	99.4713	0.5287
	Poll		183	0.0007	183	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0	0
Total		11,14,03,716	8,38,38,975	75.2569	8,38,37,463	1,512	99.9982	0.0018



Date: September 28, 2021

SCRUTINIZER'S REPORT

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

To,
The Chairperson/ Board of Directors
Xchanging Solutions Limited
Kalyani Tech Park, Survey No 1, 6 & 24,
Kundanhalli Village, K R Puram, Hobli,
Bangaluru – 560066, Karnataka

[CIN: L72200KA2002PLC030072]

Dear Sir,

Sub: Consolidated Scrutinizer's Report on Remote e-Voting and e-Voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 for the 20th Annual General Meeting of Xchanging Solutions Limited, for the Financial Year 2020-21, held on Monday, September 27, 2021 at 11:00 A.M. (IST) through Video Conferencing/ Other Audio Visual Means

I, Ankush Agarwal, Partner (Membership No. F9719 & COP. No. 14486) of M/s. MAKS & Co., Practicing Company Secretaries (FRN : P2018UP067700), had been appointed as the Scrutinizer by the Board of Directors pursuant to Section 108 of the Companies Act, 2013 (“**the Act**”) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (“**The Rules**”), as amended, to conduct the **Remote e-Voting and e-Voting process in a fair and transparent manner** in respect of the below mentioned resolutions proposed at the 20th Annual General Meeting (“**AGM**”) of Xchanging Solutions Limited (“**the Company**”), held on Monday, September 27, 2021 at 11:00 A.M. (IST) through Video Conferencing (“**VC**”) / Other Audio Visual Means (“**OAVM**”).

The Management of the Company is responsible to ensure the compliances of the Act and the Rules thereof on the resolutions contained in the Notice of the AGM. My responsibilities as scrutinizer is restricted to make a scrutinizer’s report of the votes cast ‘For’ or ‘Against’ the resolutions stated in the Notice.

Report on scrutiny:

1. The AGM Notice was circulated by the Company to the shareholders whose email addresses are registered with the Company/Depositories for convening of AGM of the Company on Monday, September 27, 2021 at 11.00 A.M. (IST) through VC / OAVM to transact the business, as set out in the AGM Notice, as stated above, in compliance with the applicable provisions of the Act and Rules framed thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with General Circular No. 14/2020 dated April 8, 2020; 17/2020 dated April 13, 2020; 20/2020 dated May 05, 2020; 02/2021 dated January 13, 2021 issued by the Ministry of Corporate Affairs (“**MCA**”) (hereinafter collectively referred to as “**MCA Circulars**”) read with 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 issued by the Securities and Exchange Board of India (“**SEBI Circulars**”) (hereinafter collectively referred to as “**the Circulars**”) permitting the Companies to hold General Meetings without the physical presence of Members at a common venue. The dispatch of the Notice of AGM through e-mails was completed on Thursday, September 02, 2021.



2. The Company had availed the Remote e-Voting and e-Voting Facility offered by M/s. KFin Technologies Private Limited (“**KFin Technologies**”) for conducting Remote e-Voting / e-Voting by the Shareholders of the Company.
3. The Remote e-voting commenced from Friday, September 24, 2021 (9.00 A.M. IST) and ended on Sunday, September 26, 2021 (5.00 P.M. IST) and at the end of Remote e-Voting period, voting portal of service provider was blocked forthwith.
4. Members who had not casted their vote by Remote e-Voting were allowed to do e-Voting at the AGM.
5. The Equity Shareholders holding shares as on Cut-off date i.e. Monday, September 20, 2021, were entitled to vote on the resolutions stated in the Notice of the AGM of the Company.
6. After the closure of e-Voting at the AGM, the report on e-Voting done at the AGM and the votes cast under Remote e-Voting facility prior to the AGM were unblocked and were counted.
7. I have scrutinized and reviewed the Remote e-Voting prior and e-Voting during the AGM and votes cast therein based on the data downloaded from the e-Voting system of KFin Technologies.
8. I now submit my consolidated report as under on the result of the Remote e-Voting prior and e-Voting during the AGM in respect of the following resolutions.

S. No.	Type of Resolution	Particulars
1	Ordinary Resolution	To receive, consider and adopt: (a) the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2021 together with the Report of the Board of Directors and Auditors thereon; and (b) the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2021, together with the Report of Auditors thereon.
2	Ordinary Resolution	To appoint a Director in place of Mrs. Gidugu Tatavarti Kalpana (DIN: 06644105), who retires by rotation and being eligible, offers herself for re-appointment as a Director.
3	Ordinary Resolution	To re-appoint Auditors, M/s. Deloitte Haskins & Sells LLP, Chartered Accountants, (Firm registration No. 117366W/W-100018) and fix their remuneration.
4	Special Resolution	To re-appoint Mr. Shrenik Kumar Champalal (DIN: 08099410) as Whole Time Director (Executive Director) of the Company for a period of three years.
5	Ordinary Resolution	To appoint Mr. Nachiket Vibhakar Sukhtankar (DIN: 08778377) as Director of the Company.
6	Special Resolution	To appoint Mr. Nachiket Vibhakar Sukhtankar (DIN: 08778377) as Chief Executive Officer and Managing Director of the Company for a period of three years.

**CONSOLIDATED REPORT ON RESULT OF VOTING THROUGH REMOTE E-VOTING PRIOR AND E-VOTING DURING THE AGM IS AS UNDER:****ITEM NO. 1: ORDINARY RESOLUTION**

To receive, consider and adopt:

(a) the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2021 together with the Report of the Board of Directors and Auditors thereon; and

(b) the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2021, together with the Report of Auditors thereon.

(i) Voted in **favour** of the resolution:

Number of Members voted	Number of valid Votes Cast by them	% of total number of valid votes cast
183	83837745	99.99

(ii) Voted **against** the resolution:

Number of Members voted	Number of valid Votes Cast by them	% of total number of valid votes cast
7	1229	Negligible

(iii) Votes **invalid**:

Number of Members whose votes were declared invalid	Number of Invalid Votes Cast by them
0	NA

Note:

(1). 3 Members holding 474 Shares abstained from voting on the Resolution No. 1 and therefore these shares (i.e. 474 Shares) were not considered for reckoning valid votes; and

(2). 3 Members voted less by 12 Shares on the Resolution No. 1 than the shares they held and therefore these shares (i.e. 12 Shares) were not considered for reckoning valid votes.

ITEM NO. 2: ORDINARY RESOLUTION

To appoint a Director in place of Mrs. Gidugu Tatavarti Kalpana (DIN: 06644105), who retires by rotation and being eligible, offers herself for re-appointment as a Director.

(i) Voted in **favour** of the resolution:

Number of Members voted	Number of valid Votes Cast by them	% of total number of valid votes cast
168	83741176	99.88

(ii) Voted **against** the resolution:

Number of Members voted	Number of valid Votes Cast by them	% of total number of valid votes cast
23	97560	0.12

**(iii) Votes invalid:**

Number of Members whose votes were declared invalid	Number of Invalid Votes Cast by them
0	NA

Note:

(1). 3 Members holding 714 Shares abstained from voting on the Resolution No. 2 and therefore these shares (i.e. 714 Shares) were not considered for reckoning valid votes; and

(2). 3 Members voted less by 10 Shares on the Resolution No. 2 than the shares they held and therefore these shares (i.e. 10 Shares) were not considered for reckoning valid votes.

ITEM NO. 3: ORDINARY RESOLUTION

To re-appoint Auditors, M/s. Deloitte Haskins & Sells LLP, Chartered Accountants, (Firm Registration No. 117366W/W-100018) and fix their remuneration.

(i) Voted in favour of the resolution:

Number of Members voted	Number of valid Votes Cast by them	% of total number of valid votes cast
171	83837096	99.99

(ii) Voted against the resolution:

Number of Members voted	Number of valid Votes Cast by them	% of total number of valid votes cast
19	1840	Negligible

(iii) Votes invalid:

Number of Members whose votes were declared invalid	Number of Invalid Votes Cast by them
0	NA

Note:

(1). 4 Members holding 486 Shares abstained from voting on the Resolution No. 3 and therefore these shares (i.e. 486 Shares) were not considered for reckoning valid votes; and

(2). 4 Members voted less by 38 Shares on the Resolution No. 3 than the shares they held and therefore these shares (i.e. 38 Shares) were not considered for reckoning valid votes.

ITEM NO. 4: SPECIAL RESOLUTION

To re-appoint Mr. Shrenik Kumar Champalal (DIN: 08099410) as Whole Time Director (Executive Director) of the Company for a period of three years.

(i) Voted in favour of the resolution:

Number of Members voted	Number of valid Votes Cast by them	% of total number of valid votes cast
173	83835555	99.99



(ii) Voted **against** the resolution:

Number of Members voted	Number of valid Votes Cast by them	% of total number of valid votes cast
16	3166	Negligible

(iii) Votes **invalid**:

Number of Members whose votes were declared invalid	Number of Invalid Votes Cast by them
0	NA

Note:

(1). 4 Members holding 724 Shares abstained from voting on the Resolution No. 4 and therefore these shares (i.e. 724 Shares) were not considered for reckoning valid votes; and

(2). 3 Members voted less by 15 Shares on the Resolution No. 4 than the shares they held and therefore these shares (i.e. 15 Shares) were not considered for reckoning valid votes.

ITEM NO. 5: ORDINARY RESOLUTION

To appoint Mr. Nachiket Vibhakar Sukhtankar (DIN: 08778377) as Director of the Company.

(i) Voted in **favour** of the resolution:

Number of Members voted	Number of valid Votes Cast by them	% of total number of valid votes cast
176	83835874	99.99

(ii) Voted **against** the resolution:

Number of Members voted	Number of valid Votes Cast by them	% of total number of valid votes cast
14	3086	Negligible

(iii) Votes **invalid**:

Number of Members whose votes were declared invalid	Number of Invalid Votes Cast by them
0	N.A.

Note:

(1). 3 Members holding 474 Shares abstained from voting on the Resolution No. 5 and therefore these shares (i.e. 474 Shares) were not considered for reckoning valid votes; and

(2). 4 Members voted less by 26 Shares on the Resolution No. 5 than the shares they held and therefore these shares (i.e. 26 Shares) were not considered for reckoning valid votes.

ITEM NO. 6: SPECIAL RESOLUTION

To appoint Mr. Nachiket Vibhakar Sukhtankar (DIN: 08778377) as Chief Executive Officer and Managing Director of the Company for a period of three years.

(i) Voted in **favour** of the resolution:

Number of Members voted	Number of valid Votes Cast by them	% of total number of valid votes cast
176	83837463	99.99

(ii) Voted **against** the resolution:

Number of Members voted	Number of valid Votes Cast by them	% of total number of valid votes cast
14	1512	Negligible

(iii) Votes **invalid**:

Number of Members whose votes were declared invalid	Number of Invalid Votes Cast by them
0	NA

Note:

(1). 3 Members holding 474 Shares abstained from voting on the Resolution No. 6 and therefore these shares (i.e. 474 Shares) were not considered for reckoning valid votes; and

(2). 1 Member voted less by 11 Shares on the Resolution No. 6 than the shares they held and therefore these shares (i.e. 11 Shares) were not considered for reckoning valid votes.

- Based on the above voting, all resolutions carried on with requisite majority, accordingly I request the Chairman of the AGM to announce the results of the meeting.
- All relevant records of voting will remain in my custody until the Chairman considers, approves and signs the minutes of the AGM and the same shall be handed over thereafter to the Chairman.

Thanking you,

Yours Sincerely,

For **MAKS & Co.,**
Company Secretaries
 [FRN P2018UP067700]

Ankush
 Agarwal

Digitally signed by
 Ankush Agarwal
 Date: 2021.09.28
 15:04:11 +05'30'

Ankush Agarwal
Partner

Membership No: F9719

C.P. No: 14486

UDIN: F009719C001023600

Date: 28. 09. 2021

Place: Noida, U.P.



Countersigned by

Nachiket Vibhakar Sukhtankar
Chairman of the AGM