



Melstar Information Technologies Limited

CIN : L99999MH1986PLC040604

28.09.2018

BOMBAY STOCK EXCHANGE LIMITED P. J. TOWERS, DALAL STREET, MUMBAI - 400 001 SCRIP CODE 532307	NATIONAL STOCK EXCHANGE OF INDIA LIMITED Exchange Plaza, Bandra Kurla Complex, Bandra (East), Mumbai - 400 051 MELSTAR
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Sub: Scrutinizer's report for 31st Annual General Meeting held on Thursday, 27th September, 2018.

Dear Sir,

Pursuant to the provisions of **Section 108** of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) rules, 2014, as amended by Companies (Management and Administration) Rules 2015 read with **Regulation 44** of SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015.

We enclose herewith the consolidated results of remote e-voting and voting at the Annual General Meeting of the Company in respect of the Resolutions passed at the 31st Annual General Meeting of the Company held on **27th September, 2018** at "**126**", **Sitaram Poddar Marg, Fanas Wadi, Mumbai - 400002**. The remote e-voting commenced on **Monday, The 24th September, 2018** at **09.00 A.M.** and ended on **Wednesday, The 26th September, 2018** at **5:00 P.M.**

We enclose herewith Scrutinizer's report on Remote E-voting and voting at the meeting.

Please take the documents on record.

Yours faithfully,

For **MELSTAR INFORMATION TECHNOLOGIES LIMITED**


(Farida Bhatia)
Company Secretary
Encl: As above



Registered Office:
159, 5th Floor, Industry House,
Reclamation, Churchgate,
Mumbai 400 020. INDIA.
Phone : +91(22) 6235 6400
Fax : +91(22) 6235 6402
URL : www.melstar.com

DETAILS OF AGENDA

Resolution No: 1. Adoption of Accounts for the year ended 31.03.2018.					
Resolution Required : Ordinary					
Promoter /Public	No. of shares	No of votes e-voting & polled	% of votes polled on outstanding	No of votes in favor	No. of Votes against
Promoters and promoter group	6720976	6720976	100	6720976	0
Public Institutional holders	100000	0	0	0	0
Public and others	7462163	1885	0.025	775	1110
Total	14283139	6724347	47.08	6721751	1110
% of Votes Casted				99.97	0.021

Resolution No: 2. Re-appointment of M/s Sarda & Pareek, Chartered Accountant as Statutory Auditors of the Company.					
Resolution Required : Ordinary					
Promoter /Public	No. of shares	No of votes e-voting & polled	% of votes polled on outstanding	No of votes in favor	No. of Votes against
Promoters and promoter group	6720976	6720976	100	6720976	0
Public Institutional holders	100000	0	0	0	0
Public and others	7462163	1885	0.025	775	1110
Total	14283139	6724347	47.08	6721751	1110
% of Votes Casted				99.97	0.021

Resolution No: 3. To consider the regularization of appointment of Mr. Bhalchandra Shinde as Non Executive Director of the company.					
Resolution Required : Ordinary					
Promoter /Public	No. of shares	No of votes e-voting & polled	% of votes polled on outstanding	No of votes in favor	No. of Votes against
Promoters and promoter group	6720976	6720976	100	6720976	0
Public Institutional holders	100000	0	0	0	0
Public and others	7462163	1537	0.02	425	1112
Total	14283139	6722513	47.07	6721401	1112
% of Votes Casted				99.98	0.021



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Resolution No: 4. To consider the regularization of appointment of Mr. Durgesh Jadhav as an Independent and Non Executive Director of the Company.					
Resolution Required : Ordinary					
Promoter /Public	No. of shares	No of votes e-voting & polled	% of votes polled on outstanding	No of votes in favor	No. of Votes against
Promoters and promoter group	6720976	6720976	100	6720976	0
Public Institutional holders	100000	0	0	0	0
Public and others	7462163	1887	0.025	775	1112
Total	14283139	6722863	47.07	6721751	1112
% of Votes Casted				99.98	0.021

Resolution No: 5. To consider the regularization of appointment of Mrs. Sadhana Patil as an Independent and Non Executive Director of the company.					
Resolution Required : Ordinary					
Promoter /Public	No. of shares	No of votes e-voting & polled	% of votes polled on outstanding	No of votes in favor	No. of Votes against
Promoters and promoter group	6720976	6720976	100	6720976	0
Public Institutional holders	100000	0	0	0	0
Public and others	7462163	1887	0.025	475	1412
Total	14283139	6722863	47.07	6721451	1412
% of Votes Casted				99.98	0.017



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Form No. MGT-13

Report of Scrutinizer(s)

[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014

To,
The Chairman
MELSTAR INFORMATION TECHNOLOGIES LIMITED
159, Industry House, 5th Floor,
Churchgate Reclamation, Mumbai
Mumbai City MH 400020 IN

Dear Sir,

Sub: Consolidated Scrutinizer's Report on remote e-voting/physical ballot forms 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 and Voting at the Annual General Meeting of Melstar Information Technologies Limited held on Thursday, 27th September, 2018 at 11.00 a.m.

I, Mr. Sushil Talathi of M/s. Sushil Talathi & Associates, Practising Company Secretary, has been appointed as the Scrutinizer by the Board of Directors of Melstar Information Technologies Limited pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015, to conduct e-voting process and to scrutinize the physical ballot forms received from the shareholders in respect of the below mentioned resolutions passed at the 31st Annual General Meeting of Melstar Information Technologies Limited, held on Thursday 27th September, 2018 at 11.00 A.M. at "126", Sitaram Poddar Marg, Fanas Wadi, Mumbai - 400002.

I was also appointed as Scrutinizer to scrutinize the voting process at the said Annual General Meeting held on Thursday 27th September, 2018 at 11.00 A.M.

The Notice dated 10th August, 2018 along with statement setting out material facts under Section 102 of the Act were sent to the Shareholders in respect of the below mentioned resolutions passed at the Annual General Meeting of the Company.

The Company had availed the e-voting facility offered by National Securities Depository Limited (NSDL) for conducting remote e-voting by the Shareholders of the Company. The Company has also



provided voting by physical ballot forms to the Shareholders who do not have access to remote e-voting facility.

The shareholders of the Company holding shares as on the "cut-off" date Thursday, 20th September, 2018 were entitled to vote on the resolutions as contained in the Notice of the Annual General Meeting.

The voting period for remote e-voting commenced on Monday, 24th September, 2018 at 09.00 a.m. and ended on Wednesday, 26th September, 2018 at 05.00 p.m. and the NSDL e-voting platforms was blocked thereafter.

After the closure of the voting at the Annual General Meeting, the report on voting done at the meeting was generated in my presence and the voting was diligently scrutinized.

The votes cast under remote e-voting facility were thereafter unblocked in the presence of two witnesses who were not in the employment of the Company and after the conclusion of the voting at the Annual General Meeting the votes cast there under were counted.

I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the NSDL e-voting systems and the ballot forms received respectively.

I now submit my Consolidated Report as under on the result of the remote e-voting/physical ballot forms in respect of the said Resolutions.

(a) Resolution No. 1: Ordinary Resolution

To consider and adopt

The audited financial statement of the Company for the financial year ended March 31, 2018.

(i) Voted in favour of the resolution:

	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E Votes	8	67,21,451	99.95
Voting by Polling Paper	27	1,486	0.022
Total	35	67,22,937	99.97



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

	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E Votes	4	1,410	0.021
Voting by Polling Paper	0	0	0
Total	4	1,410	0.021

iii) Invalid votes:

	Number of members whose votes were declared invalid	Number of votes cast by them
Remote E Votes	NIL	Nil
Voting by Polling Paper	NIL	Nil
Total	NIL	Nil

* One Share Holder is abstain from voting for this resolution.

b) Resolution No. 2: Ordinary Resolution

To re-appoint M/s Sarda & Pareek as Statutory Auditor

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

	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E Votes	8	67,21,451	99.95
Voting by Polling Paper	27	1,486	0.022
Total	35	67,22,937	99.97

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

	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E Votes	4	1,410	0.021
Voting by Polling Paper	0	0	0
Total	4	1,410	0.021



iii) Invalid votes:

	Number of members whose votes were declared invalid	Number of votes cast by them
Remote E Votes	NIL	NIL
Voting by Polling Paper	NIL	NIL
Total	NIL	NIL

* One Share Holder is abstain from voting for this resolution.

SPECIAL BUSINESS:

(c) Resolution No. 3: Ordinary Resolution

To consider the regularization of appointment of Mr. Bhalchandra Shinde as an independent & Non executive director

(i) Voted in favour of the resolution:

	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E Votes	7	67,21,101	99.96
Voting by Polling Paper	27	1,486	0.022
Total	34	67,22,587	99.98

(ii) Voted in against the resolution:

	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E Votes	5	1,412	0.021
Voting by Polling Paper	0	0	0
Total	5	1,412	0.021

iii) Invalid votes:

	Number of members whose votes were declared invalid	Number of votes cast by them
Remote E Votes	NIL	NIL
Voting by Polling Paper	NIL	NIL
Total	NIL	NIL

* One Share Holder is abstain from voting for this resolution.



(D) Resolution No. 4: Ordinary Resolution

Regularization of appointment of Mr. Durgesh Jadhav as an Independent & Non-Executive Director.

(i) Voted in favour of the resolution:

	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E Votes	8	67,21,451	99.96
Voting by Polling Paper	27	1,486	0.022
Total	35	67,22,937	99.98

(ii) Voted in against the resolution:

	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E Votes	5	1,412	0.021
Voting by Polling Paper	0	0	0
Total	5	1,412	0.021

iii) Invalid votes:

	Number of members whose votes were declared invalid	Number of votes cast by them
Remote E Votes	NIL	NIL
Voting by Polling Paper	NIL	NIL
Total	NIL	NIL

(E) Resolution No. 5: Ordinary Resolution

Regularization of appointment of Mrs. Sadhana Patil as an Independent & Non-Executive Director.

(i) Voted in favour of the resolution:

	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E Votes	9	67,21,751	99.96
Voting by Polling Paper	27	1,486	0.022
Total	36	67,23,237	99.98



(ii) Voted in against the resolution:

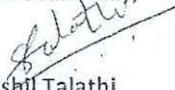
	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E Votes	4	1,112	0.017
Voting by Polling Paper	0	0	0
Total	4	1,112	0.017

iii) Invalid votes:

	Number of members whose votes were declared invalid	Number of votes cast by them
Remote E Votes	NIL	NIL
Voting by Polling Paper	NIL	NIL
Total	NIL	NIL

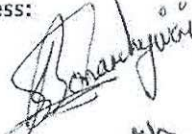

Thanking you,

Yours faithfully,

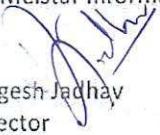

Sushil Talathi
Sushil Talathi & Associates
Company Secretaries
FCS: 8506 CP No.: 9781
Shop No.9, Bldg No. 1, Hema Park CHS Ltd
V.S Marg Bhandup east, Mumbai-400042
Place: Mumbai
Dated: 28/09/2018



Witness:

- 1) 
- 2) 

Countersigned by
For Melstar Information Technologies Limited


Durgesh Jadhav
Director
DIN No 08000007

