

# MPS Infotecnics Limited

CIN: L30007DL1989PLC131190  
An ISO 9001 - 2008 Company



Date: January 01, 2021

To,  
**BSE Limited,**  
25<sup>th</sup>, Floor, P.J. Towers, DalalStreet  
Fort, Mumbai-401 001

To,  
**National Stock Exchange of India Limited,**  
Exchange Plaza, C-1, Block G, BandraKurla  
Complex, Bandra (E), Mumbai- 400 051

**Security Code: 532411**

**NSE Symbol: VIESHINFO**

## **Sub:Declaration of voting Results of the 30<sup>th</sup>AnnualGeneral Meetingpursuant to Regulation 44(3)of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.**

Pursuant to provisions of Section 108 of the Companies Act, 2013 read with Rule 20 ofCompanies (Management and Administration) Rules, 2014, as amended&Regulation 44(3) of the SEBI (Listing Obligations and DisclosureRequirements) Regulations, 2015, we hereby inform you that the members of the Company at its 31<sup>st</sup>Annual General Meeting (AGM) held on Wednesday, 30<sup>th</sup>December, 2020 at 703, Arunachal Building, 19,Barakhamba Road, Connaught Place, New Delhi-110001, transacted the business as stated in the Notice of 31<sup>st</sup>Annual General Meeting dated 30<sup>th</sup> November, 2020.

In this connection, we hereby enclose the consolidated voting results of Remote E-Voting & voting system ("Insta Poll") in the format prescribed under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements)Regulations, 2015 together with Scrutinizer's Report.

This is for your information and request you to kindly take the same on records.

Thanking you,

Yours faithfully,  
For MPS Infotecnics Limited

  
**Garima Singh**  
Company Secretary  
Membership No. A37294



**Corporate Office :** B-55, Sector - 65, Noida (U.P.)-201301

Ph: +91-0120-4713900, Fax: +91-0120-4324040

**Regd. Office :** 703, Arunachal Building,  
19, Barakhamba Road, New Delhi-1

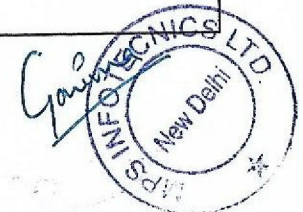
Ph.: 011-43571044, Fax: 011-43571047



CIN: L30007DL1989PLC131190

Details of voting as per Regulation 44(3) of the SEBI (Listing Regulations) based on results of voting at the 29th Annual General Meeting held on 30th December 2020

Date of AGM		30-Dec-20						
Total No. of Shareholders as on the record date i.e. 18th December 2020		48210						
No. of Shareholders present in the meeting either in person or through Proxy		44						
Promoter & Promoter Group		3						
Public		48207						
No. of Shareholders attended the meeting through Video Conferencing		Not Applicable						
Promoter & Promoter Group								
Public								
Resolution Required: (Ordinary / Special)		Ordinary (1): To receive consider and adopt the audited financial statements (including Audited Consolidated Financial Statement) of the Company for the Financial year ended 31st March 2020 and the reports fo Directors' and Auditors' Report thereon.						
Whether promoter / promoter group are interested in the Agenda / resolution		No						
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 of votes polled	% of Votes against the votes polled
		(1)	(2)	(3)=((2)/(1))*100	(4)	(5)	(6)=((4)/(2))*100	(7)=((5)/(2))*100
Promoter and Promoter	e-voting	1,203,511,967	0	0.00%	0.00	0.00	0.00%	#DIV/0!
	Poll		1,203,511,967	31.89%	1,203,511,967	0.00	100.00%	0.00%
	Total		1,203,511,967	31.89%	1,203,511,967	0.00	100.00%	0.00%
Public - Institution	e-voting	46,750	0	0.00%	0	0.00	0.00%	0.00%
	Poll		0	0.00%	0	0.00	0.00%	0.00%
	Total		0	0.00%	0	0.00	0.00%	0.00%
Public - Non-Institution	e-voting	2,570,877,938	9,873,120	0.26%	9,410,297.00	412,823.00	4.18%	4.18%
	Poll		53,397,038	1.41%	53,397,035.00	0.00	0.00%	0.00%
	Total		63,270,158	1.68%	62,807,332.00	412,823.00	0.65%	0.65%
Total		3,774,436,655	1,266,782,125	33.56%	1,266,319,299.00	412,823.00	99.96%	0.03%
Resolution Required: (Ordinary / Special)		Ordinary (2): Appointment of Mr. Ram Niwas Sharma (DIN: 08427985) as director of the company liabl to retire by rotation						





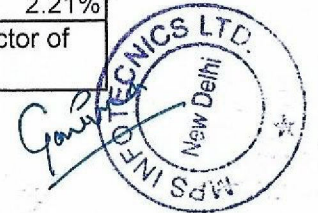
Whether promoter / promoter group are interested in the Agenda / resolution				No				
Category	Mode of Voting	No. of Shares held	No. of Votes Polled	% of Votes Polled on Outstanding shares	No. of Votes - in favour	No. of Votes - Against	% of Votes in favour of votes polled	% of Votes against the votes polled
		(1)	(2)	(3)=((2)/(1))*100	(4)	(5)	(6)=((4)/(2))*100	(7)=((5)/(2))*100
Promoter and Promoter Group	e-voting	1,203,511,967	0	0.00%	0	0	0.00%	0.00%
	Poll		1203511967	100.00%	1203511967	0	100.00%	0.00%
	Total		1203511967	100.00%	1203511967	0	100.00%	0.00%
Public - Institution	e-voting	46,750	0	0.00%	0	0	0.00%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Total		0	0.00%	0	0	0.00%	0.00%
Public - Non-Institution	e-voting	2,570,877,938	9873120	0.38%	8222271	1650849	83.28%	16.72%
	Poll		53397038	2.08%	53397035	0	100.00%	0.00%
	Total		63270158	2.46%	61619306	1650849	97.39%	2.61%
Total		3,774,436,655	1266782125	33.56%	1265131273	1650849	99.87%	0.13%

Resolution Required: (Ordinary / Special) Special (3): Re-appointment of Mr. Peeyush Kumar Aggarwal (DIN: 00090423) as Managing Director of the Company.

Whether promoter / promoter group are interested in the Agenda / resolution Yes

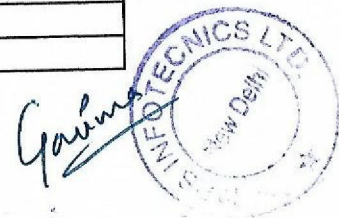
Category	Mode of Voting	No. of Shares held	No. of Votes Polled	% of Votes Polled on Outstanding shares	No. of Votes - in favour	No. of Votes - Against	% of Votes in favour of votes polled	% of Votes against the votes polled
		(1)	(2)	(3)=((2)/(1))*100	(4)	(5)	(6)=((4)/(2))*100	(7)=((5)/(2))*100
Promoter and Promoter	e-voting	1,203,511,967	Abstained	Abstained	Abstained	Abstained	Abstained	Abstained
	Poll							
	Total							
Public - Institution	e-voting	46,750	0	0.00%	0	0	0.00%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Total		0	0.00%	0	0	0.00%	0.00%
Public - Non-Institution	e-voting	2,570,877,938	9873120	0.38%	8472601	1400519	85.81%	14.19%
	Poll		53397038	2.08%	52046125	0	97.47%	0.00%
	Total		63270158	2.46%	60518726	1400519	95.65%	2.21%
Total		3,774,436,655	63270158	1.68%	60518726	1400519	95.65%	2.21%

Resolution Required: (Ordinary / Special) Special (4): Re-appointment of Mrs. Madhu Sharma as an Independent Director of the Company.





Whether promoter / promoter group are interested in the Agenda / resolution				No				
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 of votes polled	% of Votes against the votes polled
		(1)	(2)	(3)=((2)/(1))*100	(4)	(5)	(6)=((4)/(2))*100	(7)=((5)/(2))*100
Promoter and Promoter	e-voting	1,203,511,967	0	0.00%	0	0	0.00%	0.00%
	Poll		1203511967	100.00%	1203511967	0	100.00%	0.00%
	Total		1203511967	100.00%	1203511967	0	100.00%	0.00%
Public - Institution	e-voting	46,750	0	0.00%	0	0	0.00%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Total		0	0.00%	0	0	0.00%	0.00%
Public - Non-Institution	e-voting	2,570,877,938	9873120	0.38%	8622281	1250839	87.33%	12.67%
	Poll		53397035	2.08%	53397035	0	100.00%	0.00%
	Total		63270155	2.46%	62019316	1250839	98.02%	1.98%
Total		3,774,436,655	1266782122	33.56%	1265531283	1250839	99.90%	0.10%
Resolution Required: (Ordinary / Special)				Special (5): Appointment of Mr. Santosh Pradhan (DIN: 00354664) as an Independent Director of the Company.				
Whether promoter / promoter group are interested in the Agenda / resolution				No				
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 of votes polled	% of Votes against the votes polled
		(1)	(2)	(3)=((2)/(1))*100	(4)	(5)	(6)=((4)/(2))*100	(7)=((5)/(2))*100
Promoter and Promoter	e-voting	1,203,511,967	0	0.00%	0	0	0.00%	0.00%
	Poll		1203511967	100.00%	1203511967	0	100.00%	0.00%
	Total		1203511967	100.00%	1203511967	0	100.00%	0.00%
Public - Institution	e-voting	46,750	0	0.00%	0	0	0.00%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Total		0	0.00%	0	0	0.00%	0.00%
Public - Non-Institution	e-voting	2,570,877,938	9873120	0.38%	9160646	712474	92.78%	7.22%
	Poll		53397038	2.08%	53184024	0	99.60%	0.00%
	Total		63270158	2.46%	62344670	712474	98.54%	1.13%
Total		3,774,436,655	1266782125	33.56%	1265856637	712474	99.93%	0.06%
Resolution Required: (Ordinary / Special)				Ordinary (6): Approve related party transactions				
Whether promoter / promoter group are interested in the				Yes				





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 of votes polled	% of Votes against the votes polled
		(1)	(2)	(3)=((2)/(1))*100	(4)	(5)	(6)=((4)/(2))*100	(7)=((5)/(2))*100
Promoter and Promoter	e-voting	1,203,511,967	Abstained	Abstained	Abstained	Abstained	Abstained	Abstained
	Poll							
	Total							
Public - Institution	e-voting	46,750	0	0.00%	0	0	0.00%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Total		0	0.00%	0	0	0.00%	0.00%
Public - Non-Institution	e-voting	2,570,877,938	9873120	0.38%	8282985	1590135	83.89%	16.11%
	Poll		53397038	2.08%	51832014	0	97.07%	0.00%
	Total		63270158	2.46%	60114999	1590135	95.01%	2.51%
Total		3,774,436,655	63270158	1.68%	60114999	1590135	95.01%	2.51%
Resolution Required: (Ordinary / Special)				Ordinary (7): To consider and approve dis-investment in subsidiaries of the Company				
Whether promoter / promoter group are interested in the Agenda / resolution				NO				
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 of votes polled	% of Votes against the votes polled
		(1)	(2)	(3)=((2)/(1))*100	(4)	(5)	(6)=((4)/(2))*100	(7)=((5)/(2))*100
Promoter and Promoter	e-voting	1,203,511,967	0	0.00%	0	0	0.00%	0.00%
	Poll		1203511967	100.00%	1203511967	0	100.00%	0.00%
	Total		1203511967	100.00%	1203511967	0	100.00%	0.00%
Public - Institution	e-voting	46,750	0	0.00%	0	0	0.00%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Total		0	0.00%	0	0	0.00%	0.00%
Public - Non-Institution	e-voting	2,570,877,938	9873120	0.38%	9442840	430280	95.64%	4.36%
	Poll		53397038	2.08%	53397035	0	100.00%	0.00%
	Total		63270158	2.46%	62839875	430280	99.32%	0.68%
Total		3,774,436,655	1266782125	33.56%	1266351842	430280	99.97%	0.03%







# Kundan Agrawal & Associates

Company Secretaries

Phone: 91-11-43093900

Mobile: 09212467033, 09999415059

E-mail: [agrawal.kundan@gmail.com](mailto:agrawal.kundan@gmail.com)

## CONSOLIDATED SCRUTINISER'S REPORT (E-VOTING & POLL)

**REPORT OF SCRUTINIZERS APPOINTED BY THE BOARD OF DIRECTORS FOR 31<sup>ST</sup> ANNUAL GENERAL MEETING OF THE MEMBERS OF M/S MPS INFOTECNICS LIMITED (THE COMPANY) HELD ON WEDNESDAY, DECEMBER 30, 2020 AT 10:00 A.M. AT 703, ARUNACHAL BUILDING, 19 BARAKHAMBA ROAD, CONNAUGHT PLACE, NEW DELHI-110001 IN.**

The 30<sup>th</sup> Annual General Meeting of the Members has been held on Wednesday, December 30, 2020 at 10:00 A.M. At 703, Arunachal Building, 19 Barakhamba Road Connaught Place New Delhi-10001 India, for the purposes of considering and, if thought fit, approving, with or without modification(s), the resolutions embodied in the Notice of 31<sup>st</sup> Annual General Meeting of M/S MPS Infotecnics Limited dated 30<sup>th</sup> November 2020.

The undersigned **Mr. Kundan Agrawal, Practicing Company Secretary** was appointed as the scrutinizer, by the board of directors of M/S MPS Infotecnics Limited at their Board Meeting held on 30<sup>th</sup> November, 2020 for their 31<sup>st</sup> Annual General Meeting of the Company held on 30.12.2020. The result of the poll & e-voting conducted for the Annual General Meeting is as under:-

### **Resolution No. 1**

**Nature of Resolution**                      **Ordinary Business**

**Subject Matter: To receive, consider and adopt the audited Balance Sheet as at 31<sup>st</sup> March, 2019 and Statement of Profit & Loss Account and Cash Flow Statement and other annexure thereof for the financial year ended 31<sup>st</sup> March, 2019 and the reports of Directors and Auditors thereon.**

Details of Voting	Assent (For)		Dissent (Against)		Invalid poll No. of Votes
	No. Shares of Face Value Re. 1/- each	No. of votes	No. of votes	Ratio	
	No. of Shareholders	Number of shares with %	No. of Shareholders	Number of shares with %	
<b>By Poll</b>	24	1256909002 (98.70%)	0	0	0
<b>By E- Voting</b>	74	9410297 (00.74%)	7	412823 (00.03%)	0
<b>Consolidated Votes</b>	<b>98</b>	<b>1266319299 (99.96%)</b>	<b>7</b>	<b>412823 (00.04%)</b>	<b>0</b>





Resolution No. 2

Nature of Resolution Ordinary Business

**Subject Matter: Re-Appointment of Mr. Ram Niwas Sharma (DIN: 08427985) as Director of the Company liable to retire by rotation**

Details of Voting	Assent (For)		Dissent (Against)		Invalid poll No. of Votes
	No. Shares of Face Value Re. 1/- each	No. of votes	Ratio	No. of votes	
	No. of Shareholders	Number of shares with %	No. Of Shareholders	Number of shares with %	
By Poll	24	1256909002 (99.22%)	0	0	0
By E- Voting	68	8222281 (00.65%)	14	1650839 (00.13%)	0
<b>Consolidated Votes</b>	<b>92</b>	<b>1265131283 (99.87%)</b>	<b>14</b>	<b>1650839 (00.13%)</b>	<b>0</b>

Resolution No. 3

Nature of Resolution Special Business

**Subject Matter: Re-Appointment of Mr. Peeyush Kumar Aggarwal (DIN: 00090423) as Managing Director of the Company**

Details of Voting	Assent (For)		Dissent (Against)		Invalid poll No. of Votes
	No. Shares of Face Value Re. 1/- each	No. of votes	Ratio	No. of votes	
	No. of Shareholders	Number of shares with %	No. Of Shareholders	Number of shares with %	
By Poll	20	52046125 (84.05%)	0	0	0
By E- Voting	69	8472601 (13.68%)	13	1400519 (02.26%)	0
<b>Consolidated Votes</b>	<b>89</b>	<b>60518726 (97.74%)</b>	<b>13</b>	<b>1400519 (02.26%)</b>	<b>0</b>

Resolution No. 4

Nature of Resolution Special Business

**Subject Matter: Re-Appointment of Mrs. Madhu Sharma (DIN: 06947852) as an Independent Director.**

Details of Voting	Assent (For)		Dissent (Against)		Invalid poll No. of Votes
	No. Shares of Face Value Re. 1/- each	No. of votes	Ratio	No. of votes	
	No. of Shareholders	Number of shares with %	No. Of Shareholders	Number of shares with %	
By Poll	24	1256909002 (99.22%)	0	0	0
By E- Voting	69	8622281 (00.68%)	13	1250839 (00.10%)	0
<b>Consolidated Votes</b>	<b>93</b>	<b>1265531283 (99.90%)</b>	<b>13</b>	<b>1250839 (00.10%)</b>	<b>0</b>





Resolution No. 5

Nature of Resolution Special Business

**Subject Matter: Appointment of Mr. Santosh Pradhan (DIN: 00354664) as an Independent Director of the Company**

Details of Voting	Assent (For) No. Shares of Face Value Re. 1/- each		Dissent (Against) No. of votes Ratio		Invalid poll No. of Votes
	No. of Shareholders	Number of shares with %	No. Of Shareholders	Number of shares with %	
By Poll	24	1256695991 (99.22%)	0	0	0
By E- Voting	71	9160646 (00.72%)	11	712474 (00.06%)	0
<b>Consolidated Votes</b>	<b>95</b>	<b>1265856637 (99.94%)</b>	<b>11</b>	<b>712474 (00.06%)</b>	<b>0</b>

Resolution No. 6

Nature of Resolution Special Business

**Subject Matter: Approval of Related Party Transactions**

Details of Voting	Assent (For) No. Shares of Face Value Re. 1/- each		Dissent (Against) No. of votes Ratio		Invalid poll No. of Votes
	No. of Shareholders	Number of shares with %	No. Of Shareholders	Number of shares with %	
By Poll	18	51832014 (84.00%)	0	0	0
By E- Voting	67	8282985 (13.42%)	15	1590135 (02.58%)	0
<b>Consolidated Votes</b>	<b>85</b>	<b>60114999 (97.42%)</b>	<b>15</b>	<b>1590135 (02.58%)</b>	<b>0</b>

Resolution No. 7

Nature of Resolution Special Business

**Subject Matter: To consider and approve disinvestment in subsidiaries of the company**

Details of Voting	Assent (For) No. Shares of Face Value Re. 1/- each		Dissent (Against) No. of votes Ratio		Invalid poll No. of Votes
	No. of Shareholders	Number of shares with %	No. Of Shareholders	Number of shares with %	
By Poll	24	1256909002 (99.22%)	0	0	0
By E- Voting	71	9442840 (00.75%)	11	430280 (00.03%)	0
<b>Consolidated Votes</b>	<b>95</b>	<b>1266351842 (99.97)</b>	<b>11</b>	<b>430280 (00.03%)</b>	<b>0</b>



Based on the abovementioned details, the Resolution No. 1-7 was passed at Annual General Meeting of the company.

Thanking You,  
Yours faithfully



**Kundan Agrawal**  
**Scrutinizer**  
**Membership No.: 7631**  
**C P No 8325**  
**(KUNDAN AGRAWAL & ASSOCIATES)**  
**UDIN:- F007631B001810069**

**Place: New Delhi**  
**Date: 31/12/2020**





## **Report of Scrutinizer (E-Voting)**

**[Pursuant to section 108 of the Companies Act, 2013 and rule 20(3) of the Companies (Management and Administration) Rules, 2014]**

To,

The Chairman,

31st Annual General Meeting of Equity Shareholders of MPS Infotecnics Limited held on Wednesday, December 30, 2020 At 10:00 A.M. at 703, Arunachal Building, 19 Barakhamba Road, Connaught Place, New Delhi-110001 India.

Dear Sir,

I, **Kundan Agrawal**, Practicing Company Secretary, appointed as Scrutinizer for the purpose of scrutinizing the e-voting process and ascertaining the requisite majority on e-voting as per provision of section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014 for Annual General Meeting held on Wednesday, December 30, 2020 At 10:00 A.M. at 703, Arunachal Building, 19 Barakhamba Road, Connaught Place, New Delhi-110001 India.

The Management of the Company is responsible to ensure the Compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means on the resolutions contained in the Notice of 31st Annual General Meeting dated 30/07/2020. My responsibility as a scrutinizer for the e-voting process is restricted to make a scrutinizer's report of the votes cast in favor or against the resolution stated above, based on the report generated from the e-voting system provided by Central Depository Service (India) Limited (CDSL), for the e-voting process engaged by the Company.

Further to the above, I submit my report as under:-

1. The e-voting period remained open from 27<sup>th</sup> December, 2020 (9:00 am) to 29<sup>th</sup> December, 2020 (5.00 pm).
2. The Members of the Company as on the cut-off date i.e. 18<sup>th</sup> December 2020 entitled to vote on the resolution.
3. The Votes cast were unblocked on 30<sup>th</sup> December 2020.



4. Thereafter the details containing inter alia, list of Equity Shareholder(s), who voted “for” “against” each of the resolution that were put to vote, were generated from the e-voting website of **Central Depository Service (India) Limited (CDSL)**. i.e. [www.evotingindia.com](http://www.evotingindia.com).

***THE RESULT OF THE VOTE'S CASTED ELECTRONICALLY IS AS UNDER:***

**Item No.1 of the notice                      Ordinary Business**

**Adoption of financial statements**

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

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
74	9410297	95.80%

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

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
7	412823	04.20%

(iii) **Invalid** Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them	Remarks
Nil	Nil	Nil

**Item No. 2 of the notice                      Ordinary Business**

**Re-Appointment of Mr. Ram Niwas Sharma (DIN: 08427985) as Director of the Company liable to retire by rotation**

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

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
68	8222281	83.28%

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

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
14	1650839	16.72%

(iii) **Invalid** Votes:





Total number of members whose votes were declared invalid	Total number of votes cast by them	Remarks
Nil	Nil	Nil

**Item No. 3 of the notice** **Special Business**

**Re-Appointment of Mr. Peeyush Kumar Aggarwal (DIN: 00090423) as Managing Director of the Company**

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

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
69	8472601	85.81%

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

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
13	1400519	14.19%

(iii) **Invalid** Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them	Remarks
Nil	Nil	Nil

**Item No. 4 of the notice** **Special Business**

**Re-Appointment of Mrs. Madhu Sharma (DIN: 06947852) as an Independent 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
69	8622281	87.33%

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

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
13	1250839	12.67%

(iii) **Invalid** Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them	Remarks
Nil	Nil	Nil



**Item No. 5 of the notice** **Special Business**

**Appointment of Mr. Santosh Pradhan (DIN: 00354664) as an Independent Director of the Company**

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

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
71	9160646	92.78%

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

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
11	712474	7.22%

(iii) **Invalid** Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them	Remarks
Nil	Nil	Nil

**Item No. 6 of the notice** **Special Business**

**Approval of Related Party Transactions**

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

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
67	8282985	83.89%

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

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
15	1590135	16.11%

(iii) **Invalid** Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them	Remarks
Nil	Nil	Nil





**Item No. 7 of the notice** Special Business

**To consider and approve disinvestment in subsidiaries of the company**

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

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
71	9442840	95.64%

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

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
11	430280	4.36%

(iii) **Invalid** Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them	Remarks
Nil	Nil	Nil

Thanking You,  
Yours faithfully



**Kundan Agrawal**  
**Scrutinizer**  
**Membership No.: 7631**  
**C P No 8325**  
**(KUNDAN AGRAWAL & ASSOCIATES)**  
**UDIN:- F007631B001810069**

**Place: New Delhi**  
**Date: 31/12/2020**

**Witness-1**

: Shikha  
Shikha  
Occupation - Job  
C-369 Surya Nagar  
Ghaziabad, U.P. 201011.

**Witness-2**

: Shantanu Singh  
J-26 3rd Floor  
Laxmi Nagar  
Delhi - 110092



**FORM No. MGT - 13**

**Report of Scrutinizer**

[Pursuant to section 109 of the Companies Act, 2013 and rule 21(2) of Companies (Management and Administration) Rules, 2014]

To

The Chairman,

**M/S MPS INFOTECNICS LIMITED**

703, Arunachal Building, 19 Barakhamba Road

Connaught Place New Delhi 110001 India.

**Subject:** For the 31<sup>st</sup> Annual General Meeting of the Members of the Company held on Wednesday, December 30, 2020 At 10:00 A.M. At 703, Arunachal Building, 19 Barakhamba Road Connaught Place New Delhi -110001 India

Dear Sir,

I, **Kundan Agrawal**, Practicing Company Secretary, appointed as Scrutinizer by the Board of Directors of M/S MPS Infotecnics Limited at their meeting held on 30.11.2020 for the purpose of scrutinizing the poll and ascertaining the requisite majority on poll as per provision of section 108 of the Companies Act 2013 read with rule 21 of the Companies (Management and Administration) Rules, 2014 and amendments made there under for their 31<sup>st</sup> Annual General Meeting.

1. After the time fixed for the poll by the Chairman, ballot box was kept for polling and was locked in my presence with due identification marks placed by me.
2. After polling, the locked ballot box was opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorizations/proxies lodged with the Company.
3. The poll papers if any, which were incomplete and/or which were otherwise found defective or if signature of any shareholder did not match with the records have been treated as invalid and were kept separately.
4. The result of the Poll is as under:

**(a) Resolution No. 1**

**Adoption of financial statements**







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

Number of members present and voting (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted by them
24*	1,256,909,002	100%

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

Number of members present and voting (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted by them
Nil	Nil	Nil

(iii) **Invalid** Votes

Number of members present and voting (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted by them
3	3	Nil

\*Total No of members present: 44 out of which 17 members had cast their votes through remote e-voting and 27 opted to vote at the AGM venue.

**(b) Resolution No. 2**

**Re-Appointment of Mr. Ram Niwas Sharma (DIN: 08427985) as Director of the Company liable to retire by rotation**

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

Number of members present and voting (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted by them
24*	1,256,909,002	100%





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

Number of members present and voting (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted by them
Nil	Nil	Nil

(iii) **Invalid** Votes

Number of members present and voting (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted by them
3	3	Nil

\* Total No of members present: 44 out of which 17 members had cast their votes through remote e-voting and 27 opted to vote at the AGM venue.

(c) **Resolution No. 3**

**Re-Appointment of Mr. Peeyush Kumar Aggarwal (DIN: 00090423) as Managing Director of the Company**

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

Number of members present and voting (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted by them
20*	52,046,125	4.14%

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

Number of members present and voting (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted by them
NIL	NIL	NIL







(iii) **Invalid Votes**

Number of members present and voting (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted by them
3	3	Nil

\*Total No of members present: 44 out of which 17 members had cast their votes through remote e-voting, 23 opted to vote at the AGM venue and 4 members from the promoter / promoter group had abstained from voting being interested in the resolution.

(d) **Resolution No. 4**

**Re-Appointment of Mrs. Madhu Sharma (DIN: 06947852) as an Independent Director.**

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

Number of members present and voting (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted by them
24**	1,256,909,002	100%

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

Number of members present and voting (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted by them
Nil	Nil	Nil

(iii) **Invalid Votes**

Number of members present and voting (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted by them
3	3	Nil

\*Total No of members present: 44 out of which 17 members had cast their votes through remote e-voting and 24 members opted for polling at AGM venue.





(e) **Resolution No. 5**

**Appointment of Mr. Santosh Pradhan (DIN: 00354664) as an Independent Director of the Company**

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

Number of members present and voting (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted by them
24**	1,256,695,991	100%

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

Number of members present and voting (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted by them
Nil	Nil	Nil

(iii) **Invalid Votes**

Number of members present and voting (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted by them
Nil	Nil	Nil

\*Total No of members present: 44 out of which 17 members had cast their votes through remote e-voting, Mr. Santosh Pradhan, being interested in the resolution, abstained from voting and 24 members opted for polling at the AGM Venue.

(f) **Resolution No. 6**

**Approval of Related Party Transactions**



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

Number of members present and voting (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted by them
18**	51,832,014	100%



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

Number of members present and voting (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted by them
Nil	Nil	Nil

(iii) **Invalid** Votes

Number of members present and voting (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted by them
3	3	Nil

\*Total No of members present: 44 out of which 17 members had cast their votes through remote e-voting, 6 members being Promoter / Promoter Group and/or Directors and/or their relatives being interest in the resolution abstained from polling.

(g) **Resolution No. 7**

**To consider and approve disinvestment in subsidiaries of the company**

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

Number of members present and voting (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted by them
24*	1,256,909,002	100%

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

Number of members present and voting (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted by them
Nil	Nil	Nil

