



**KELLTON TECH SOLUTIONS LIMITED.**

**Hyderabad, September 28, 2020**

To

The General Manager, Listing Department, Bombay Stock Exchange Limited, 1 <sup>st</sup> Floor, New Trading Wing, Rotunda Building, P.J. Towers, Dalal Street Fort, Mumbai-400001	The Manager, Listing Department, National Stock Exchange of India Ltd, Exchange Plaza, Bandra Kurla Complex, Bandra (East), Mumbai – 400051
<b>Scrip Code: 519602</b>	<b>Scrip Code: KELLTONTEC</b>

Dear Sir/Ma'am,

**Sub:** Submission of Scrutinizer report on the Voting Results of 26<sup>th</sup> Annual General Meeting held on September 28, 2020 in terms of Regulation 44(3) of SEBI (LODR) Regulations, 2015

Please be informed that pursuant to Regulation 44 (3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith Voting Results of 26<sup>th</sup> Annual General Meeting of the Company held on September 28, 2020.

In this connection, we hereby enclose the consolidated results of the remote e-voting and e-voting at the meeting in the format prescribed together with the Scrutinizer's Report.

Request you to kindly take the same on record.

Thanking you,

For **Kellton Tech Solutions Limited**

**Sd/-**

**Surabi Jain**

**Company Secretary**

**Membership No. A49557**

**Note:** *The Intimation is signed as Sd/- as authorised person is away due to nationwide pandemic with respect to COVID-19.*

*Encl: as above*

**Report of Scrutinizer on Remote e-Voting & Venue e-Voting Process at**  
**25<sup>th</sup> Annual General Meeting**  
**[Pursuant to section 108 of Companies Act, 2013 read with Rule 20 of the Companies**  
**(Management and Administration) Rules, 2014]**

To  
The Chairman  
Kellton Tech Solutions Limited,  
Plot No 1367, Road No-45,  
Jubilee Hills, Hyderabad  
Telangana-500033

Sir,

**Sub: Scrutinizer's Report on Remote e-voting & Venue e-Voting facility provided to the shareholders at the 25th Annual General Meeting conducted through Video Conferencing (VC) / Other Audio Visual Means (OAVM) pursuant to the provisions of section 108 of Companies Act, 2013 ('the Act') read with Rule 20 of Companies (Management and Administration) Rules, 2014.**

The Board of Directors of Kellton Tech Solutions Limited, ('the Company') at its meeting held on 01.09.2020, decided to provide to the members of the company, a facility to exercise their voting rights on the resolutions as set out in the notice of 25th Annual General Meeting to be held on 28<sup>th</sup> September, 2020 by way of electronic means as required under provisions of section 108 of the Companies Act, 2013 ('the Act') read with Rule 20 of Companies (Management and Administration) Rules, 2014 ('the Rules') and in compliance with the Circular No. 14/2020 dated April 08, 2020, Circular No. 17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs followed by the Circular No. 20/2020 dated May 05,2020.

I, NVSS Suryanarayana Rao, Practicing Company Secretary bearing Membership Number: 5868 and Certificate of Practice No. 2886 has been appointed as scrutinizer by the Board of Directors of the company at their meeting held on 01<sup>st</sup> September, 2020 as required under section 108 of the Act, read with Rule 20 of the Rules, for the purpose of scrutinizing the Remote e-voting process in a fair and transparent manner and ascertaining the requisites majority for passing of resolutions as contained in the notice convening the 25th Annual General Meeting of the Company to be held on 28<sup>th</sup> September, 2020.

The management of the Company is responsible to ensure the compliance with the requirements of the relevant provisions of the Companies Act, 2013 and Rules made thereunder and SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and Secretarial Standard –

**COMPANY SECRETARY IN PRACTICE**

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2 on General Meetings issued by Institute of Company Secretaries of India and relevant circular issued by the Ministry of Corporate Affairs, relating to voting through electronic means on the resolutions contained in the Notice and I shall make a Scrutinizer's Report of the Votes cast "in favour" or "against" the resolutions stated above, based on the reports generated from the Remote e-voting system provided by Central Depository Services Limited (CDSL), the authorized agency to provide remote e-voting facilities to the shareholders present at the the Annual General Meeting.

The members of the company holding shares as on the cut-off date i.e., 21<sup>st</sup> September, 2020 were entitled to vote on the resolutions proposed as set out in the notice of 25th Annual General Meeting.

In this regard, I submit my report as under:

1. The Remote e-voting period remained open from Friday, 25<sup>th</sup> September, 2020 at 09:00 A.M. and ended on Sunday, 27<sup>th</sup> September, 2020 at 05:00 P.M.
2. There after the Company has also provided the Venue e-voting facility to the shareholders during the time of Annual General Meeting held through VC /OAVM.
3. After the end of the Annual General Meeting, I have unblocked the electronic votes in the presence of two witnesses not in the employment of the company.
4. The details containing list of shareholders who voted for or against each of the resolutions that were put to vote were downloaded from the Remote e-voting website of Central Depository Services Limited (CDSL), (<https://www.evotingindia.com>)
5. I have scrutinized the votes casted through electronic means for the purpose of this report.
6. The particulars of all the electronic votes casted by the members through remote e-voting process have been recorded in a register separately maintained for the purpose.
7. The result of the voting is as per annexure attached herewith.
8. The Register, all other papers and relevant records relating to voting shall remain in my custody until the Chairman considers, approves and signs the minutes of aforesaid Annual General Meeting and the same are handed over to the Company Secretary for safe custody.

**Recommendation:**

All the resolutions having secured requisites majority of votes, the respective resolutions may be considered to have been passed. The Chairman may accordingly declare the result of voting.

**Thanking You,**

**Sd/-**  
**NVSS Suryanarayana Rao**  
**Practicing Company Secretary**  
**(Scrutinizer)**  
**Membership No: 5868**  
**Certificate of Practice No: 2886**  
**UDIN: A005868B000797991**

**Place: Hyderabad**  
**Date: 28.09.2020**

**Note:** *The Intimation is signed as Sd/- as authorised person is away due to nationwide pandemic with respect to COVID-19.*

## Annexure of the Scrutinizer's Report

### 1. 1. Adoption of financial statements:

To receive, consider and adopt the audited financial statements (including the consolidated financial statements) of the Company for the financial year ended March 31, 2020 and the reports of the Board of Directors ("the Board") and auditors thereon

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

Number of members present and voting (in person or by proxy)		Number of votes cast by them	% of total number of valid votes cast
Venue E-Votes At VC /OAVM AGM	-	-	-
Votes by Remote E-voting	114	6,08,92,010	99.98
<b>Total</b>	<b>114</b>	<b>6,08,92,010</b>	<b>99.98</b>

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

Number of members present and voting (in person or by proxy)		Number of votes cast by them	% of total number of valid votes cast
Venue E-Votes At VC /OAVM AGM	-	-	-
Votes by Remote E-voting	3	13,336	0.02
<b>Total</b>	<b>3</b>	<b>13,336</b>	<b>0.02</b>

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
-	-

2. Appointment of Mr. Srinivas Potluri (DIN: 03412700) as director liable to retire by rotation.

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

Number of members present and voting (in person or by proxy)		Number of votes cast by them	% of total number of valid votes cast
Venue E-Votes At VC /OAVM AGM	-	-	-
Votes by Remote E-voting	113	6,08,91,885	99.98
<b>Total</b>	<b>113</b>	<b>6,08,91,885</b>	<b>99.98</b>

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

Number of members present and voting (in person or by proxy)		Number of votes cast by them	% of total number of valid votes cast
Venue E-Votes At VC /OAVM AGM	-	-	-
Votes by Remote E-voting	3	13,336	0.02
<b>Total</b>	<b>3</b>	<b>13,336</b>	<b>0.02</b>

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
-	-

3. Appointment of M/s. Anant Rao & Malik (FRN: 006266S) as Statutory Auditor of the Company

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)		Number of votes cast by them	% of total number of valid votes cast
Venue E-Votes At VC /OAVM AGM	-	-	-
Votes by Remote E-voting	114	6,09,05,242	100
<b>Total</b>	<b>114</b>	<b>6,09,05,242</b>	<b>100</b>

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)		Number of votes cast by them	% of total number of valid votes cast
Venue E-Votes At VC /OAVM AGM	-	-	-
Votes by Remote E-voting	2	4	-
<b>Total</b>	<b>2</b>	<b>4</b>	<b>-</b>

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
-	-

4. **To re-appoint Mr. Krishna Chintam (DIN: 01658145) as Managing Director of the Company**

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

Number of members present and voting (in person or by proxy)		Number of votes cast by them	% of total number of valid votes cast
Venue E-Votes At VC /OAVM AGM	-	-	-
Votes by Remote E-voting	114	6,09,05,277	100
<b>Total</b>	<b>114</b>	<b>6,09,05,277</b>	<b>100</b>

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

Number of members present and voting (in person or by proxy)		Number of votes cast by them	% of total number of valid votes cast
Venue E-Votes At VC /OAVM AGM	-	-	-
Votes by Remote E-voting	3	69	-
<b>Total</b>	<b>3</b>	<b>69</b>	<b>-</b>

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
-	-



5. To re-appoint Mr. Karanjit Singh (DIN: 06898258) as Whole Time Director of the Company

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

Number of members present and voting (in person or by proxy)		Number of votes cast by them	% of total number of valid votes cast
Venue E-Votes At VC /OAVM AGM	-	-	-
Votes by Remote E-voting	114	6,09,05,217	100
<b>Total</b>	<b>114</b>	<b>6,09,05,217</b>	<b>100</b>

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

Number of members present and voting (in person or by proxy)		Number of votes cast by them	% of total number of valid votes cast
Venue E-Votes At VC /OAVM AGM	-	-	-
Votes by Remote E-voting	2	4	-
<b>Total</b>	<b>2</b>	<b>4</b>	<b>-</b>

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
-	-

6. To re-appoint Mr. P Srinivasa Rao (DIN: 06805347) as an Independent Director of the Company

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

Number of members present and voting (in person or by proxy)		Number of votes cast by them	% of total number of valid votes cast
Venue E-Votes At VC /OAVM AGM	-	-	-
Votes by Remote E-voting	115	6,09,05,342	100
<b>Total</b>	<b>115</b>	<b>6,09,05,342</b>	<b>100</b>

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

Number of members present and voting (in person or by proxy)		Number of votes cast by them	% of total number of valid votes cast
Venue E-Votes At VC /OAVM AGM	-	-	-
Votes by Remote E-voting	2	4	-
<b>Total</b>	<b>2</b>	<b>4</b>	<b>-</b>

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
-	-

7. To issue 80,00,000 convertible Warrants on preferential basis

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

Number of members present and voting (in person or by proxy)		Number of votes cast by them	% of total number of valid votes cast
Venue E-Votes At VC /OAVM AGM	-	-	-

Votes by Remote E-voting	112	6,09,03,377	99.997
<b>Total</b>	<b>112</b>	<b>6,09,03,377</b>	<b>99.997</b>

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

Number of members present and voting (in person or by proxy)		Number of votes cast by them	% of total number of valid votes cast
Venue E-Votes At VC /OAVM AGM	-	-	-
Votes by Remote E-voting	5	1969	0.00003
<b>Total</b>	<b>5</b>	<b>1969</b>	<b>0.00003</b>

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
-	-