

December 21, 2015

BSE Ltd.
PhirozeJeejeebhoy Towers
Dalal Street
Mumbai – 400 001

Scrip code: 517119

Dear Sir,

Sub: Voting Result of Postal Ballot and E-Voting-Clause 35B of the Listing Agreement

We refer to our letters dated 30th October, 2015, 9th November, 2015 and 17th November, 2015 under which the Company submitted to the Exchange the notice of postal Ballot and e-voting along with resolutions, explanatory statements, Postal Ballot form dispatched to the members of the Company pursuant to Section 110 of the Companies Act, 2013, read with Rule 22 of the Companies (Management and Administration) Rules, 2014 in respect of the Special Resolutions to be passed through Postal Ballot and e-voting in respect of (i) Sale / disposal of the Company's immovable property situate in the building "Gold Coast" at Ghansoli, Navi Mumbai pursuant to section 180 (1) (a) of the Companies Act, 2013 and (ii) investments /loans/guarantees to be made/provided by the Company upto Rs. 35 Crores in excess of Paid up Capital and Free Reserves of the Company pursuant to section 186 of the Companies Act, 2013.

This postal ballot and e-voting was conducted to seek assent or dissent of the members on the above referred two resolutions in compliance with the provisions of Section 110 of the Companies Act, 2013, read with Rule 22 of the Companies (Management and Administration) Rules, 2014 and Clause 35B of the Listing Agreement.

Voting through postal ballot commenced on November 18, 2015 and ended on December 17, 2015. The Company also provided e-voting facility on the aforesaid two resolutions through e-voting platform of CDSL and e-voting was open from 10.00 a.m. on November 18, 2015 and ended at 5.00 p.m. on December 17, 2015. Shareholders holding shares as on 6th November, 2015 were entitled to vote through postal ballot or e-voting.

The Scrutinizer appointed by the Board of Directors has submitted his report dated 19th December, 2015 on the outcome of the said postal ballot / e-voting to the Chairman of the Company. The summary of the voting result is given hereunder as required under captioned clause of the Listing Agreement. Accordingly, the Chairman of the Company has declared both the resolutions passed with requisite majority.

Date of the AGM/General Meeting	Not Applicable
Total number of Shareholders on record date/cut-off date	*30895

*No. of folios

No. of Shareholders present in the meeting either in person or through proxy

Category of the shareholders	No. of shareholders present in person or through proxy
Promoters and Promoter Group	Not Applicable
Public	
Total	

PCS Technology Limited

302-304, Regent Chambers, Nariman Point, Mumbai - 400 021. Tel : 91 22 4926 6300

Fax : 91 22 4926 6331 www.pcstech.com CIN No. : L74200MH1981PLC024279

Registered Office : Gat No. 478, Alandi Markaal Road, Alandi, Tal. Khed, Dist. Pune 412 106



No. of Shareholders attended the meeting through Video Conferencing:

Category of the shareholders	No. of shareholders attended the meeting through Video Conferencing
Promoters and Promoter Group	Not Applicable
Public	
Total	

Details of the Agenda item no. (1) are as under :

Agenda Item	Resolution Required	Mode of Voting	Remarks
Approval for Sale / disposal of the Company's immovable property being residential flats situate in the building "Gold Coast" at Ghansoli, Navi Mumbai.	Special Resolution pursuant to section 180 (1) (a) of the Companies Act, 2013	Postal ballot/ e-voting	The resolution has been approved by an overwhelming majority (99.99%) of the members

Votes casted by Shareholders on Agenda item no. 1 above are as under :

Sr. no	Particulars	No. of Shares	Percentage
1.	Total votes received	13387885	100.000
2.	Less: Invalid Votes Received	727	0.005
3.	Net Valid Votes received	13387158	99.995
4.	Votes casted in favor of the resolution	13387086	99.995
5.	Votes casted against the resolution	72	0.000

The votes casted by Shareholders of the Company in favor of the aforesaid Special Resolution no. 1 are - 99.99 %.

Details of the Agenda item no. (2) are as under :

Agenda Item	Resolution Required	Mode of Voting	Remarks
Approval for Investments /loans/guarantees to be made/ provided by the Company up to Rs. 35 Crores in excess of the paid up share capital and free reserves of the Company.	Special Resolution pursuant to section 186 of the Companies Act, 2013	Postal ballot/ e-voting	The resolution has been approved by an overwhelming majority (99.99 %) of the members



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Votes casted by Shareholders on Agenda item no. 2 above are as under:

Sr. no	Particulars	No. of Shares	Percentage
1.	Total votes received	13387885	100.000
2.	Less: Invalid Votes Received	727	0.005
3.	Net Valid Votes received	13387158	99.995
4.	Votes casted in favor of the resolution	13386960	99.994
5.	Votes casted against the resolution	198	0.001

The votes casted by Shareholders of the Company in favor of the aforesaid Special Resolution no. 1 are - 99.99 %.

We attach herewith the scrutinizer's report dated 19th December, 2015 received from Mr. M M Sheth of M/s. M M Sheth & Co., Practicing Company Secretary in regards to above subject.

We request you to kindly take the above on record.

Thanking you,

Yours faithfully,
For **PCS Technology Limited**



Bhaskar Patel
Company Secretary

CC : 1) Pune Stock Exchange Limited (refer scrip code no. 11179)

2) Central Depository Services (India) Limited (CDSL) , Mumbai

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209, Aqua Corp., Churchgate Chambers, Near American Centre, 5 New Marine Lines, Mumbai -400 020.

M. M. SHETH
Proprietor

Date: 19th December 2015

To,
The Chairman
PCS TECHNOLOGY LIMITED
CIN: L74200MH1981PLC024279
Regd. Off: Office no-1, Gate no. 478,
Alandi Markaal Road, Taluka Khed,
Alandi, (Dist- Pune) 412106.

Subject: Scrutinizer's Report u/s 108 & 110 of the Companies Act, 2013 for voting by Equity Shareholders through Postal Ballot & E-Voting

The Board of Directors of the Company at their meeting held on 30th October, 2015 has appointed me as Scrutinizer for the postal ballot and e-voting process.

Pursuant to section 108 & 110 of the Companies Act, 2013 (the Act) read with Companies (Management and Administration) Rules, 2014 and pursuant to Securities and Exchange Board of India (SEBI) circular no. CIR/CFD/POLICY CELL/2/2014 dated 17th April, 2014, the Company has provided postal ballot and e-voting facility to its members in respect of two special resolutions as mentioned in the notice dated 30th October 2015 for Postal Ballot and e-voting to the Equity shareholders of the Company.

The Company has appointed Central Depository Services (India) Limited (CDSL) as the Service Provider, for the facility of electronic voting to the shareholders of the Company. The e-voting results were unblocked on 17th December, 2015 after 5.00 p.m. in presence of two witnesses.

Cut -off Date: 6th November, 2015

Postal Ballot & E-voting commencement date: 18th November, 2015 10:00 a.m.

Postal Ballot & E-voting end date: 17th December, 2015 at 5.00 p.m.





Company has completed dispatch of postal ballot forms and self addressed postage pre-paid envelope by Courier on 16th November, 2015 to the members whose email id are not registered and to those members to whom email is undelivered. The Company has completed delivery of sending e-mail to the members on 10th November, 2015. We have considered all Postal Ballot Forms received till 17th December, 2015. The Company has published, a notice in this regard on 17th November, 2015, in The Free Press Journal & Navshakti at Mumbai and Loksatta & Financial Express at Pune.

The total number of Equity shareholders as on cut off date were 30,895.

The result of the e-voting together with that of the Postal Ballot forms is as under:

SPECIAL RESOLUTION NO. 1.

Approval u/s 180 (1) (a) of the Act for sale of Residential flats situated at Ghansoli, Navi Mumbai

No. of Equity shareholders who casted Vote	No of shares voted by them	% of Total Paid-up Equity Share Capital
124	13387885	63.90%

	E-voting		Postal Ballot		Total	
	No of members	No of shares	No of members	No of shares	No of shares	% of shares voted
Assent	60	13382640	44	4446	13387086	99.995
Dissent	0	0	1	72	72	0.000
Invalid -	0	0	19	727	727	0.005
Total	60	13382640	64	5245	13387885	100

The votes casted in favour of Special resolution are (99.99 %)



SPECIAL RESOLUTION NO. 2.

Approval u/s 186 of the Act for Investment/Loans/ Guarantees by the Company

No. of Equity Shareholders who casted Vote	No of shares voted by them	% of Total Paid-up Equity Share Capital
124	13387885	63.90%

	E-voting		Postal Ballot		Total	
	No of members	No of shares	No of members	No of shares	No of shares	% of shares voted
Assent	60	13382640	35	4320	13386960	99.994
Dissent	0	0	10	198	198	0.001
Invalid	0	0	19	727	727	0.005
Total	60	13382640	64	5245	13387885	100

The votes casted in favour of Special resolution are (99.99 %)

The abovementioned two Resolutions have been approved with requisite majority.

I hereby confirm that I am maintaining the Registers received from the Service Provider both electronically and manually, in respect of the votes cast through e-Voting and Ballot by the shareholders of the Company. I shall be arranging to hand over these records to you or such other person authorised by you.

FOR M M SHETH & Co.,



(M M SHETH)
 Prop.




 C.K.P.

FCS: 1455
 CP: 729