21st September, 2017



To, The Bombay Stock Exchange, Phiroze Jeejeebhoy Towers, 27th floor, Dalal Street, Mumbai-400023

Dear Sir/madam,

Security Code: - 517119

Re: 36th Annual General Meeting of the Company for the F.Y 2016-17 held on 20th September, 2017

This is to inform you that Annual General Meeting of the Company was held on 20th September, 2017 at 12:00 noon at Hotel Celebration, Banquet Hall, Opp. New S.T. Road, Alandi Road, Pune 412 105.

In regards to it, please find enclosed herewith the following:

- 1. Gist of proceedings as required under the Regulation 30, Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations as Annexure I.
- 2. Voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations as Annexure II.
- Report of Scrutinizer dated 21st September, 2017, pursuant to Section 108 of the Companies Act, 2013 and Rule 20 (4) (xii) of the Companies (Management and Administration), Rules 2014.

Kindly acknowledge the same.

Thanking You,
For PCS Technology Limited

Bhaskar Patel Company Secretary

CIN No.: L74200MH1981PLC024279



Report of Scrutinizer's

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

To The Chairman

36th Annual General Meeting (AGM) of the Equity Shareholders of PCS Technology Limited held on Wednesday, September 20, 2017 at 12:00 noon at Hotel Celebration, Banquet Hall, Opp. New S.T. Road, Alandi Road, Pune 412 105.

Dear Sir,

- 1. I, Bhavesh Desai, proprietor of B. Desai & Associates, a Practising Company Secretary in whole time practice, appointed as Scrutinizer for the purpose of scrutinizing the e-voting process and ascertaining the requisite majority on e-voting carried out as per the provisions of section 108 of the Companies Act, 2013 read with amended Rule 20 of the Companies (Management and Administration) Rules, 2014 on the resolutions set out in the notice to the 36th Annual General Meeting (AGM) of the members of the Company, held on Wednesday, September 20, 2017 at 12:00 noon at Hotel Celebration, Banquet Hall, Opp. New S.T. Road, Alandi Road, Pune 412 105.
- 2. 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 set out in the Notice to the 36th Annual General Meeting (AGM) of the members of the Company. My responsibility as a scrutinizer for the e-voting process is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by Central Depositories Services Limited (CDSL), the authorized agency to provide e-voting facilities.
- 3. Further to the above, I submit my report as under:-
 - The e-voting period remained open from Sunday, September 17, 2017 at 10.00 a.m. and ends on Tuesday, September 19, 2017, at 5.00 p.m.
 - (ii) The Company has also provided facility for voting by Ballot or Polling Paper to the members attending the meeting, who have not cast their vote by remote e-voting.

(iii) The members of the Company as on the "Cut off" date i.e. September 13, 2017 were entitled to vote on the resolutions (Items No. 1 to 4 as set out in the Notice of the 36th AGM of the members of the Company).

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Email id: bndesai4u@gmail.com



(iv) The Votes cast were noted and confirmed on September 20, 2017 in the presence of two witnesses, Ms. Nidhi Parekh and Mr. Jeenesh Babaria who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Name of the Witness	Signature
Nidhi Parekh	Howevel.
Jeenesh Babaria	Jeene Malaux

(v) Thereafter, the details containing inter alia, list of Equity Shareholders, who voted "for", "against" each of the resolutions that were put to vote, were generated from the e-voting website of Central Depositories Services Limited (CDSL) i.e. https://www.evotingindia.com/ and based on such report generated the result of the e-voting process are as under:-

Item No. of the	Type of Resolution: Subject Matter	Particul ars of Busines s		favour of the olution	Votes ag resolu		Total Votes Casted
Noti ce			No. of Shares	% of Total No. of Valid Votes	No. of Shares	Total No. of Valid	No. of Shares
1.	Ordinary Resolution: To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for	E- Voting	13257218	99.99%	. 50	0.01%	13257268
	of the Company for the financial year ended on 31st March, 2017 together with the Reports of the Board of Directors and Auditors thereon.	Ballot/ Polling paper	0	0	0	0	0
	and Auditors thereon.	Total	13257218	99.99%	50	0.01%	13257268

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2.	Ordinary Resolution:	E-	3207153	99.99%	50	0.01%	3207203
	To appoint a Director in place of Mr. G.K. Patni (DIN-000141463) who retires by rotation and being eligible, offers himself for reappointment.	Ballot/ Polling paper	0	0	0	0	0
		Total	3207153	99.99%	50	0.01%	3207203
3.	Ordinary Resolution: To appoint M/s. Vinod .K. Mehta & Co., Chartered Accountant (Firm	E- Voting	13257218	99.99%	50	0.01%	13257268
	Registration No. 111508W) as statutory Auditors of the Company and to fix their remuneration	Ballot/ Polling paper	0	0	0	0	0
	1	Total	13257218	99.99%	50	0.01%	13257268
4.	Ordinary Resolution: SPECIAL BUSINESS: Re- Appointment of Mrs. Vandana Gupta	E- Voting	13257218	99.99%	50	0.01%	13257268
	(DIN: 07117752) as an Independent Director of the Company	Ballot/ Polling paper	0	0	0	0	0
		Total	13257218	99.99%	50	0.01%	13257268





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- (vi) There are no invalid votes casted against aforesaid resolutions item Sr. No. 1 to 4.
- (vii) I have also appended format of voting result under regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in "Annexure A" to this report.

Thanking you

Yours faithfully, For B. Desai and Associates Practising Company Secretary

Bhavesh Desai C.P.No.7711

Date : September 21, 201 Place : Mumbai

Annexure A

Format of Voting Result under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Date of Annual General Meeting of Equity Shareholders	September 20 2017
Total number of shareholders on record date	30247
No. of shareholders present in the meeting either in person or through	
proxy: Promoters and Promoter Group:	14
Public:	3/
No. of Shareholders attended the meeting through Video	
Conferencing	
Promoters and Promoter Group:	Not Applicable
Public	Not Applicable

	Group	Promoter	and	Promoter			0.00	Category		Whether promoter/ protection:		,	100000000000000000000000000000000000000	Resolution Re
Total	applicable)	Postal Ballot (if	Poll	E-Voting			0	Mode of Voting		Whether promoter/ promoter group are interested in the agenda/resolution?				Resolution Required: (Ordinary/Special)
14699995		14699995			(2)	held	Shares	No. of		iterested in				
13251406		0	0	13251406	(2)	polled	votes	No. of						
90.15		0	0	90.15	shares (3)=[(2)/(1)]* 100	outstanding	Polled on	% of Votes	Company.	None of the Directors, the resolution, except institutions of which t		with the Reports of the	Financial Statements of	Resolution No. 1 To
13251406		0	0	13251406	(4)	in favour	Votes -	No. of		ors, Key Man tept as holder they are c		the Board of	ts of the Con	To receive,
0		0	0	0	(5)	against	Votes -	No. of		agerial Perrs of share lirectors, p		Directors 2	npany for t	consider a
100		· ·	0	100	(6)=[(4)/(2)]*100	polled	favour on votes	% of Votes in		None of the Directors, Key Managerial Personnel and their relatives is concerned or interested in the resolution, except as holders of shares in general or that of the companies, firms, and/or institutions of which they are directors, partners or members and who may hold shares in the		Board of Directors and Auditors thereon: Ordinary Resolution	f the Company for the financial year ended on 31st March, 2017 together	receive, consider and adopt the Audited Standalone and Consolidated
	TESC !	_		0	polled (7)=[(5)/(2)]* 100	on votes	against	% of Votes		of the companie and who may ho		: Ordinary Resol	led on 31st Marcl	ed Standalone ar
0		·		0				Votes Invalid		or interested in s, firms, and/or ld shares in the	•	ution	h, 2017 together	nd Consolidated

Total			Institutions	Non	Public				Institutions	Public
	Total	applicable)	Postal Ballot (if	Poll	E-Voting	Total	applicable)	Postal Ballot (if	Poll	E-Voting
20950677			5904021					346661		
20950677 13257268	5862		0	0	5862	0		0	0	0
63.28%	0.099		0	0	0.099	0		0	-0	0
13257218	5812		0	0	5812	0		0	0	0
50	50		0	0	50	0		0	0	0
99.99	99.15		0	0	99.15	0		0	0	0
0.0003%	0.85		0	. 0	0.85	0		0	0	0
0	0		0	0	0	0		0	0	0

Public E-	Ti Ti	Promoter Po Group ap	and Poll	Promoter E-	Category	Whether promoter/ protection?	Resolution Require
E-Voting	Total	Postal Ballot (if applicable)	oll	E-Voting	Mode of Voting	Whether promoter/ promoter group are interested in the agenda/resolution?	Resolution Required: (Ordinary/ Special)
	14699995		14699995		No. of Shares (1)	rested in	
0	13251406	0	0	13251406	No. of votes polled (2)		
0	90.15	0	0	90.15	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	None of the Directors, l Patni, Mrs. Rajnikanta (Ashok Kumar Patni, F System Pvt. Ltd. being 1	Resolution No. 2 T by rotation and beir
0	13251406	0	0	13251406	No. of Votes – in favour (4)	ors, Key Mar nta G. Patni, ni, PCS Fina ing related to	o appoint a I ng eligible, of
0	• 0	0	0	0	No. of Votes – against (5)	Mr. Amit K Mr. Pvt. L each other	Director in p
0	100	0	0	100	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	None of the Directors, Key Managerial Personnel and their relatives except Mr. GajendraKumar Patni, Mrs. Rajnikanta G. Patni, Mr. Amit Kumar Patni, Mrs. Ruchi Patni, Mr. Arihant Patni, Mr. Ashok Kumar Patni, PCS Finance Pvt. Ltd, PCS Cullinet Pvt. Ltd. and Ashoka Computers System Pvt. Ltd. being related to each other are concerned or interested in the resolution.	Resolution No. 2 To appoint a Director in place of Mr. G.K. Patni (DIN-000141463) who retires by rotation and being eligible, offers himself for re-appointment: Ordinary Resolution
0	0	0	0	0	% of Votes against on votes polled (7)=[(5)/(2)]*	itives except Mr. ichi Patni, Mr. A vt. Ltd. and Ash erested in the reso	ıtni (DIN-000141 : Ordinary Resol
0	0	0	0	0	Votes Invalid	GajendraKumar rihant Patni, Mr. 10ka Computers olution.	463) who retires lution

Total	3	THSHILLIONS	Non	Public			Sucurious	
	Total	applicable)	Poll	E-Voting	Total	applicable)	Poll	
20950677 13257268		3904021				340001	216661	
13257268	5862	0	0	5862	0	C	0	
63.28%	0.099	0	0	0.099	0	0	0	
13257218	5812	0	0	5812	0	0	0	
50	50	0	0	50	0	0	0	
99.99%	99.15	0	0	99.15	0	0	0	
0.0003%	0.85	0	0	0.85	.0	0	0	
0	0	0	0	0	0	0	0	

Institutions	Public		Group	and	Promoter	Category	Whether promoter/ pr the agenda/resolution?	Resolution Rec
Poll	E-Voting	Total	Postal Ballot (if applicable)	Poll	E-Voting	Mode of Voting	Whether promoter/ promoter group are interested in the agenda/resolution?	Resolution Required: (Ordinary/ Special)
		14699995		14699995		No. of Shares (1)	nterested in	
0	0	13251406	0	0	13251406	No. of votes polled (2)		
-0	0	90.15	0	0	90.15	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	None of the Directors, the resolution, except institutions of which to Company.	Resolution No. 3 To appoint M/Registration No. 111508W) as statuto Remuneration: Ordinary Resolution
0	0	13251406	0	0	13251406	No. of Votes – in favour (4)	ors, Key Mar cept as holde ch they are o	3 To appoir 11508W) as s dinary Resol
0	0	0	0	0	0	No. of Votes – against (5)	nagerial Pers rs of shares lirectors, pa	nt M/s. Vinstatutory Audution
0	0	100	0	0	100	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	, Key Managerial Personnel and their relatives is concerned or interested in as holders of shares in general or that of the companies, firms, and/or they are directors, partners or members and who may hold shares in the	Resolution No. 3 To appoint M/s. Vinod .K. Mehta & Co., Chartered Accountant (Firm Registration No. 111508W) as statutory Auditors of the Company and to fix their Remuneration: Ordinary Resolution
	0	0	0	0	0	% of Votes against on votes polled (7)=[(5)/(2)]*	itives is concerned of the companion and who may he	Co., Chartered A
0	0	0	0	0	0	Votes Invalid	d or interested in es, firms, and/or old shares in the	ccountant (Firm

Total		Institutions	Non	Public		
	Total	Postal Ballot (if applicable)	Poll	E-Voting	Total	Postal Ballot (if applicable)
20950677		5904021				346661
20950677 13257268	5862	0	0	5862	0	0
63.28%	0.099	0	0	0.099	0	0
13257218	5812	0	0	5812	0	0
50	50	0	0	50	0	0
99.99	99.15	0	0	99.15	0	0
0.0003%	0.85	0	0	0.85	0	0
0	0	0	0	0	0	0

Resolution Requ	Resolution Required: (Ordinary/Special)			Resolution No. 4 Re- Appointment of Mrs. Van Director of the Company: Ordinary Resolution	le- Appointm pany: Ordin	ent of Mrs ary Resolu	Resolution No. 4 Re- Appointment of Mrs. Vandana Gupta (DIN: 07117752) as an Independent Director of the Company: Ordinary Resolution	N: 07117752) as	an Independent
Whether promo	Whether promoter/ promoter group are interested in	rested in		None of the Directo	rs, Key Man	agerial Per	None of the Directors, Key Managerial Personnel and their relatives is concerned or interested in	ives is concerned	or interested in
the agenda/resolution?	lution?			the resolution, exce	pt Mrs. Van	dana Gupta	the resolution, except Mrs. Vandana Gupta in her capacity as Director is interested in the said	Director is intere	sted in the said
(Resolution: Ordinary Resolution	ry Resolutio	n			
Category	Mode of Voting	No. of	No. of	% of Votes	No. of	No. of	% of Votes in	% of Votes	Votes Invalid
0		Shares	votes	Polled on	Votes –	Votes -	favour on votes	against	•
		(<u>1</u>)	polled	outstanding	in favour	against	polled	on votes	
			(2)	shares	(4)	(5)	(6)=[(4)/(2)]*100	polled	
				(3)=[(2)/(1)]*100				(7)=[(5)/(2)]*	
Promoter	E-Voting		13251406	90.15	13251406	0	100	0	0
and	Poll		0	0	0	0	0	0	0
Promoter	Postal Ballot (if	14699995	0	0	0	0	0	0	0
Group	applicable)								
	Total	14699995	13251406	90.15	13251406	0	100	0	0
Public	E-Voting		0	0	0	0	0	0	0
Institutions	Poll		0	0	0	0	0	0	0
	Postal Ballot (if	346661	0	0	0	0	0	0	0
	applicable)								
	Total		0	0	0	0	0		
									1
								1/2/	***

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	Total			Institutions	Non	ublic
		Total	applicable)	Postal Ballot (if	Poll	E-Voting
	20950677		5904021			
	20950677 13257268	5862		0	0	5862
	63.28%	0.099		0	0	0.099
	13257218	5812		0	0	5812
	50	50		0	0	50
	99.99	99.15		0	0	99.15
	0.0003%	0.85		0	0	0.85
	0	0		0	0	0

