

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.
3. 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



B. DESAI & ASSOCIATES

B.COM. LLB. FCS

PRACTISING COMPANY SECRETARY

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

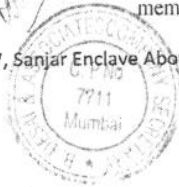
36th Annual General Meeting (AGM) of the Equity Shareholders of PCS Technology Limited held on Wednesday, September 20, 2017 at 12:00 noon at Hotel Celebration, Banquet Hall, Opp. New S.T. Road, Alandi Road, Pune 412 105.

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:-
 - (i) 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).

407, Sanjar Enclave Above Mahindra Showroom Opposite to PVR Cinema, S.V Road, Kandivali West, Mumbai- 400067

Email id: bndesai4u@gmail.com





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B.COM. LLB. FCS

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- (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	
Jeenesh Babaria	

- (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 Notice	Type of Resolution: Subject Matter	Particulars of Businesses	Votes in favour of the resolution			Votes against the resolution			Total Votes Casted	
			No. of Shares	% of Total No. of Valid Votes	Total Valid	No. of Shares	% of Total No. of Valid Votes	Total Valid	No. of Shares	Total Valid
1.	Ordinary Resolution: To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended on 31st March, 2017 together with the Reports of the Board of Directors and Auditors thereon.	E-Voting	13257218	99.99%		50	0.01%		13257268	
		Ballot/Polling paper	0	0		0	0		0	
		Total	13257218	99.99%		50	0.01%		13257268	



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Email id: bndesai4u@gmail.com



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2.	Ordinary Resolution: 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.	E-Voting	3207153	99.99%	50	0.01%	3207203
		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 Registration No. 111508W) as statutory Auditors of the Company and to fix their remuneration	E-Voting	13257218	99.99%	50	0.01%	13257268
		Ballot/Polling paper	0	0	0	0	0
		Total	13257218	99.99%	50	0.01%	13257268
4.	Ordinary Resolution: SPECIAL BUSINESS: Re- Appointment of Mrs. Vandana Gupta (DIN: 07117752) as an Independent Director of the Company	E-Voting	13257218	99.99%	50	0.01%	13257268
		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



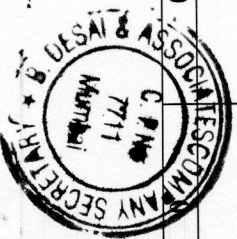
Date : September 21, 2017
Place : Mumbai

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:	37
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution Required: (Ordinary/Special)		Resolution No. 1 To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended on 31st March, 2017 together with the Reports of the Board of Directors and Auditors thereon: Ordinary Resolution							
Whether promoter/ promoter group are interested in the agenda/resolution?		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 Company.							
Category	Mode of Voting	No. of Shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]* 100	Votes Invalid
Promoter and Promoter Group	E-Voting		13251406	90.15	13251406	0	100	0	0
	Poll		0	0	0	0	0	0	0
	Postal Ballot (if applicable)	14699995	0	0	0	0	0	0	0
	Total	14699995	13251406	90.15	13251406	0	100	0	0



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

Resolution Required: (Ordinary/Special)

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**

Whether promoter/ promoter group are interested in the agenda/resolution?

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. Arhant 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.

Category	Mode of Voting	No. of Shares (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]* 100	Votes Invalid
Promoter and Promoter Group	E-Voting	14699995	13251406	90.15	13251406	0	100	0	0
	Poll	14699995	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	14699995	0	0	0	0	0	0	0
	Total	14699995	13251406	90.15	13251406	0	100	0	0
Public	E-Voting		0	0	0	0	0	0	0



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

Resolution Required: (Ordinary/Special)

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**

Whether promoter/ promoter group are interested in the agenda/resolution?

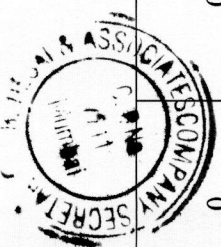
None of the Directors, Key Managerial Personnel and their relatives is concerned or interested in the resolution, except as holders of shares in general or that of the companies, firms, and/or institutions of which they are directors, partners or members and who may hold shares in the Company.

Category	Mode of Voting	No. of Shares (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)] * 100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]* 100	Votes Invalid
Promoter and Promoter Group	E-Voting Poll	14699995	13251406	90.15	13251406	0	100	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0	0
	Total	14699995	13251406	90.15	13251406	0	100	0	0
Public Institutions	E-Voting Poll		0	0	0	0	0	0	0
	Total		0	-0	0	0	0	0	0



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

Resolution Required: (Ordinary/Special)		Resolution No. 4 Re- Appointment of Mrs. Vandana Gupta (DIN: 07117752) as an Independent Director of the Company: Ordinary Resolution										
Whether promoter/ promoter group are interested in the agenda/resolution?		None of the Directors, Key Managerial Personnel and their relatives is concerned or interested in the resolution, except Mrs. Vandana Gupta in her capacity as Director is interested in the said Resolution: Ordinary Resolution										
Category	Mode of Voting	No. of Shares (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]* 100	Votes Invalid			
Promoter and Promoter Group	E-Voting		13251406	90.15	13251406	0	100	0	0	0	0	0
	Poll		0	0	0	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	14699995	0	0	0	0	0	0	0	0	0	0
Public Institutions	Total	14699995	13251406	90.15	13251406	0	100	0	0	0	0	0
	E-Voting		0	0	0	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0	0	0	0	0
Public Institutions	Postal Ballot (if applicable)	346661	0	0	0	0	0	0	0	0	0	0
	Total		0	0	0	0	0	0	0	0	0	0



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

