

MPS Infotecnics Limited

CIN: L30007DL1989PLC131190
An ISO 9001 - 2008 Company



To,

Date: 01/10/2018

The Manager-Listing
National Stock Exchange of India Limited
Exchange Plaza, Bandra,
Kurla Complex (E)
Mumbai-400051

The Manager-Listing
Bombay Stock Exchange Limited
Floor 25, P J Towers
Dalal Street, Mumbai-400001

NSE Symbol: VISESHINFO

BSE Scrip Code: 532411

Sub: Disclosure of Voting Results of the 29th Annual General Meeting of the Company held on 29th September, 2018 pursuant to the Regulation 44 (3) of the SEBI (LODR) Regulations, 2015

Dear Sir,

Pursuant to Regulation 44 (3) of the SEBI (LODR) Regulations, 2015, given below are the details of the voting results at the 29th Annual General Meeting of the Company as per the prescribed format:

Details of Voting Results

Date of the Annual General	September 29, 2018
Total number of shareholders on record date i.e. 22.09.2018	Equity Shareholders: 39445
No. of Shareholders present in the meeting either in person or through proxy:	
(a) Promoters and Promoter Group	3
(b) Public	35
No. of Shareholders attended the meeting through Video Conferencing	
(a) Promoters and Promoter Group	NA
(b) Public	



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

E-mail : info@viseshinfo.com

Agenda-wise:

S.No	Details of Agenda	Resolution required (Ordinary/Special)	Mode of Voting (Show of hands/Poll. Postal Ballot/E-voting)	Remark
1	Adoption of the Audited Financial Statements for the Financial Year ended March 31, 2018 and Director's Report and Auditor's Report thereon.	Ordinary	E-voting and Polling	The resolution was passed with requisite majority.
2	Appointment of M/s. Nemani Garg Agarwal & Co., Chartered Accountants, as Statutory Auditors of the Company and to fix their remuneration in place of M/s. RMA & Associates LLP, Chartered Accountants, whose term expires as the conclusion of this Annual General Meeting.	Ordinary	E-voting and Polling	The resolution was passed with requisite majority.
3	Appointment of Mr. Rachit Garg (DIN: 07574194) as a Director of the Company.	Ordinary	E-voting and Polling	The resolution was passed with requisite majority.
4	Approval of contract/arrangement for material related party transactions with various related parties.	Ordinary	E-voting and Polling	The resolution was passed with requisite majority.
5	Appointment of Mr. Peeyush Kumar Aggarwal (DIN:00090423) as a Managing Director of the Company.	Ordinary	E-voting and Polling	The resolution was passed with requisite majority.



6	Consider and approve in disinvestment of subsidiaries of the Company.	Special	E-voting and Polling	The resolution was passed with requisite majority.
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The Scrutinizer's report dated 30th September, 2018 is enclosed herewith.

Further, Voting Results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are enclosed herewith in the prescribed format.

Kindly take the above information in your records & oblige.

Thanking You,

Yours Truly
For MPS Infotecnics Limited

Garima Singh
Company Secretary



MPS INFOTECNICS LIMITED
(FORMERLY VISESH INFOTECNICS LIMITED)

Details of voting as per Regulation 44(3) of the SEBI (Listing Agreement based on results of voting at the 29th Annual General meeting held on 29th September 2018

Date of the AGM/EGM	29-Sep-18
Total number of shareholders on record date i.e. 22.09.2016	39445
No. of Shareholders present in the meeting either in person or through proxy Promoters and Promoter Group: Public:	3 35 - Out of which 2 members were represented by proxy
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public:	Not Applicable

Resolution required: (Ordinary/Special)	Ordinary (1) : To receive, consider and adopt the audited financial statement (including Audited Consolidated Financial Statements) of the Company for the financial year ended 31st March, 2018 and the Reports of Director's and Auditor's thereon.
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Whether promoter/ promoter group are interested in the Agenda / resolution	NO
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Category	Mode of Voting	No. of Shhares held	No. of Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes - Infavour	No. of Votes - Against	% of Votes in favour of votes polled	% of Votes against on votes polled
		(1)	(2)	(3)={{(2)/(1)}}*100	(4)	(5)	0	(7)={{(5)/(2)}}*100
Promoter and Promoter Group	E-Voting	1,203,511,967	-	-	-	0.00	0%	-
	Poll		1,203,511,967	100%	1,203,511,967	0.00	100.00%	0.00%
	Total		1,203,511,967	100%	1,203,511,967	0.00	100.00%	0.00%
Public - Institutions	E-Voting	46,750	-	0%	-	0.00	0.00%	0.00%
	Poll		-	0%	-	0.00	0.00%	0.00%
	Total		-	0%	-	0.00	#DIV/0!	0.00%
Public - Non Institutions	E-Voting	2,570,877,938	73,498,935	2.86%	73,498,935	0.00	100.00%	0.00%
	Poll		60,728,823	2.36%	60,728,823	0.00	100.00%	0.00%
	Total		134,227,758	5.22%	134,227,758	0.00	100.00%	0.00%
Total		3,774,436,655	1,337,739,725	35.44%	1,337,739,725	0.00	100.00%	0.00%



Resolution required: (Ordinary/Special)			Ordinary (2) : Appointment of Nemani Garg Agarwal & Co., Chartered Accountants, as statutory Auditors of the Company and to fix their remuneration, in place of RMA & Associates, LLP, Chartered Accountants, whose term expires at the conclusion of this Annual General Meeting.					
Whether promoter/ promoter group are interested in the Agenda / resolution			NO					
Category	Mode of Voting	No. of Shhares held	No. of Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes - Infavour	No. of Votes - Against	% of Votes in favour of votes polled	% of Votes against on 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	-	-	-	0.00	0%	-
	Poll		1,203,511,967	100%	1,203,511,967	0.00	100.00%	0.00%
	Total		1,203,511,967	100%	1,203,511,967	0.00	100.00%	0.00%
Public - Institutions	E-Voting	46,750	-	0%	-	0.00	0.00%	0.00%
	Poll		-	0%	-	0.00	0.00%	0.00%
	Total		-	0%	-	0.00	0.00%	0.00%
Public - Non Institutions	E-Voting	2,570,877,938	73,498,935	2.86%	73,498,935	0.00	100.00%	0.00%
	Poll		60,728,823	2.36%	60,718,423	10,400.00	99.98%	0.00%
	Total		134,227,758	5.22%	134,217,358	0.00	99.99%	0.00%
Total		3,774,436,655	1,337,739,725	35.44%	1,337,729,325	0.00	100.00%	0.00%

Resolution required: (Ordinary/Special) - Special Business			Ordinary (3) : To appoint Mr. Rachit Garg, DIN NO. 07574194 as Director of the Company.					
Whether promoter/ promoter group are interested in the Agenda / resolution			NO					
Category	Mode of Voting	No. of Shhares held	No. of Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes - Infavour	No. of Votes - Against	% of Votes in favour of votes polled	% of Votes against on 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	-	-	-	0.00	0%	-
	Poll		1,203,511,967	100%	1,203,511,967	0.00	100.00%	0.00%
	Total		1,203,511,967	100%	1,203,511,967	0.00	100.00%	0.00%
Public - Institutions	E-Voting	46,750	-	0%	-	0.00	0.00%	0.00%
	Poll		-	0%	-	0.00	0.00%	0.00%



	Total		-	0%	-	0.00	0.00%	0.00%
Public - Non Institutions	E-Voting	2,570,877,938	73,498,935	2.86%	73,498,935	0.00	100.00%	0.00%
	Poll		60,728,823	2.36%	60,728,823	0.00	100.00%	0.00%
	Total		134,227,758	5.22%	134,227,758	0.00	100.00%	0.00%
Total		3,774,436,655	1,337,739,725	35.44%	1,337,739,725	0.00	100.00%	0.00%

Resolution required: (Ordinary/Special) - Ordinary (4) : To Approve contracts / arrangements of material related party transactions with Special Business various related parties								
Whether promoter/ promoter group are interested in the Agenda / resolution			Yes					
Category	Mode of Voting	No. of Shhares held	No. of Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes - Infavour	No. of Votes - Against	% of Votes in favour of votes polled	% of Votes against on 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	-	-	-	0.00	0%	-
	Poll		0	0%	0	0.00	0.00%	0.00%
	Total		0	0%	0	0.00	0.00%	0.00%
Public - Institutions	E-Voting	46,750	-	0%	-	0.00	0.00%	0.00%
	Poll		-	0%	-	0.00	0.00%	0.00%
	Total		-	0%	-	0.00	0.00%	0.00%
Public - Non Institutions	E-Voting	2,570,877,938	73,498,935	2.86%	73,498,935	0.00	100.00%	0.00%
	Poll		57,377,913	2.23%	57,377,913	0.00	100.00%	0.00%
	Total		130,876,848	5.09%	130,876,848	0.00	100.00%	0.00%
Total		3,774,436,655	130,876,848	3.47%	130,876,848	0.00	100.00%	0.00%

Resolution required: (Ordinary/Special) - Ordinary (5) : To appoint Mr. Peeyush Kumar Aggarwal DIN NO. 00090423 as Managing Director of Special Business the Company.								
Whether promoter/ promoter group are interested in the Agenda / resolution			Yes					
Category	Mode of Voting	No. of Shhares held	No. of Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes - Infavour	No. of Votes - Against	% of Votes in favour of votes polled	% of Votes against on votes polled



		(1)	(2)	(3)={{(2)/(1)}}*100	(4)	(5)	(6)={{(4)/(2)}}*10 0	(7)={{(5)/(2)}}*100
Promoter and Promoter Group	E-Voting	1,203,511,967	0	0	-	0.00	0%	-
	Poll		0	0%	0	0.00	0.00%	0.00%
	Total		0	0%	0	0.00	0.00%	0.00%
Public - Institutions	E-Voting	46,750	-	0%	-	0.00	0.00%	0.00%
	Poll		-	0%	-	0.00	0.00%	0.00%
	Total		-	0%	-	0.00	0.00%	0.00%
Public - Non Institutions	E-Voting	2,570,877,938	73,498,935	2.86%	73,498,935	0.00	100.00%	0.00%
	Poll		57,377,913	2.23%	57,377,913	0.00	100.00%	0.00%
	Total		130,876,848	5.09%	130,876,848	0.00	100.00%	0.00%
Total		3,774,436,655	130,876,848	3.47%	130,876,848	0.00	100.00%	0.00%

Resolution required: (Ordinary/Special) - Ordinary (6) : To consider and approve dis-investment in subsidiaries of the Company		Special Business						
Whether promoter/ promoter group are interested in the Agenda / resolution		No						
Category	Mode of Voting	No. of Shhares held	No. of Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes - Infavour	No. of Votes - Against	% of Votes in favour of votes polled	% of Votes against on votes polled
		(1)	(2)	(3)={{(2)/(1)}}*100	(4)	(5)	(6)={{(4)/(2)}}*10 0	(7)={{(5)/(2)}}*100
Promoter and Promoter Group	E-Voting	1,203,511,967	0	0	-	0.00	0%	-
	Poll		1,203,511,967	100%	1,203,511,967	0.00	0.00%	0.00%
	Total		1,203,511,967	100%	1,203,511,967	0.00	0.00%	0.00%
Public - Institutions	E-Voting	46,750	-	0%	-	0.00	0.00%	0.00%
	Poll		-	0%	-	0.00	0.00%	0.00%
	Total		-	0%	-	0.00	0.00%	0.00%
Public - Non Institutions	E-Voting	2,570,877,938	73,498,935	2.86%	73,498,935	0.00	100.00%	0.00%
	Poll		60,728,823	2.36%	60,728,823	0.00	100.00%	0.00%
	Total		134,227,758	5.22%	134,227,758	0.00	100.00%	0.00%
Total		3,774,436,655	1,337,739,725	35.44%	1,337,739,725	0.00	100.00%	0.00%





Kundan Agrawal & Associates

Company Secretaries
Phone: 91-11-43093900
Mobile: 09212467033, 09999415059
E-mail: agrawal.kundan@gmail.com

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 29th Annual General Meeting of the Members of the Company held on Saturday, September 29, 2018 At 10:30 A.M. At 703, Arunachal Building, 19 Barakhamba Road Connaught Place New Delhi DI 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 14.08.2018 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 20 of the Companies (Management and Administration) Rules, 2014 and amendments made there under for their 29th 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

To receive, consider and adopt the audited Balance Sheet as at 31st March, 2018 and Statement of Profit & Loss Account and Cash Flow Statement and other annexures thereof for the financial year ended 31st March, 2018 and the reports of Directors and Auditors thereon.

(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
35	1264240790	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: 38 but 36 voted



(b) Resolution No. 2

Appointment of M/s Nemani Garg Agarwal & Co Chartered Accountants, New Delhi (Registration No. 010192N) in place of RMA & Associates, Chartered Accountants, New Delhi, (Registration No. 000978N) as the Statutory Auditors of the Company from the conclusion of 29th Annual General Meeting till the conclusion of Annual General Meeting to be held in FY 2022-2023, at such remuneration as may be approved by the Board of Directors 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
34	1264230390	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: 38 but 35 voted



(c) Resolution No. 3

Regularization of Mr. Rachit Garg (DIN:07574194)

(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
35	1264240790	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: 38 but 35 voted

(d) Resolution No. 4

To approve transactions with related parties.

(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
29	57377913	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: 38 but 29 voted

(e) Resolution No. 5

To appoint Mr. Peeyush Kumar Aggarwal (DIN:00090423) as the Managing Director of the company and fixing his remuneration.

(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
29	57377913	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: 38 but 29 voted

(f) Resolution No. 6

To consider and approve disinvestment in subsidiaries of 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
35	1264240790	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: 38 but 35 voted


5. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR" or "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
6. The Poll Papers and all other relevant records were sealed and are kept in the safe custody of the Scrutinizer till the Chairman signs the minutes of the Annual General Meeting.
7. The combined results of the votes (electronic and physical) are annexed as **Annexure-1** with this report.
8. All of the above mentioned resolutions have passed with requisite majority.

Thank you,
Yours faithfully,



Kundan Agrawal
(Scrutinizer)
Membership No.: 7631
C P No 8325
(Kundan Agrawal & Associates)

Place: New Delhi
Date: 30/09/2018

Witness-1


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

Witness-2


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



Kundan Agrawal & Associates

Company Secretaries

Phone: 91-11-43093900

Mobile: 09212467033, 09999415059

E-mail: agrawal.kundan@gmail.com

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 of the 29th Annual General Meeting of the members of **M/S MPS Infotecnics Limited** (the Company) held on Saturday, September 29, 2018 At 10:30 A.M. At 703, Arunachal Building, 19 Barakhamba Road Connaught Place New Delhi D1 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 Saturday, September 29, 2018 At 10:30 A.M. At 703, Arunachal Building, 19 Barakhamba Road Connaught Place New Delhi D1 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 29th Annual General Meeting 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 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 26th September; 2018 (9:00am) to 28th September; 2018 (5.00pm). AGM is on Saturday 29th day of September, 2018.
2. The Members of the Company as on the cut-off date i.e. 22nd September 2018 were entitled to vote on the resolution.
3. The Votes cast were unblocked on 29th September, 2018.



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

THE RESULT OF THE VOTE’S CASTED ELECTRONICALLY IS AS UNDER:

Item No.1 of the notice Ordinary Business

To receive, consider and adopt the audited Balance Sheet as at 31st March, 2018 and Statement of Profit & Loss Account and Cash Flow Statement and other annexures thereof for the financial year ended 31st March, 2018 and the reports of Directors and Auditors thereon.

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

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
119	73498935	100%

- (ii) Voted **in against** of the resolution:

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

- (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

Appointment of M/s Nimani Garg Agarwal & Co Chartered Accountants, New Delhi (Registration No. 010192N) in place of RMA & Associates, Chartered Accountants, New Delhi, (Registration No. 000978N) as the Statutory Auditors of the Company from the conclusion of 29th Annual General Meeting till the conclusion of Annual General Meeting to be held in FY 2022-2023, at such remuneration as may be approved by the Board of Directors 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
119	73498935	100%

- (ii) Voted **in against** of the resolution:

Number of members Voted	Number of votes cast by them	% of total number of valid votes
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		cast
Nil	Nil	Nil

(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**

Regularization of Mr. Rachit Garg (DIN:07574194)

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

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
119	73498935	100%

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

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(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**

To approve transactions with related parties

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

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
119	73498935	100%

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

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil



(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**

To appoint Mr. Peeyush Kumar Aggarwal (DIN:00090423) as the Managing Director of the company and fixing his remuneration

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

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
119	73498935	100%

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

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(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**

To consider and approve disinvestment in subsidiaries of 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
119	73498935	100%

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

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) **Invalid** Votes:

Total number of members whose	Total number of votes cast by	Remarks
-------------------------------	-------------------------------	---------



votes were declared invalid	them	
Nil	Nil	Nil

Thanking You,
Yours faithfully



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

Place: New Delhi
Date: 30/09/2018

Witness-1

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

Witness-2

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



Kundan Agrawal & Associates

Company Secretaries

Phone: 91-11-43093900

Mobile: 09212467033, 09999415059

E-mail: agrawal.kundan@gmail.com

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

REPORT OF SCRUTINIZERS APPOINTED BY THE BOARD OF DIRECTORS FOR 29TH ANNUAL GENERAL MEETING OF THE MEMBERS OF M/S MPS INFOTECNICS LIMITED (THE COMPANY) HELD ON SATURDAY, SEPTEMBER 29, 2018 AT 10:30 A.M. AT 703, ARUNACHAL BUILDING, 19 BARAKHAMBHA ROAD CONNAUGHT PLACE NEW DELHI DL 110001 IN.

The 29th Annual General Meeting of the Members has been held on Saturday, September 29, 2018 At 10:30 A.M. At 703, Arunachal Building, 19 Barakhamba Road Connaught Place New Delhi DL 110001 India, for the purposes of considering and, if thought fit, approving, with or without modification(s), the resolutions embodied in the Notice of 29th Annual General Meeting of M/S MPS Infotecnics Limited dated 14th August, 2018.

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 14th August, 2018 for their 29th Annual general meeting of the Company held on 29.09.2018. 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 31st March, 2018 and Statement of Profit & Loss Account and Cash Flow Statement and other annexures thereof for the financial year ended 31st March, 2018 and the reports of Directors and Auditors thereon.

Details of Voting	Assent (For)		Dissent (Against)		Invalid poll No. of Votes
	No. Shares 1/- each	Face Value Re.	No. of votes	Ratio	
	No. of Shareholders	Number of shares with %	No. Of Shareholders	Number of shares with %	
By Poll	35	1264240790 (94.51%)	0	0	0
By E- Voting	119	73498935 (5.49%)	0	0	0
Consolidated Votes	154	1337739725 (100%)	0	0	0



Resolution No. 2

Nature of Resolution Ordinary Business

Subject Matter: Appointment of M/s Nimani Garg Agarwal & Co Chartered Accountants, New Delhi (Registration No. 010192N) in place of RMA & Associates, Chartered Accountants, New Delhi, (Registration No. 000978N) as the Statutory Auditors of the Company from the conclusion of 29th Annual General Meeting till the conclusion of Annual General Meeting to be held in FY 2022-2023, at such remuneration as may be approved by the Board of Directors of the company.

Details of Voting	Assent (For)		Dissent (Against)		Invalid poll No. of Votes
	No. Shares of Face Value Re. 1/- each	Re.	No. of votes	Ratio	
	No. of Shareholders	Number of shares with %	No. Of Shareholders	Number of shares with %	
By Poll	34	1264230390 (94.51%)	1	10400 (100%)	0
By E- Voting	119	73498935 (5.49%)	0	0	0
Consolidated Votes	153	1337729325 (100%)	1	10400 (100%)	0

Resolution No. 3

Nature of Resolution Special Business

Subject Matter: Regularization of Mr. Rachit Garg (DIN:07574194)

Details of Voting	Assent (For)		Dissent (Against)		Invalid poll No. of Votes
	No. Shares of Face Value Re. 1/- each	Re.	No. of votes	Ratio	
	No. of Shareholders	Number of shares with %	No. Of Shareholders	Number of shares with %	
By Poll	35	1264240790 (94.51%)	0	0	0
By E- Voting	119	73498935 (5.49%)	0	0	0
Consolidated Votes	154	1337739725 (100%)	0	0	0



Resolution No. 4

Nature of
Resolution Special Business

Subject Matter: To approve transactions with related parties.

Details of Voting	Assent (For)		Dissent (Against)		Invalid poll No. of Votes
	No. Shares of Face Value Re. 1/- each	Re.	No. of votes	Ratio	
	No. of Shareholders	Number of shares with %	No. Of Shareholders	Number of shares with %	
By Poll	29	57377913 (43.84%)	0	0	0
By E- Voting	119	73498935 (56.16%)	0	0	0
Consolidated Votes	148	130876848 (100%)	0	0	0

Resolution No. 5

Nature of
Resolution Special Business

Subject Matter: To appoint Mr. Peeyush Kumar Aggarwal (DIN:00090423) as the Managing Director of the company and fixing his remuneration.

Details of Voting	Assent (For)		Dissent (Against)		Invalid poll No. of Votes
	No. Shares of Face Value Re. 1/- each	Re.	No. of votes	Ratio	
	No. of Shareholders	Number of shares with %	No. Of Shareholders	Number of shares with %	
By Poll	29	57377913 (43.84%)	0	0	0
By E- Voting	119	73498935 (56.16%)	0	0	0
Consolidated Votes	148	130876848 (100%)	0	0	0



Resolution No. 6

Nature of
Resolution Special Business

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

Details of Voting	Assent (For)		Dissent (Against)		Invalid poll No. of Votes
	No. Shares of 1/- each	Face Value Rr.	No. of votes	Ratio	
	No. of Shareholder s	Number of shares with %	No. Of Sharehol ders	Number of shares with %	
By Poll	35	1264240790 (94.51%)	0	0	0
By E- Voting	119	73498935 (5.49%)	0	0	0
Consolidated Votes	154	1337739725 (100%)	0	0	0

Based on the abovementioned details, the Resolution No. **1-6** was passed at Annual General Meeting of the company.

Thanking You,

Yours faithfully



Kundan Agrawal
Company Secretary
Membership No.: F7631
C.P. No.: 8325

Dated: 30/09/2018
Place: New Delhi