

FORM No. MGT-13

Combined Report of Scrutinizer for e-voting & voting through ballot process

[Pursuant to Section 108/109 of the Companies Act, 2013 read with the Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014 as amended]

To,
The Chairperson,
INDO-CITY INFOTECH LIMITED
A6, Mittal Estate, Building No. 2, Andheri-Kurla Road,
Andheri (E), Mumbai 400059

Subject: 27th Annual General Meeting of the Shareholders of M/s. Indo-City Infotech Limited held on 30th September, 2019 at 11.00 a.m. at the Premise No. 120, Opp. Planet Cast, Royal Palms Estate, Aarey Road, Goregaon (E), Mumbai- 400 065.

Dear Sir,

We, M/s. PSS & Associates LLP, Company Secretaries, represented by Miss. Priyanka Singrodia, Partner have been duly appointed by the Board of Directors for the purpose of scrutinizing the Remote e-voting process under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including any amendment thereof and voting through Poll at the venue of the Annual General Meeting (AGM) in a fair and transparent manner in respect of the Resolutions contained in the Notice of the 27th AGM of Equity Shareholders of Indo-city Infotech Limited at their Meeting held on 30th September, 2019 at the Premise No. 120, Opp. Planet Cast, Royal Palms Estate, Aarey Road, Goregaon (E), Mumbai- 400 065.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules framed thereunder relating to voting through electronic means (Remote e-voting) and voting by Poll at the venue of AGM on the resolutions contained in the Notice of the 27th AGM of the members of the Company. My responsibility as a scrutinizer for the remote e-voting process and for the Poll at the 27th AGM is restricted to make a Scrutinizer's Report of the Votes Cast "in favour" or "against" the resolutions as stated below on the report generated from the remote e-voting system provided by M/s. Central Depository Services (India) Limited (CDSL), the authorised agency engaged by Company to provide remote e-voting facilities and the report generated electronically for voting by Poll at the venue of AGM.

After the time fixed for closing of Poll by the Chairperson, Ballot box kept for polling was locked in my presence with due identification marks placed by me.



The locked Ballot box was subsequently opened by us in the presence of two witnesses, who are not in employment of the Company, thereafter; the poll papers were diligently scrutinized. The Poll papers were reconciled with the records maintained by the Registrar and Transfer Agents/ the Company and the authorizations/ proxies lodged with the Company. Incomplete, invalid and/or defective Poll papers were rejected by us.

The Consolidated Scrutinizer's Report on the resolutions proposed in the Notice of the AGM with respect to Remote e-voting and Poll Process is as under;

ORDINARY BUSINESS

ITEM NO. 1: ORDINARY RESOLUTION:

Adoption of Audited financial statement of the Company for the financial year ended 31st March, 2019 and the reports of Auditors and Directors thereon.

Physical Voting:

Sr. No	Particular's	No. of Physical Ballot Form	No. of Share	% of Assent/Dissent
1.	Total Physical Ballot forms received	16	155138	-
2.	Less- Invalid Physical ballot forms	1	3230	-
3.	Net valid Physical valid forms	15	151908	100
4.	Physical ballot valid forms with assent	15	151908	100
5.	Physical ballot valid forms with dissent	-	-	-

E-Voting:

Sr. No	Particular's	No. of E-voters	No. of Share	% of Assent/Dissent
1.	Total E-voting received	11	5898962	-
2.	Less- Invalid E-voting	-	-	-
3.	Net valid E-voting	11	5898962	100
4.	E-voting with assent	10	5898957	100 (rounded off)
5.	E-voting with dissent	1	5	0

Total:

Sr. No	Particular's	No. of E-voters	No. of Share	% of Assent/Dissent
1.	Total voting received	27	6054100	-
2.	Less: Invalid voting	1	3230	-
3.	Net valid voting	26	6050870	100
4.	Voting with assent	25	6050865	100 (Rounded off)
5.	Voting with dissent	1	5	0



ITEM NO. 2: ORDINARY RESOLUTION:

Appointment of Director in place of Mrs. Shashi Aneel Jain (DIN: 00103505), who retires by rotation and is eligible for re-appointment.

Physical Voting:

Sr. No	Particular's	No. of Physical Ballot Form	No. of Share	% of Assent/Dissent
1.	Total Physical Ballot forms received	16	155138	-
2.	Less- Invalid Physical ballot forms	1	3230	-
3.	Net valid Physical valid forms	15	151908	100
4.	Physical ballot valid forms with assent	15	151908	100
5.	Physical ballot valid forms with dissent	-	-	-

E-Voting:

Sr. No	Particular's	No. of E-voters	No. of Share	% of Assent/Dissent
1.	Total E-voting received	11	5898962	-
2.	Less- Invalid E-voting	-	-	-
3.	Net valid E-voting	11	5898962	100
4.	E-voting with assent	10	5898957	100 (rounded off)
5.	E-voting with dissent	1	5	0

Total:

Sr. No	Particular's	No. of E-voters	No. of Share	% of Assent/Dissent
1.	Total voting received	27	6054100	-
2.	Less: Invalid voting	1	3230	-
3.	Net valid voting	26	6050870	100
4.	Voting with assent	25	6050865	100 (Rounded off)
5.	Voting with dissent	1	5	0



SPECIAL BUSINESS

ITEM NO. 3: ORDINARY RESOLUTION:

Appointment of Mr. Arun Hariram Bubna as an Independent Director.

Physical Voting:

Sr. No	Particular's	No. of Physical Ballot Form	No. of Share	% of Assent/Dissent
1.	Total Physical Ballot forms received	16	155138	-
2.	Less- Invalid Physical ballot forms	1	3230	-
3.	Net valid Physical valid forms	15	151908	100
4.	Physical ballot valid forms with assent	15	151908	100
5.	Physical ballot valid forms with dissent	-	-	-

E-Voting:

Sr. No	Particular's	No. of E-voters	No. of Share	% of Assent/Dissent
1.	Total E-voting received	11	5898962	-
2.	Less- Invalid E-voting	-	-	-
3.	Net valid E-voting	11	5898962	100
4.	E-voting with assent	10	5898957	100 (rounded off)
5.	E-voting with dissent	1	5	0

Total:

Sr. No	Particular's	No. of E-voters	No. of Share	% of Assent/Dissent
1.	Total voting received	27	6054100	-
2.	Less: Invalid voting	1	3230	-
3.	Net valid voting	26	6050870	100
4.	Voting with assent	25	6050865	100 (Rounded off)
5.	Voting with dissent	1	5	0



ITEM NO. 4: SPECIAL RESOLUTION:

Re-appointment of Mr. Brij Kishor Gupta as an Independent Director.

Physical Voting:

Sr. No	Particular's	No. of Physical Ballot Form	No. of Share	% of Assent/Dissent
1.	Total Physical Ballot forms received	16	155138	-
2.	Less- Invalid Physical ballot forms	1	3230	-
3.	Net valid Physical valid forms	15	151908	100
4.	Physical ballot valid forms with assent	15	151908	100
5.	Physical ballot valid forms with dissent	-	-	-

E-Voting:

Sr. No	Particular's	No. of E-voters	No. of Share	% of Assent/Dissent
1.	Total E-voting received	11	5898962	-
2.	Less- Invalid E-voting	-	-	-
3.	Net valid E-voting	11	5898962	100
4.	E-voting with assent	10	5898957	100 (rounded off)
5.	E-voting with dissent	1	5	0

Total:

Sr. No	Particular's	No. of E-voters	No. of Share	% of Assent/Dissent
1.	Total voting received	27	6054100	-
2.	Less: Invalid voting	1	3230	-
3.	Net valid voting	26	6050870	100
4.	Voting with assent	25	6050865	100 (Rounded off)
5.	Voting with dissent	1	5	0



ITEM NO. 5: SPECIAL RESOLUTION:

Change in the name of the company and alteration of same in Memorandum & Articles of Association.

Physical Voting:

Sr. No	Particular's	No. of Physical Ballot Form	No. of Share	% of Assent/Dissent
1.	Total Physical Ballot forms received	16	155138	-
2.	Less- Invalid Physical ballot forms	1	3230	-
3.	Net valid Physical valid forms	15	151908	100
4.	Physical ballot valid forms with assent	15	151908	100
5.	Physical ballot valid forms with dissent	-	-	-

E-Voting:

Sr. No	Particular's	No. of E-voters	No. of Share	% of Assent/Dissent
1.	Total E-voting received	11	5898962	-
2.	Less- Invalid E-voting	-	-	-
3.	Net valid E-voting	11	5898962	100
4.	E-voting with assent	10	5898957	100 (rounded off)
5.	E-voting with dissent	1	5	0

Total:

Sr. No	Particular's	No. of E-voters	No. of Share	% of Assent/Dissent
1.	Total voting received	27	6054100	-
2.	Less: Invalid voting	1	3230	-
3.	Net valid voting	26	6050870	100
4.	Voting with assent	25	6050865	100 (Rounded off)
5.	Voting with dissent	1	5	0

Note: Being one of Shareholder Mrs. Renu Bansal is been voted through e-voting hence to avoid duplicate voting her physical voting is been consider as invalid.



All the resolutions voted through Remote e-voting and Poll was passed with requisite majority.
The Poll papers and all other relevant records were sealed and handed over to the Company Chairperson authorised by the Board for safe keeping.

For PSS & ASSOCIATES LLP
Company Secretaries
LLP Registration No: AAK-0876



CS Priyanka Singrodia
Partner
ACS: 50300; COP: 18485

Place: Mumbai
Date: 30th September, 2019

Voting results	
Record date	20-09-2019
Total number of shareholders on record date	2670
No. of shareholders present in the meeting either in person or	
a) Promoters and Promoter group	4
b) Public	16
No. of shareholders attended the meeting through video	
a) Promoters and Promoter group	0
b) Public	0
No. of resolution passed in the meeting	5

Kulis

Resolution (1)

Resolution required: (Ordinary / Special)		Ordinary						
Whether promoter/promoter group are interested in the		No						
Description of resolution considered		To Received, consider and adopt the Audited Financial Statement of the Company for the financial year ended 31st March, 2019, together with the reports of Auditors and Directors there on						
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on 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		5829100	100.0000	5829100	0	100.0000	0.0000
	Poll	5829100						
	Postal Ballot (if applicable)							
	Total	5829100	5829100	100.0000	5829100	0	100.0000	0.0000
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting		69862	1.5284	69857	5	99.9928	0.0072
	Poll	4570900	151908	3.3234	151908	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total	4570900	221770	4.8518	221765	5	99.9977	0.0023
Total	Total	10400000	6050870	58.1814	6050865	5	99.9999	0.0001

Kritik

Resolution (2)

Resolution required: (Ordinary / Special)		Ordinary						
Whether promoter/promoter group are interested in the		No						
Description of resolution considered		To appoint a director in place of Mrs. Shashi Aneel Jain (DIN No.: 00103505), who retires by rotation and being eligible offer herself for re-appointment.						
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on 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	5829100	5829100	100.0000	5829100	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	5829100	5829100	100.0000	5829100	0	100.0000	0.0000
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public-Non Institutions	E-Voting	4570900	69862	1.5284	69857	5	99.9928	0.0072
	Poll		151908	3.3234	151908	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total	4570900	221770	4.8518	221765	5	99.9977	0.0023
Total	Total	10400000	6050870	58.1814	6050865	5	99.9999	0.0001

Kudis

Resolution (3)

Resolution required: (Ordinary / Special)		Special						
Whether promoter/promoter group are interested in the		No						
Description of resolution considered		Appointment of Mr. Arun Hariram Bubna as an Independent Director (DIN No.: 0008406885)						
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on 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		5829100	100.0000	5829100	0	100.0000	0.0000
	Poll	5829100						
	Postal Ballot (if applicable)							
	Total	5829100	5829100	100.0000	5829100	0	100.0000	0.0000
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting		69862	1.5284	69857	5	99.9928	0.0072
	Poll	4570900	151908	3.3234	151908	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total	4570900	221770	4.8518	221765	5	99.9977	0.0023
Total	Total	10400000	6050870	58.1814	6050865	5	99.9999	0.0001

K. N. K.

Resolution (4)

Resolution required: (Ordinary / Special)		Special						
Whether promoter/promoter group are interested in the		No						
Description of resolution considered		Re-Appointment of Mr. Brij Kishor Guta as an Independent Director (DIN NO.: 00225078)						
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on 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		5829100	100.0000	5829100	0	100.0000	0.0000
	Poll	5829100						
	Postal Ballot (if applicable)							
	Total	5829100	5829100	100.0000	5829100	0	100.0000	0.0000
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting		69862	1.5284	69857	5	99.9928	0.0072
	Poll	4570900	151908	3.3234	151908	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total	4570900	221770	4.8518	221765	5	99.9977	0.0023
Total	Total	10400000	6050870	58.1814	6050865	5	99.9999	0.0001

K. H. G.

Resolution (5)

Resolution required: (Ordinary / Special)		Special						
Whether promoter/promoter group are interested in the		No						
Description of resolution considered		Change in the name of the Company and alternation of same in Memorandum and Articles of Associates						
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on 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	5829100	5829100	100.0000	5829100	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		5829100	5829100	100.0000	5829100	0	100.0000
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	4570900	69862	1.5284	69857	5	99.9928	0.0072
	Poll		151908	3.3234	151908	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total		4570900	221770	4.8518	221765	5	99.9977
Total	Total	10400000	6050870	58.1814	6050865	5	99.9999	0.0001

K. K. K.