



**KAMALIA ASSOCIATES**  
SOLICITORS & ADVOCATES

SIL/SR/L/18-19/104

October 01, 2018

To,  
The Chairman,  
Shyama Infosys Limited,  
B – 6, Hema Industrial Estate, Sarvodya Nagar,  
Mumbai – 400 060.

Dear Sir,

**Sub: Consolidated Scrutinizer's Report on Electronic Voting and Ballot Paper Process for the 28<sup>th</sup> AGM of the Company**

The Board of Directors of the Shyama Infosys Limited (the “**Company**”) in their meeting held on 29<sup>th</sup> May, 2018 appointed us as the Scrutinizer for the purpose of receiving, processing and scrutinizing the e-voting and voting through ballot process and to ascertaining the requisite majority on voting made. The said voting is carried out under the provisions of Section 108 and 110 of the Companies Act, 2013 (the “**Act**”) to be read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 (the “**Rules**”) and any other Rules or Laws as may be applicable (including any modifications & re-enactment thereof for the time being in force).

The voting are for the resolutions contained in the Notice of the 28<sup>th</sup> Annual General Meeting of the members of the Company (the “**AGM**”), held on Saturday, 29<sup>th</sup> September, 2018 at 11:00 HRS at B – 6, Hema Industrial Estate, Sarvodya Nagar, Mumbai – 400 060.



As required under the said Act read with Rules, a Notice dated 29<sup>th</sup> May, 2018 along with explanatory statement was sent to the members, whose names appear in the Register of Members as on 22<sup>nd</sup> September, 2018. The Company provided the e-voting facility offered by the CDSL eVoting System.

Pursuant to the applicable provisions of the Acts and Rules, the Management of the Company is responsible to ensure the compliance with the requirements of the Act and Rules relating to voting on the resolutions contained in the Notice.

Our responsibility being as a Scrutinizer for the voting process is restricted to prepare a Scrutinizer's Report of the votes cast in "*favor*" or "*against*" and "*invalid*" votes, if any, based on the reports generated from the CDSL eVoting System i.e. [www.evotingindia.com](http://www.evotingindia.com) which is based on the information furnished to the CDSL eVoting System by the concerned authority engaged by the Company and the ballot forms received by us.

The e-voting period commences on, September 26<sup>th</sup>, 2018 at 09:00 a.m. and ends on September 28<sup>th</sup>, 2018 at 5:00 p.m. The CDSL eVoting System has been used for the same which was blocked thereafter and the e-votes cast under e-voting facility were unblocked on 30<sup>th</sup> September, 2018 in the presence of two witnesses namely Mr. Naveen Agarwal and Mr. Raj Kumar Dhar who were not in employment of the Company.



Based on the report of e-voting generated from the CDSL eVoting System, we put forward the outcome of voting as under –

**Item No. 1**

**ORDINARY RESOLUTION**

To receive, consider and adopt the Audited Standalone Financial Statement of the Company for the year ended 31<sup>st</sup> March, 2018 and the reports of the Board of Directors and Auditors thereon.

**Votes cast in favor of the Resolution**

Mode of Voting	Total number of members casted there Vote	Total number of Votes cast	% of total number of Votes cast
E- Voting	08	871250	100
Polling Paper	NIL	NIL	NIL
Total	08	871250	100

**Votes cast against the Resolution**

Mode of Voting	Total number of members casted there Vote	Total number of Votes cast	% of total number of Votes cast
E- Voting	0	0	0
Polling Paper	0	0	0
Total	0	0	0

**Invalid Votes**

Mode of Voting	Total number of members whose Votes were declared invalid	Total number of Votes cast	% of total number of Votes cast
E- Voting	0	0	0
Polling Paper*	0	0	0
Total	0	0	0



**Item No. 2**
**ORDINARY RESOLUTION**

To appoint a director in place of Shri Rakesh Bajaj and Shri Swati Garg who retire by rotation and being eligible, offer themselves for re-appointment.

**Votes cast in favor of the Resolution**

Mode of Voting	Total number of members casted there Vote	Total number of Votes cast	% of total number of Votes cast
E- Voting	08	871250	100
Polling Paper	NIL	NIL	NIL
Total	08	871250	100

**Votes cast against the Resolution**

Mode of Voting	Total number of members casted there Vote	Total number of Votes cast	% of total number of Votes cast
E- Voting	0	0	0
Polling Paper	0	0	0
Total	0	0	0

**Invalid Votes**

Mode of Voting	Total number of members whose Votes were declared invalid	Total number of Votes cast	% of total number of Votes cast
E- Voting	0	0	0
Polling Paper*	0	0	0
Total	0	0	0



**Item No. 3**
**ORDINARY RESOLUTION**

To ratify the appointment of auditors and to fix their remuneration.

**Votes cast in favor of the Resolution**

Mode of Voting	Total number of members casted there Vote	Total number of Votes cast	% of total number of Votes cast
E- Voting	08	871250	100
Polling Paper	NIL	NIL	NIL
Total	08	871250	100

**Votes cast against the Resolution**

Mode of Voting	Total number of members casted there Vote	Total number of Votes cast	% of total number of Votes cast
E- Voting	0	0	0
Polling Paper	0	0	0
Total	0	0	0

**Invalid Votes**

Mode of Voting	Total number of members whose Votes were declared invalid	Total number of Votes cast	% of total number of Votes cast
E- Voting	0	0	0
Polling Paper*	0	0	0
Total	0	0	0



**Item No. 4**
**ORDINARY RESOLUTION**

To appoint Mr. GOBINDA MAJUMDER as Director of the Company who was appointed as additional Director of the Company dated 08th December, 2018.

**Votes cast in favor of the Resolution**

Mode of Voting	Total number of members casted there Vote	Total number of Votes cast	% of total number of Votes cast
E- Voting	08	871250	100
Polling Paper	NIL	NIL	NIL
Total	08	871250	100

**Votes cast against the Resolution**

Mode of Voting	Total number of members casted there Vote	Total number of Votes cast	% of total number of Votes cast
E- Voting	0	0	0
Polling Paper	0	0	0
Total	0	0	0

**Invalid Votes**

Mode of Voting	Total number of members whose Votes were declared invalid	Total number of Votes cast	% of total number of Votes cast
E- Voting	0	0	0
Polling Paper*	0	0	0
Total	0	0	0

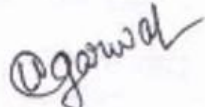


Henceforth, all the Resolutions stands passed under voting with the requisite majority and as required.

We further confirm that the Registers received from the service provider and all other papers & records' relating to voting been properly maintained by us under our safe custody will be handed over to the Company after the receipt of confirmation of the signing of the minutes by the Chairman.

For and on behalf of

**Kamalia Associates**

  
Udit Agarwal  
Advocate

