



SCRUTINIZER'S REPORT

To,

The Chairman of the Twenty Fifth Annual General Meeting of the Shareholders of CG-VAK Software and Exports Limited held on Wednesday, 30th September 2020 at 3.00 P.M. through video conferencing (VC) /other Audio Visual Means (OAVM)

1. Appointment as Scrutinizer

I am appointed as the Scrutinizer for the remote e-voting as well as the e-voting by Members during the 25th Annual General Meeting ("AGM") of **CG-VAK Software and Exports Limited** (hereinafter referred to as "**the Company**") scheduled on Wednesday, 30th September, 2020 at 03:00 p.m. held through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM"). My responsibility as a Scrutinizer was to ensure that the voting process was conducted in a fair and transparent manner and submit a Scrutinizer's report on the voting on the resolutions based on the reports generated from the electronic voting system.

2. Notice Regarding registering of email address/updating bank account details:

Pursuant to General Circulars No. 14/2020, 17/2020 and 20/2020 dated 8th April, 2020, 13th April, 2020 and 5th May, 2020 respectively issued by the Ministry of Corporate Affairs, an advertisement was published in English in the Trinity Mirror and its Tamil translation in Makkal Kural on 02nd September 2020 requesting Shareholders of the Company to register their email address/update their bank account details for receiving Notice of AGM, Annual Reports for the year ended March 31, 2020 and dividend/other communication in electronic form.

3. Dispatch of Notice convening the AGM

3.1 The Company has informed that, on the basis of the Register of members and lists of Beneficial Owners made available by M/s S.K.D.C Consultants Limited the Registrar and Share Transfer Agents ("RTA") of the Company and the depositories viz., National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") respectively, the Company completed dispatch of Notice of AGM by E-mail to **1,628** Members who had registered their E-mail IDs with the Company / Depositories on 7th September 2020.



3.2 The Company hosted the notice of AGM on its website, website of the agency providing the platform for remote e-voting and e-voting during the AGM and also intimated the same to BSE Limited and National Stock Exchange of India Limited on 7th September 2020.

3.3 The public advertisement with respect to dispatch of Notice and conducting of remote e-voting was published in English in the in the Trinity Mirror and its Tamil translation in Makkal Kural on 8th September 2020 edition.

4. Cut-off date

Voting rights were reckoned as on **Wednesday, 23rd September 2020**, being the cut-off date for the purpose of deciding the entitlements of members for remote e-voting and e-voting at the AGM.

5. Remote e-voting process

5.1 Agency

The Company appointed **CDSL** as the agency for providing the platform for remote e-voting platform and e-voting at the AGM.

5.2 Remote e-voting period

Remote e-voting platform was open from **9:00 a.m. (IST) on Saturday, September 26, 2020 till 5:00 p.m. (IST) on Tuesday, September 29, 2020** and members were required to cast their votes electronically conveying their assent or dissent in respect of the resolutions on the remote e-voting platform provided by CDSL.

6. Voting at the AGM

6.1 In keeping with Regulation 44(1) and 44(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as prescribed under Rule 20 (4)(xiii) of the Companies (Management and Administration) Rules, 2014 for the purpose of ensuring that Members who have cast their votes through remote e-voting do not vote again during the general meeting, the Scrutinizer shall have access after closure of period of remote e-voting and before the start of general meeting, to only such details relating to Members who have cast their votes through remote e- voting, such as their names, DP ID & Client ID / folios, number of shares held but not the manner in which they have voted.



6.2 Accordingly, CDSL, the remote e-voting agency provided us with the names, DP ID & Client ID / folios and shareholding of the members who had cast their votes through remote e-voting.

7. Counting Process

On completion of e-voting during the AGM, I unblocked the results of the remote e-voting and e-voting by members at the AGM, on the CDSL e- voting platform and downloaded the results.

8. Results

8.1 I observe that:

- a) 29 Members had cast their votes through remote e-voting and
- , b) 2 Members had cast their votes through e-voting at the AGM;

8.2 Consolidated results with respect to each item on the agenda as set out in the Notice of the AGM dated 20th August, 2020 is enclosed herewith.

8.3 Based on the aforesaid results, I report that **03 Ordinary Resolutions** as set out in Item Nos. 1 to 3 of the Notice of the AGM dated 20th August 2020 have been **passed with the requisite majority**.



D.SENTHIL

Practising Company Secretary

ACS: 45934 | COP No. 16715

ICSI UDIN: A045934B000835481

01.10.2020

COIMBATORE



CONSOLIDATED RESULTS

Item No. 1: To receive, consider and adopt the Standalone and Consolidated Audited Financial Statements of the Company for the year ended 31st March 2020 including audited Balance Sheet as at 31st March ,2020 and the Statement of Profit and Loss for the year ended on that date and the reports of the Board of Directors(“the Board”) and Auditors thereon

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	23	2619291	2	1200	25	2620491	99.82
Dissent	6	4814	0	0	6	4814	0.18
Total	29	2624105	2	1200	31	2625305	100.00

Based on the aforesaid result, I report that the Ordinary Resolution as set out in Item No. 1 of the Notice of the AGM dated 20th August, 2020 has been passed with requisite majority



D.SENTHIL

Practising Company Secretary

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CONSOLIDATED RESULTS

Item No. 2: To declare dividend, if any

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	23	2619291	2	1200	25	2620491	99.82
Dissent	6	4814	0	0	6	4814	0.18
Total	29	2624105	2	1200	31	2625305	100.00

Based on the aforesaid result, I report that the Ordinary Resolution as set out in Item No. 2 of the Notice of the AGM dated 20th August, 2020 has been passed with requisite majority.



D.SENTHIL

Practising Company Secretary

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01.10.2020

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CONSOLIDATED RESULTS

Item No. 3: To appoint a Director in the place of Mrs.Latha (DIN: 07193433), who retires by rotation, and being eligible offers herself for reappointment:

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	22	2619281	2	1200	24	2620481	99.82
Dissent	7	4824	0	0	7	4824	0.18
Total	29	2624105	2	1200	31	2625305	100.00

Based on the aforesaid result, I report that the Ordinary Resolution as set out in Item No. 3 of the Notice of the AGM dated 20th August, 2020 has been passed with requisite majority.



D.SENTHIL

Practising Company Secretary

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