

27th March, 2024

The Secretary
The Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers
27th Floor, Dalal Street
Mumbai 400 023

Ref: Security Code no. 517119

Subject: Submission of Voting Result of Postal Ballot (through E-voting) and Scrutinizer's Report dated 27th March, 2024 pursuant to Regulation 30 and 44 of the SEBI {Listing Obligations and Disclosure Requirements} Regulations, 2015

Dear Sir,

With reference to the captioned subject, regarding Notice of Postal Ballot dated 13th February, 2024 ("the Notice") issued to the Members of PCS Technology Limited ("the Company") seeking their approval by way of Postal Ballot through electronic voting {"e-voting"} for resolutions provided therein, we would like to inform you that the e-voting period for the Postal Ballot was concluded on Monday, 25th March, 2024 at 5:00 P.M. (1ST) and thereafter the Scrutinizer Mrs. Ami Sheth of M/s. A. M. Sheth & Associates, Practicing Company Secretaries, Mumbai submitted her report on the e-voting results to the Company on 26th March, 2024.

Basis Scrutinizer's Report, all the resolutions as set out in the Postal Ballot Notice dated 13th February, 2024 have been approved and passed by the shareholders with requisite majority. Further, in compliance of Regulation 30 and 44 of the SEBI {Listing Obligations and Disclosure Requirements} Regulations, 2015 {"Listing Regulations"} and other applicable provisions of the Listing Regulations, please find enclosed the **Results of the Postal Ballot as Annexure I** (through e-voting) in the prescribed format under Regulation 44{3} of the Listing Regulations together with the Scrutinizer's Report dated 26th March, 2024 as **Annexure II**.

The Voting Results along with the Scrutinizer's Report dated 26th March, 2024 are being hosted on the website of the Company at www.pcstech.com and on the website of CDSL {e-voting Agency} at www.evotingindia.com.

Please also consider the above intimation as a disclosure of the proceedings under Regulation 30 read with Para A (13) of Part A of Schedule III of Listing Regulations.

Kindly take the same on record and acknowledge receipt.

Thanking You,
Yours Faithfully,
For PCS Technology Limited

Kumari Neha
Company Secretary

PCS TECHNOLOGY LIMITED

Details of Voting Results of Postal ballot through E-voting pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations,2015

General information about company	
Scrip code	517119
ISIN	INE834B01012
Name of the company	PCS TECHNOLOGY LIMITED
Type of meeting	POSTAL BALLOT
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	25-03-2024

Voting results	
Record date	21-02-2024
Total number of shareholders on record date	27664
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	Not applicable
b) Public	Not applicable
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	Not applicable
b) Public	Not applicable
No. of resolution passed in the meeting	3

Resolution (1)

APPOINTMENT OF MR. SUSHIL PAHARIA AS NON- EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY

Resolution required: (Ordinary / Special)

Special

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

No

	Category	Mode of Voting	Total No. of Equity 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
1	Promoter and Promoter Group	E-Voting	14,699,939	13224142	89.96	13224142	0	100	0
		Poll							
		Postal Ballot (if applicable)							
		Total		13224142	89.96	13224142	0	100	0
2	Public - Institutions	E-Voting	195386	136796	70.01	136796	0	100	0
		Poll							
		Postal Ballot (if applicable)							
		Total		136796	70.01	136796	0	100	0
3	Public- Non Institutions	E-Voting	6055352	257651	4.25	257275	376	99.85	0.14
		Poll							
		Postal Ballot (if applicable)							
		Total		257651	4.25	257275	376	99.85	0.14
	Total		20,950,677	13618589	65.0031	13618213	376	99.9972	0.0028

Resolution (2)

APPOINTMENT OF MR. ANSHUMAN JAGTAP AS NON- EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY

Resolution required: (Ordinary / Special)	Special
Whether promoter/ promoter group are interested in the agenda/resolution?	No

	Category	Mode of Voting	Total No. of Equity 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
1	Promoter and Promoter Group	E-Voting	14,699,939	13224142	89.96	13224142	0	100	0
		Poll							
		Postal Ballot (if applicable)							
		Total		13224142	89.96	13224142	0	100	0
2	Public - Institutions	E-Voting	195386	136796	70.01	136796	0	100	0
		Poll							
		Postal Ballot (if applicable)							
		Total		136796	70.01	136796	0	100	0
3	Public- Non Institutions	E-Voting	6055352	257651	4.25	257275	376	99.85	0.14
		Poll							
		Postal Ballot (if applicable)							
		Total		257651	4.25	257275	376	99.85	0.14
Total			20,950,677	13618589	65.0031	13618213	376	99.9972	0.0028

Resolution (3)									
Approval of Related Party Transactions									
Resolution required: (Ordinary / Special)					Ordinary				
Whether promoter/ promoter group are interested in the agenda/resolution?					Yes				
	Category	Mode of Voting	Total No. of Equity 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
1	Promoter and Promoter Group	E-Voting	14,699,939	-	-	-	-	0.00	0.00
		Poll		0	0	0	0	0	0
		Postal Ballot (if applicable)		0	0	0	0	0	0
		Total		-	-	-	-	0.00	0.00
2	Public - Institutions	E-Voting	195386	100800	51.59	100800	0	100	0.0
		Poll		0	0	0	0	0	0
		Postal Ballot (if applicable)		0	0	0	0	0	0
		Total		100800	51.59	100800	0	100	0.0
3	Public- Non Institutions	E-Voting	6055352	257651	4.2549	257601	50	99.9806	0.0194
		Poll		0	0	0	0	0	0
		Postal Ballot (if applicable)		0	0	0	0	0	0
		Total		257651	4.2549	257601	50	99.9806	0.0194
Total			20,950,677	358451	1.7109	358401	50	99.9861	0.0139

Pursuant to the provisions of Regulation 23(4) of SEBI (LODR) Regulations, 2015, 1,32,24,142 votes of related parties have not been considered under 'No. of votes polled' and 'No. of votes in favour'.



D-601, Sixth Floor, Crystal Plaza, Opp. Infinity Mall, New Link Road, Andheri (West), Mumbai -400053

A. M. SHETH
Proprietor

To,
The Chairman of
PCS Technology Limited
CIN: L74200MH1981PLC024279
Regd. off: S.No.1A, F-1, Irani Market Compound,
Yerwada, Pune- 411006, Maharashtra

Subject: Scrutinizer's Report on voting through remote e-voting for Postal ballot in terms of Section 108 and 110 of the Companies Act, 2013 (the Act) read with Rule 20 and 22 of the Companies (Management & Administration) Rules, 2014

The Board of Directors of the Company at their meeting held on 13th February, 2024 had appointed me as Scrutinizer for the purpose of scrutinizing Postal Ballot through remote electronic voting process in a fair and transparent manner in respect of the resolutions as set out in the Notice of Postal Ballot dated 13th February, 2024 proposed to be passed by the Equity shareholders of the Company, submit my report as under.

Pursuant to Section 108 and 110 of the Companies Act, 2013 [the Act] read with Rule 20 and 22 of Companies (Management & Administration) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Company has confirmed, that the Electronic copy of the Postal Ballot Notice with explanatory statement were sent to the shareholders whose e-mail addresses are registered with the Company/Depository Participant(s)/ Registrar and Share Transfer Agent of the Company for communication purposes in compliance with the applicable MCA Circulars and pursuant to other applicable laws and regulations.

The compliance with the provisions of the Companies Act, 2013 and Rules made thereunder relating to transaction of business by means of Postal Ballot process on the resolutions set out in the Notice of Postal Ballot is the responsibility of the Management. My responsibility as a Scrutinizer is to render Scrutinizer's Report of the total votes cast in favour or against, if any, on the resolutions.



A. M. Sheth & Associates
Company Secretaries

The Company has completed dispatch of Notice along with explanatory statement electronically to shareholders whose name(s) appeared on the Register of Members/ List of beneficiaries as on 21st February, 2024 (“cut-off-date”). The Company has published a notice in this regard, in the newspapers in the manner as prescribed under the Rules.

Cut -off date: -21st February, 2024
Remote e-voting commencement date: -25th February, 2024 at 9.00 a.m.
Remote e-voting end date: -25th March, 2024 at 5.00 p.m.

On completion of electronic voting, the results of the remote e-voting by Members, on the CDSL e-voting platform were unblocked by me, downloaded and diligently scrutinized.

The Management of the Company is responsible to ensure compliance with the requirements of the Act, Rules, Circulars issued by MCA and SEBI Regulations relating to e-voting on the resolutions contained in the notice of the postal ballot. My responsibility as scrutinizer for the e-voting at the postal ballot is restricted to making Scrutinizer’s Report of the votes cast in favour or against the resolutions.

The results of the remote e-voting are as under:

Special Business – Special Resolution no. 1

Appointment of Mr. Sushil Paharia (DIN: 00512977), as Non-Executive Independent Director of the Company

Mode	Remote E-voting		
	No. of members voted	No. of votes cast	% of total number of valid votes cast
Voted in favour	57	1,36,18,213	100.00
Voted against	2	376	0.00*
Invalid votes	-	-	-
Total	59	1,36,18,589	100.00

* negligible



A. M. Sheth & Associates
Company Secretaries

Special Business – Special Resolution no. 2

Appointment of Mr. Anshuman Jagtap (DIN: 10487955) as Non- Executive Independent Director of the Company:

Mode	Remote E-voting		
	No. of members voted	No. of votes cast	% of total number of valid votes cast
Voted in favour	57	1,36,18,213	100.00
Voted against	2	376	0.00*
Invalid votes	-	-	-
Total	59	1,36,18,589	100.00

* negligible

Special Business – Ordinary Resolution no. 3

To Approve Related Party Transactions:

Mode	Remote E-voting		
	No. of members voted	No. of votes cast	% of total number of valid votes cast
Voted in favour	46	3,58,401	99.99
Voted against	1	50	0.01
Sub- total	47	3,58,451	100
Invalid votes	11	1,32,24,142	*NA
Total	58	1,35,82,593	100.00

Note- *In respect of the above Resolution at Item No.3 of postal ballot notice, the votes cast in favour of the Resolution by all the related parties have been treated as invalid as being interested in the resolution.

All the above 3 resolutions have been passed by the Members with requisite majority.



A. M. Sheth & Associates
Company Secretaries

Register of postal ballot and all other relevant records of voting process given/provided/ maintained in electronic mode will remain in our custody until the Chairman considers, approves and signs minutes of the postal ballot and the same shall be handed over thereafter to the Chairman/ person authorized by him for safe keeping.

FOR A. M. SHETH & ASSOCIATES

(Company Secretaries)

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Digitally signed by
AMI MANUBHAI
SHETH
Date: 2024.03.26
18:01:43 +05'30'

A. M. SHETH

(Prop.)

ACS No. 24127, CP No. 13976

Place: Mumbai

UDIN: A024127E003631698

Date: 26th March, 2024