



A. M. Sheth & Associates
Company Secretaries

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A. M. SHETH
Proprietor

Date: 13th September, 2023

To,
The Chairman of
42nd Annual General Meeting of
PCS Technology Limited
CIN: L74200MH1981PLC024279
Regd. off: 82/6/1, Solar Park, Shop no.6
Pune–Alandi Road, Dattanagar, Dighi
Pune– 411015, Maharashtra

Subject: Consolidated Scrutinizer's Report for Remote E-voting and Electronic Voting at the 42nd Annual General Meeting (AGM) of the Company held on 13th September, 2023

The Board of Directors of the Company at their meeting held on 23rd May, 2023 had appointed me as Scrutinizer for remote e-voting and also for electronic voting at the AGM in respect of the below mentioned four resolutions proposed at the 42nd AGM of the Company held on Wednesday, 13th September, 2023 at 12.30 p.m. through video conferencing/ other audio-visual means.

Pursuant to Section 108 of the Companies Act, 2013 [the Act] read with Rule 20 of the Companies (Management and Administration) Rules, 2014 [the Rules], as amended, the Company has confirmed that the Notice convening the 42nd AGM of the Company and explanatory statement along with the instructions for the remote e-voting and electronic voting at the AGM and the Annual Report for the financial year 2022-23 were sent through electronic mode to those Members whose e-mail addresses were registered with the Company/Depository Participant(s)/ Registrar and Share Transfer Agent of the Company for communication purposes in compliance with the applicable MCA Circular dated 5th May 2020 read with Circulars dated 8th April 2020, 13th April 2020, 15th June, 2020, 28th September, 2020, 31st December, 2020, 13th January, 2021, 23rd June, 2021, 8th December, 2021, 14th December, 2021, 5th May, 2022 and 28th December, 2022 (collectively referred to as 'MCA Circulars') and pursuant to other applicable laws and regulations.



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The Company has published a notice in this regard, in the newspapers on 17th August, 2023 in the manner as prescribed under the Rules.

Pursuant to Section 108 of the Act read with the Rules and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has provided remote e-voting facility and also electronic voting facility at the AGM to its members in respect of business to be transacted at AGM.

The Company had appointed Central Depository Services (India) Limited (CDSL) as the service provider for the facility of remote e-voting to its Members as well as electronic voting facility at the AGM to those Members of the Company who had not cast their vote through remote e-voting.

Cut -off date:	06 th September, 2023
Remote e-voting commencement date:	10 th September, 2023 at 10.00 a.m.
Remote e-voting end date:	12 th September, 2023 at 5.00 p.m.

On completion of electronic voting at the AGM, the results of the remote e-voting and electronic voting by Members at the AGM, 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 relating to remote e-voting and electronic voting at the AGM on the resolutions contained in the notice of the AGM. My responsibility as scrutinizer for the remote e-voting and electronic voting at the AGM is restricted to making a Consolidated Scrutinizer's Report of the votes cast in favour or against the resolutions.

No member has voted at AGM. The results of the remote e-voting and electronic voting are as under:



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Ordinary Business – Ordinary Resolution no. 1

Adoption of Audited Standalone Financial Statements of the Company together with the reports of Board of Directors and Auditors thereon and Audited Consolidated Financial Statements of the Company with Auditor's Report thereon for the financial year ended 31st March, 2023

No. of Members who cast Vote	No. of equity shares voted	% of Total Paid-up Equity Share Capital
57	13430434	64.10%

	Remote E-voting		Electronic Voting at the AGM		Total	
	No of members	No of equity shares	No of members	No of equity shares	No of equity shares	% on valid votes
Assent	53	13430292	0	0	13430292	100.00
Dissent	4	142	0	0	142	0.00*
Total	57	13430434	0	0	13430434	100.00

* negligible

Ordinary Business – Ordinary Resolution no. 2

Re-appointment of Shri Ashokkumar Patni (DIN: 00014194) as a Director, who retires by rotation.

No. of Members who cast Vote	No. of equity shares voted	% of Total Paid-up Equity Share Capital
57	13430434	64.10%

	Remote E-voting		Electronic Voting at the AGM		Total	
	No of members	No of equity shares	No of members	No of equity shares	No of equity shares	% on valid votes
Assent	53	13430292	0	0	13430292	100.00
Dissent	4	142	0	0	142	0.00*
Total	57	13430434	0	0	13430434	100.00

* negligible



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Special Business – Special Resolution no. 3

Shifting of Registered Office of the Company

No. of Members who cast Vote	No. of equity shares voted	% of Total Paid-up Equity Share Capital
57	13430434	64.10%

	Remote E-voting		Electronic Voting at the AGM		Total	
	No of members	No of equity shares	No of members	No of equity shares	No of equity shares	% on valid votes
Assent	54	13430293	0	0	13430293	100.00
Dissent	3	141	0	0	141	0.00*
Total	57	13430434	0	0	13430434	100.00

* negligible

Special Business – Ordinary Resolution no. 4

Approval of Related Party Transactions

No. of Members who cast Vote	No. of equity shares voted	% of Total Paid-up Equity Share Capital
56	12854439	61.36%

	Remote E-voting		Electronic Voting at the AGM		Total	
	No of members	No of equity shares	No of members	No of equity shares	No of equity shares	% on valid votes
Assent	41	5150	0	0	5150	2.50
Dissent	5	201142	0	0	201142	97.50
Sub-Total	46	206292	0	0	206292	100.00
Invalid*	10	12648147	0	0	12648147	0
Total	56	12854439	0	0	12854439	100.00

*In respect of the above Resolution at Item No. 4 of the AGM 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.



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Resolutions at Sr. No. 1, 2 and 3 of the AGM notice have been approved by the members with requisite majority and Resolution at Sr. No. 4 of the AGM notice is not approved by the members of the Company.

I hereby confirm that I am maintaining the Registers received from the Service Provider electronically, in respect of the votes cast through remote e-voting and electronic voting at the AGM. I shall be arranging to hand over these records to you or such other person authorised by you.

FOR A. M. SHETH & ASSOCIATES
(Company Secretaries)

A. M. SHETH
(Prop)

ACS No. 24127, CP No. 13976

Place: Mumbai

UDIN: A024127E001002159