

SCRUTINIZER'S REPORT

01.10.2021

To,

The Chairman
CG-VAK Software and Exports Limited
171, Mettupalayam Road
Coimbatore – 641043.

Dear Sir

Sub: Consolidated Scrutinizer's Report on Remote e-voting conducted pursuant to the provisions of Section 108 of The Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2013 as amended and Remote e-voting during the 26th Annual General Meeting (AGM) of CG-VAK Software and Exports Limited held on Thursday, 30th September 2021 at 3.00 P.M. through video conferencing (VC) /other Audio Visual Means (OAVM)

1. The Board of Directors of the Company at their meeting held on 13.08.2021 has appointed me as the Scrutinizer for the purpose of scrutinizing the Remote e-voting process and venue e-voting at the AGM for all the Resolutions as set out in the Notice of the AGM.
2. In compliance with the provisions of Section 108 of The Companies Act, 2013 and Rule 20 of the Companies (Management and Administration), Rules, 2014 as amended and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 (Listing Regulations), the Company had provided its Members the Remote e-voting facility through Central Depository Services (India) Limited (CDSL) for all the Resolutions as set out in the Notice of the said AGM.
3. Further, the facility for remote e-voting was also made available at the AGM for those members who attended the AGM through VC / OAVM and have not cast their vote by Remote e-voting.
4. As per the said Notice, the cut-off date for ascertaining voting rights of shareholders for remote e-voting prior to and during the AGM was 23rd September, 2021.
5. The remote e-voting commenced on Sunday, 26th September 2021 (9.00 a.m (IST)) and ended on Wednesday 29th September, 2021 (5.00 p.m (IST)).
6. The report on remote e-voting and the e-voting at the AGM was opened and downloaded from portal of Central Depository Services India Limited (CDSL) on 30th September 2021 (Thursday) by the Scrutinizer, post the completion of the AGM.



D.SENTHIL B.Com., FCS.,
Practising Company Secretary

7. A total of 19 shareholders have voted successfully using the remote e-voting facility and venue e-voting. A summary of the combined voting results of the votes cast through Remote e-voting and venue e-voting during the AGM are given as Annexure 1.
8. The detailed shareholder wise voting pattern by e-voting as downloaded from CDSL has been submitted separately by e-mail to the company secretary of the Company.
9. On the basis of the scrutiny of the votes casted through Remote e-voting and venue e-voting during the AGM, the Resolution No.1 to Resolution No.7 as set out in the Notice of the AGM have been passed by the Shareholders of the Company with the requisite majority.
10. As a Scrutinizer, I have performed my duties in compliance of the provisions of section 1108 read with Rule 20 of Companies (Management and Administration) Rules, 2014 read with Circulars of Ministry of Corporate Affairs dated 08th April 2020, 13th April, 2020 and 05th May, 2020.



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Practising Company Secretary
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ANNEXURE

CONSOLIDATED RESULTS OF REMOTE AND VENUE E-VOTING DURING THE AGM

Item No. 1: Ordinary Business - Ordinary Resolution

To receive, consider and adopt the Standalone and Consolidated Audited Financial Statements of the Company for the year ended 31 March, 2021 including audited Balance Sheet as at 31 March, 2021 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	16	2654647	0	0	16	2654647	99.82
Dissent	3	4810	0	0	3	4810	0.18
Total	19	2659457	0	0	19	2659457	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 13th August, 2021 has been **passed with requisite majority**



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Practising Company Secretary

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CONSOLIDATED RESULTS OF REMOTE AND VENUE E-VOTING DURING THE AGM

Item No. 2: Ordinary Business - Ordinary Resolution

To declare dividend, if any

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Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	16	2654647	0	0	16	2654647	99.82
Dissent	3	4810	0	0	3	4810	0.18
Total	19	2659457	0	0	19	2659457	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 13th August, 2021 has been **passed with requisite majority**


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CONSOLIDATED RESULTS OF REMOTE AND VENUE E-VOTING DURING THE AGM

Item No. 3: Ordinary Business - Ordinary Resolution

To appoint a Director in the place of Mr.G. Suresh (DIN 00600906), who retires by rotation, and being eligible, offers himself for reappointment.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	15	2654637	0	0	15	2654637	99.82
Dissent	4	4820	0	0	4	4820	0.18
Total	19	2659457	0	0	19	2659457	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 13th August, 2021 has been **passed with requisite majority**



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CONSOLIDATED RESULTS OF REMOTE AND VENUE E-VOTING DURING THE AGM

Item No. 4: Special Business - Ordinary Resolution

Appointment of M/s. SPP and Co, Chartered Accountants (Firm Registration No. 011059S) as Statutory Auditors of the Company and to fix their remuneration.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	16	2654647	0	0	16	2654647	99.82
Dissent	3	4810	0	0	3	4810	0.18
Total	19	2659457	0	0	19	2659457	100.00

Based on the aforesaid result, I report that the **Ordinary Resolution** as set out in **Item No. 4** of the Notice of the AGM dated 13th August, 2021 has been **passed with requisite majority**



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CONSOLIDATED RESULTS OF REMOTE AND VENUE E-VOTING DURING THE AGM

Item No. 5: Special Business - Ordinary Resolution

Appointment of Mr.K. Kathirvel (DIN: 09091676), as a Non-Executive Independent Director of the Company.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	16	2654647	0	0	16	2654647	99.82
Dissent	3	4810	0	0	3	4810	0.18
Total	19	2659457	0	0	19	2659457	100.00

Based on the aforesaid result, I report that the **Ordinary Resolution** as set out in **Item No. 5** of the Notice of the AGM dated 13th August, 2021 has been **passed with requisite majority**



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CONSOLIDATED RESULTS OF REMOTE AND VENUE E-VOTING DURING THE AGM

Item No. 6: Special Business - Ordinary Resolution

Appointment of Mr. R. Krishnaswamy (DIN: 09091695), as a Non-Executive Independent Director of the Company.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	16	2654647	0	0	16	2654647	99.82
Dissent	3	4810	0	0	3	4810	0.18
Total	19	2659457	0	0	19	2659457	100.00

Based on the aforesaid result, I report that the **Ordinary Resolution** as set out in **Item No. 6** of the Notice of the AGM dated 13th August, 2021 has been **passed with requisite majority**



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CONSOLIDATED RESULTS OF REMOTE AND VENUE E-VOTING DURING THE AGM

Item No. 7: Special Business - Ordinary Resolution

Appointment of Mr.G. S. Swaminathan (DIN: 02145687), as a Non-Executive Independent Director of the Company.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	16	2654647	0	0	16	2654647	99.82
Dissent	3	4810	0	0	3	4810	0.18
Total	19	2659457	0	0	19	2659457	100.00

Based on the aforesaid result, I report that the **Ordinary Resolution** as set out in **Item No. 7** of the Notice of the AGM dated 13th August, 2021 has been **passed with requisite majority**



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