



CG-VAK™
SOFTWARE AND EXPORTS LIMITED



29th September, 2022

To

The Department of Corporate Services
BSE Limited
P.J.Towers,
Dalal Street
Mumbai – 400 001

Dear Sir/Madam,

Sub: Submission of Scrutinizer's report on the Voting pursuant to Section 108 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 as amended

We hereby submit the Scrutinizer's report on the Voting pursuant to Section 108 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 as amended for 27th Annual General Meeting of the Company, held on 28th September, 2022, through OAVM/VC.

Kindly take the same into your records.

Thank you.

Yours faithfully,

For **CG-VAK SOFTWARE AND EXPORTS LIMITED**

Harcharan J
Company Secretary



Encl: As above

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CIN : L30009TZ1994PLC005568 GST IN : 33AAACC8797M1Z2

SCRUTINIZER'S REPORT

29.09.2022

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 27th Annual General Meeting (AGM) of CG-VAK Software and Exports Limited held on Wednesday , 28th September 2022 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 11.08.2022 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 21st September, 2021.
5. The remote e-voting commenced on Saturday, 24th September 2022 (9.00 a.m (IST)) and ended on Tuesday 27th September, 2022 (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 28th September 2022 (Wednesday) by the Scrutinizer, post the completion of the AGM.



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

7. A total of 45 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.4 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, 05th May, 2020, 13th January 2021, 8th December 2021 and 14th December 2021



D.SENTHIL

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, 2022 including audited Balance Sheet as at 31 March, 2022 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	41	2699255	3	204	44	2699459	100.00
Dissent	1	1	0	0	1	1	0.00
Total	42	2699256	3	204	45	2699460	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 11th August, 2022 has been **passed with requisite majority**



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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

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	40	2699250	3	204	43	2699454	100.00
Dissent	2	6	0	0	2	6	0.00
Total	42	2699256	3	204	45	2699460	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 11th August, 2022 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.C.Ganapathy (DIN 00735840), 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	41	2699255	3	204	44	2699459	100.00
Dissent	1	1	0	0	1	1	0.00
Total	42	2699256	3	204	45	2699460	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 11th August, 2022 has been **passed with requisite majority**



D.SENTHIL

Practising Company Secretary

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

Item No. 4: Special Business - Special Resolution

Re-appointment of Mr. G. Suresh (DIN: 00600906) as Managing Director and CEO of the Company for a further period of 3 (three) years from 01st September 2022 to 31st August 2025 and to fix the remuneration.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	41	2699255	3	204	44	2699459	100.00
Dissent	1	1	0	0	1	1	0.00
Total	42	2699256	3	204	45	2699460	100.00

Based on the aforesaid result, I report that the **Special Resolution** as set out in **Item No. 4** of the Notice of the AGM dated 11th August, 2022 has been **passed with requisite majority**



D.SENTHIL

Practising Company Secretary

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