

# Datamatics Global Services Limited

Regd. Office :  
Knowledge Centre, Plot No. 58, Street No.17, MIDC,  
Andheri (East), Mumbai - 400 093, INDIA  
Tel. : +91 (22) 6102 0000/1/2 • Fax : +91 (22) 2834 3669  
CIN : L72200MH1987PLC045205  
www.datamatics.com



## FAX/HAND DELIVERY

August 28, 2015

To,  
**Bombay Stock Exchange Limited**  
Phiroze Jeejeeboy Towers,  
Dalal Street, Mumbai - 400 001

~~The National Stock Exchange of India Limited~~  
~~Exchange Plaza, Bandra Kurla Complex,~~  
~~Bandra (East) Mumbai 400 051~~

**Sub: Proceedings of the Twenty Seventh Annual General Meeting held on  
August 28, 2015**

**Re: Clause 31(d) of the Listing Agreement**

**BSE Scrip Code: 532528  
NSE Code: DATAMATICS EQ**

Dear Sir/Madam,

We wish to inform you that the Twenty Seventh Annual General Meeting of the equity shareholders of the Company was held as scheduled on August 28, 2015 and shareholders accorded their consent on the following businesses:

1. Approval and adoption of the a) Audited Financial Statements of the Company for the financial year ended March 31, 2015, the reports of the Board of Directors and Auditors thereon; and b) the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2015, together with the Report of the Auditors thereon.
2. Confirmation of the payment of Interim Dividend on the Equity Shares and Declaration of final dividend of ₹0.65 per equity share of the Company for the year ended March 31, 2015.
3. Re-appointment of Mrs. Asha L. Kanodia (DIN:00008061), as a director, liable to retire by rotation.
4. Re-appointment of Mr. Rahul L. Kanodia (DIN:00075801), as a director, liable to retire by rotation.



5. Appointment of M/s Kanu Doshi Associates as Statutory Auditors of the Company to hold office until the conclusion of the next Annual General Meeting of the Company.
6. Re-appointment of Mr. Vinay Aggarwal (DIN: 00030483) as a Director of the Company, who was appointed as an Additional Director on May 27, 2015
7. Appointment of Mr. Vinay Aggarwal (DIN: 00030483) as an Independent Director of the Company for a term of 5 (five) consecutive years with effect from August 28, 2015 upto August 27, 2020.
8. Re-appointment of Dr. Lalit S. Kanodia (DIN: 00008050) as a Chairman & Whole Time Director of the Company for a term of 5 (five) consecutive years with effect from May 15, 2015.

The Chairman informed the Members that pursuant to provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rule, 2014, the Company had provided an e-voting facility to the Members of the Company in the respect of the business to be transacted at the 27<sup>th</sup> Annual General Meeting. The e-voting commenced on August 25, 2015 at 9.00 a.m. and ended on August 27, 2015 at 5.00 p.m.

The shareholders voted on the above resolutions through remote e-voting and poll. The members were informed of the appointment of Mr. Tushar Shridharani, Company Secretary in Practice as the Scrutinizer for scrutinizing the e-voting process in a fair and transparent manner.

The Chairman informed the members that the Scrutinizer has submitted his consolidated report on the results of the e-voting and poll that all the resolutions contained in the Notice of 27<sup>th</sup> AGM has passed with requisite majority.

Kindly take the above in record and acknowledge the receipt thereof.

Thanking you,

Yours faithfully,

For Datamatics Global Services Limited

  
\$ Divya Kumari  
Sr. VP Legal & Company Secretary



**TUSHAR SHRIDHARANI**  
B. Com., LL.B., F.C.S.

Tel. : (022) 2208 5764 / 2208 5765	Address:10, New Marine Lines
Email: <a href="mailto:tushar@tusharshri.com">tushar@tusharshri.com</a>	417, Jolly Bhavan No. 1
Web.: <a href="http://www.tusharshri.com">www.tusharshri.com</a>	Mumbai – 400 020

**SCRUTINIZER'S CONSOLIDATED REPORT ON VOTING**

[Pursuant to applicable provisions of the Companies Act, 2013, Rules made thereunder and the Listing Agreement with Stock Exchanges]

28<sup>th</sup> August, 2015

To,  
The Chairman  
Datamatics Global Services Limited  
Knowledge Centre, Plot No. 58, Street No. 17  
MIDC, Andheri (East)  
Mumbai – 400 093

**Subject: Consolidated Report on Members' voting through remote e-voting and voting at the 27<sup>th</sup> Annual General Meeting.**

Dear Sir,

The Board of Directors of Datamatics Global Services Limited ("the Company") at its meeting held on 27<sup>th</sup> May, 2015 appointed me as the Scrutinizer in pursuance of section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management & Administration) Rules, 2014 ("the Rules") to scrutinize the voting conducted through the remote e-voting and voting at the meeting on all resolutions set out in the Notice convening the Twenty Seventh Annual General Meeting ("AGM") of the Company, which was held on 28<sup>th</sup> August, 2015.

Members of the Company were provided remote e-voting facility whereby they could cast their votes during the e-voting period, which commenced at 9.00 a.m. on the 25<sup>th</sup> August, 2015 and ended at 5.00 p.m. on the 27<sup>th</sup> August, 2015 (both Indian Standard Time - IST). Some members of the Company voted through e-voting during the voting period.

Members attending the AGM and who did not cast their votes through remote e-voting were invited by the Chairman to cast their votes at the Meeting through Poll on all resolutions set out in the Notice convening the AGM, in accordance with sub-rule 4(iii)(B) of Rule 20 of the Rules. Accordingly, a few Members casted votes through Poll conducted at AGM.

Upon conclusion of the Poll conducted by the Chairman, the Poll Boxes wherein the Members had dropped their Poll Papers were opened by me in presence of two witnesses not in employment of the Company. The Poll Papers were diligently scrutinized by me and reconciled with the records maintained by the Company and relevant authorizations / proxies lodged with the Company. The

TUSHAR RAMESH  
SHRIDHARANI

Digitally signed by Tushar Ramesh Shridharani  
DN: cn=Tushar Ramesh Shridharani, o=Datamatics Global Services Limited, email=tusharshri@datamatics.com, c=IN  
Date: 2015.08.28 11:44:18 +05'30'

Poll Papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately. In case of votes received through Poll at the AGM as well as through remote e-voting for the same shareholding from any Member, the votes received through remote e-voting from such Member were considered and the votes received through Poll were considered invalid.

In pursuance of sub-rule 4(xii) of Rule 20 of the Rules; immediately after the conclusion of voting at the AGM, I first counted the votes casted through Poll and thereafter unblocked the votes casted through e-voting in the presence of two witnesses not in the employment of the Company. The witnesses' confirmation in this context is submitted herein next along this Report.

The consolidated result of total votes cast, whether in favour or against, in accordance with rule 4(xii) of Rule 20 of the Rules is annexed to this Report.

You are requested to acknowledge receipt of this report.

TUSHAR  
RAMESH  
SHRIDHARANI



Digitally signed by TUSHAR RAMESH  
SHRIDHARANI  
DN: cn=TUSHAR RAMESH  
SHRIDHARANI, o=Practising Company Secretary,  
ou=Practising Company Secretary, email=TUSHAR.RAMESH.SHRIDHARANI@CSO.COM, c=IN  
Date: 2023.09.14 10:40:00 +05'30'

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(Tushar Shridharani)  
Practicing Company Secretary  
Membership No.: FCS 2690  
Certificate of Practice No.: 2190

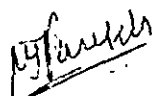
WITNESSES' CONFIRMATION

In pursuance of Rule 20 of the Companies (Management and Administration) Rules, 2014 and with respect to the conduct of voting through Poll and e-voting by Members of Datamatics Global Services Limited ("the Company") on all resolutions set out in the Notice convening the 27<sup>th</sup> AGM of Company, which was held on 28<sup>th</sup> August, 2015 at 11.00 a.m. at the Indian Merchant Chamber Hall IMC Building, IMC Marg, Churchgate, Mumbai - 400 020; we, Nandini Parekh (residing at 60/62, J. M. Compound, 3<sup>rd</sup> Bhoiwada, Bhuleshwar, Mumbai - 400 002) and Rachana Shridharani (residing at A/202 Garnet, Rajhans Dreams, Near Rasoi Hotel, Stella, Vasai (West), Thane - 401 202) hereby confirm our witnessing the following-

- a) after completion of the voting process through Poll at the above mentioned AGM, the Polling Box wherein the members of the Company have dropped their Poll Papers was opened by Mr. Tushar Shridharani in our presence; and
- b) after completion of voting by Members through Poll, Mr. Tushar Shridharani un-blocked the votes that the members of the Company have casted through e-voting.

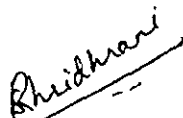
We further state that we are not in the employment of the Company.

Witness 1:



(Nandini Parekh)  
B. Com., FCS

Witness 2:



(Rachana Shridharani)  
B. Com., CS

Date: 28<sup>th</sup> August, 2015

Place: Mumbai

**Annexure**

(In accordance with sub-rule 4(xii) of rule 20 of Companies (Management and Administration) Rules, 2014)

Consolidated Report of the votes cast (excluding invalid votes) by the members of Datamatics Global Services Limited on resolutions that were proposed for consideration before the Twenty Seventh Annual General Meeting, which was held on Friday, the 28<sup>th</sup> August, 2015 at 11.00 a.m. at the Indian Merchant Chamber Hall, IMC Building, IMC Marg, Churchgate, Mumbai – 400 020.

Resolution Number	Brief description about Resolution	Whether Ordinary or Special?	Members' Category	Number of Equity shares held each of Rs. 5 fully paid-up	Number of votes cast	% of votes cast to total shares held	Votes cast in favour		Votes cast not in favour	
							Number	%	Number	%
1.	To receive, consider, approve and adopt a) the Audited Financial Statements of the Company for the financial year ended March 31, 2015, together with the Reports of the Board of Directors and the Auditors thereon; and b) the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2015, together with the Report of the Auditors thereon.	Ordinary	Promoter and Promoters' Group	4,28,83,848	4,28,75,648	99.98	4,28,75,648	100	-	-
			Public - Institutional Holders	45,415	-	-	-	-	-	-
			Public - Others	1,60,20,074	49,46,315	30.88	49,46,305	99.99	10	0.01
			Total.....	5,89,49,337	4,78,21,963	-	4,78,21,953	-	10	-
2.	Confirm the payment of Interim Dividend and declare the final dividend on the equity shares of the Company.	Ordinary	Promoter and Promoters' Group	4,28,83,848	4,28,75,648	99.98	4,28,75,648	100	-	-
			Public - Institutional Holders	45,415	-	-	-	-	-	-
			Public - Others	1,60,20,074	49,46,305	30.88	49,46,105	99.99	200	0.01
			Total.....	5,89,49,337	4,78,21,953	-	4,78,21,753	-	200	-

Resolution Number	Brief description about Resolution	Whether Ordinary or Special?	Members' Category	Number of Equity shares held each of Rs. 5 fully paid-up	Number of votes cast	% of votes cast to total shares held	Votes cast in favour		Votes cast not in favour	
							Number	%	Number	%
3.	Re-appointment of Mrs. Asha L. Kanodia, Director, who retires by rotation and being eligible offers herself for re-appointment.	Ordinary	Promoter and Promoters' Group	4,28,83,848	4,28,75,648	99.98	4,28,75,648	100	-	-
			Public - Institutional Holders	45,415	-	-	-	-	-	-
			Public - Others	1,60,20,074	49,46,315	30.88	49,46,105	99.99	210	0.01
			Total.....	5,89,49,337	4,78,21,963	-	4,78,21,753	-	210	-
4.	Re-appointment of Mr. Rahul L. Kanodia, Director, who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary	Promoter and Promoters' Group	4,28,83,848	4,28,75,648	99.98	4,28,75,648	100	-	-
			Public - Institutional Holders	45,415	-	-	-	-	-	-
			Public - Others	1,60,20,074	49,46,315	30.88	49,46,105	99.99	210	0.01
			Total.....	5,89,49,337	4,78,21,963	-	4,78,21,753	-	210	-
5.	Appointment of Statutory Auditors of the Company.	Ordinary	Promoter and Promoters' Group	4,28,83,848	4,28,75,648	99.98	4,28,75,648	100	-	-
			Public - Institutional Holders	45,415	-	-	-	-	-	-
			Public - Others	1,60,20,074	49,46,315	30.88	49,46,305	99.99	10	0.01
			Total.....	5,89,49,337	4,78,21,963	-	4,78,21,953	-	10	-
6.	Appointment of Mr. Vinay Aggarwal as a Director of the Company.	Ordinary	Promoter and Promoters' Group	4,28,83,848	4,28,75,648	99.98	4,28,75,648	100	-	-
			Public - Institutional	45,415	-	-	-	-	-	-

Resolution Number	Brief description about Resolution	Whether Ordinary or Special?	Members' Category	Number of Equity shares held each of Rs. 5 fully paid-up	Number of votes cast	% of votes cast to total shares held	Votes cast in favour		Votes cast not in favour	
							Number	%	Number	%
			Holders							
			Public - Others	1,60,20,074	49,46,315	30.88	49,46,105	99.99	210	0.01
			Total....	5,89,49,337	4,78,21,963	-	4,78,21,753	-	210	-
7.	Appointment of Mr. Vinay Aggarwal as an Independent Director of the Company.	Ordinary	Promoter and Promoters' Group	4,28,83,848	4,28,75,648	99.98	4,28,75,648	100	-	-
			Public - Institutional Holders	45,415	-	-	-	-	-	-
			Public - Others	1,60,20,074	49,46,315	30.88	49,46,105	99.99	210	0.01
			Total....	5,89,49,337	4,78,21,963	-	4,78,21,753	-	210	-
8.	Appointment of Dr. Lalit S. Kanodia as a Chairman & Whole Time Director of the Company.	Special	Promoter and Promoters' Group	4,28,83,848	4,28,75,648	99.98	4,28,75,648	100	-	-
			Public - Institutional Holders	45,415	-	-	-	-	-	-
			Public - Others	1,60,20,074	49,46,315	30.88	49,46,105	99.99	210	0.01
			Total....	5,89,49,337	4,78,21,963	-	4,78,21,753	-	210	-

TUSHAR RAMESH SHRIDHARANI

(Tushar Shridharani)  
Practicing Company Secretary  
Membership No.: FCS 2690  
Certificate of Practice No.: 2190.