## Datamatics Global Services Limited

Regd. Office:
Knowledge Centre, Plot 58, Street No. 17, MIDC,
Andheri (East), Mumbai - 400 093. INDIA
Tel.: +91 (22) 6102 0000/1/2 | Fax: +91 (22) 28343669
CIN: L72200MH1987PLCO45205
www.datamatics.com

## To

BSE Limited
Listing Department
Phiroze Jeejeeboy Towers,
Dalal Street, Mumbai - 400001
BSE Scrip Code: 532528

National Stock Exchange of India Limited<br>Exchange Plaza, Bandra Kurla Complex,<br>Bandra (East), Mumbai - 400051.<br>NSE Code: DATAMATICS

## Sub: Disclosure of Voting Results under Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements), Requlations 2015.

## Dear Sir/Madam,

The $31^{\text {st }}$ Annual General Meeting (AGM) of the Company was held on August 13, 2019 at 2.00 p.m. at Walchand Hirachand Hall, IMC Building, IMC Marg, Churchgate, Mumbai - 400020.

With reference to the above captioned subject, we are submitting herewith;

1. Voting results of the businesses transacted at the $31^{\text {st }}$ AGM, pursuant to Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 as Annexure - A.
2. Report of the Scrutinizer pursuant to the Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as Annexure - B.

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

Thanking you
Yours faithfully

For Datamatics Giobal Services Limited


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# AASHISH K. BHATT \& ASSOCIATES <br> Practicing Company Secretaries 

Aashish K. Shat
B. Com., A.C.S., PGDSL

## SCRUTINIZER'S CONSOLIDATED REPORT ON VOTING

[Pursuant to applicable provisions of the Companies Act, 2013, Rules made thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

August 14, 2019
To,
The Chairman,
Datamatics Global Services Limited
Knowledge Centre, Plot No. 58,
Street No. 17,MIDC, Andheri East, Mumbai- 400093.

## Subject:Consolidated Report on Members' voting through remote e-voting and poll at the $31^{\text {th }}$ Annual General Meeting

Dear Sir,

1, Aashish K. Bhatt, Practicing Company Secretary, Mumbai, had been appointed as the Scrutinizer by the Board of Directors of Datamatics Global Services Limited (hereinafter referred as "the Company")vide resolution dated May 09,2019, in pursuanceto Section 108 of the Companies Act, 2013 read with Rule 20of the Companies (Management and Administration) Rules, 2014 (hereinafter referred to as "the Rules") and Regulation 44 of SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015, to scrutinizethe remote e-voting process held between August 09, 2019 at 9.00 a.m to August 12, 2019 at 5.00 p.m (hereinafter referred to as
 of the members of the Company under the provisions of Section 109 of the Comppriey Act, 2013 read with Rule 21 of the aforesaid Rules on the resolutions as contained in the no $\underset{\sim}{2}$ of the AGMAI held on August 13, 2019at 2.00 pm. at Walchand Hirachand Hall, IMC Build 2 Churchgate, Mumbai- 400020.

[^0]Members of the Company were provided remote e-voting facility through NSDL (National Securities Depository Limited) whereby they could cast their votes during the e-voting period and some members of the Company voted during the aforesaid 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 aforesaid Rules. Accordingly, the Members present casted their votes through Poll conducted at AGM.

The Cut-off date for the purposes of identifying the Members who will be entitled to vote on the resolutions placed for approval of the Members was August 07, 2019.

After the time fixed for closing of the poll by the Chairman, 1 (one) ballot box kept for polling was locked in our presence with due identification marks placed by us.

Upon conclusion of the Poll conducted by the Chairman, the ballot box wherein the Members had dropped their Poll Papers was 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. 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 aforesaid 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 alongwith this Report.

The papers pertaining to e-voting and all other relevant records are kept in our safe custody.

Information with respect to AGM as well Members' participation in the AGM is provided in Annexure 1 and the consolidated result of total votes cast, whether in favour or against, in accordance with rule 4(xii) of Rule 20 of the aforesaid Rules is annexed as Annexure 2 to this Report and based on which we confirmed that resolutions were passed with requisite majority.


You are requested to acknowledge receipt of this report.

Thanking you,


Hashish K. Beat


Practicing Company Secretary
(Membership No.: A19639 / COP No.: 7023)

## Place: Mumbai

Date: August 14, 2019

## WITNESSES' CONFIRMATION

In pursuance of Rule 20 and 21 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 $31^{\mathrm{st}}$ AGM of Company, which was held on August 13, 2019 at 2.00 p.m. at Walchand Hirachand Hall, IMC Building, IMC Marg, Churchgate, Mumbai- 400020; We. Mr. Darshit Jhaveri (working at D/101, Late Annexe, Above Axis Bank, W.E. Highway, Borivali East, Mumbai - 400066) and Ms. Bhavika Shat (residing at D/604, Lata Annexe, Above Axis Bank, W.E. Highway, Borivali East, Mumbai - 400066) 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. Aashish Bhatt in our presence; and
b) After completion of voting by Members through Poll, Mr. Aashish K. Shat un-blocked the votes that the members of the Company have carted through e -voting.

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

Witness 1 :

(Darshit Jhaveri)

Date: August 14, 2019
Place: Mumbai

Witness 2:

annexure-I

| Date of the AGM | 13 -Aug-19 |
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| Total number of shareholders on record date | 20.005 |
| No. of Shareholders present in the meeting either in person or through proxy | 4 |
| Promoters and Promoter Group: | 51 |
| Public: |  |
| No. of Shareholders attended the meeting through Video Conferencing |  |
| Fromoters and Promoter Group: | - |
| Public: |  |


ANNEXURE-2

| 1. Resolution required: Ordinary |  |  | Receive, consider and adopt a) the Audited Financial Statements of the Company for the financial year ended March 31, 2019. 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, 2019, together with the Report of the Auditors thereon. |  |  |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Whether promoter/ promoter group are interested in the agenda/resolution? |  |  | No |  |  |  |  |  |
| Category | Mode of Voting | No. of shares held | No. of Votes Polled | \% of Votes <br> Polled on outstanding Shares | No. of <br> Votes - <br> in Favour | No. of <br> Votes <br> 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) $=\{(5) /(2)\}^{*} 100$ |
| Promoter and Promoter Group | E-Voting | 4,32,98,431 | 4,32,98,431 | 100.00 | 4,32,98,431 | 0 | 100.00 | 0.00 |
|  | Tolal |  | - 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| Public Institutions | E-Voting | 3,20,268 | 4,32,98,431 | $\frac{100.00}{20.51}$ | 4,32,98,431 | 0 | 100.00 | 0.00 |
|  | Poll |  | $\frac{6}{0}$ | 0.00 | $\frac{65,700}{0}$ | 0 | 100.00 | 0.00 |
|  | Total | 3,20,268 | 65,700 | 20.51 | 65,700 | 0 | $\frac{0.00}{100.00}$ | 0.00 |
| Public - Non Institutions | E-Voting | 1,53,30,638 | 3,13,009 | 2.04 | 3,13,008 | 1 | 100.00 | 0.00 |
|  | Poll |  | 434 | 0.00 | 434 | 0 | 100.00 | 0.00 |
|  | Total | 1,53,30,638 | 3,13,443 | 2.04 | 3,13,442 | 1 | 100.00 | 0.00 |
| Total |  | 5,89,49,337 | 4,36,77,574 | 74.09 | 4,36,77,573 | 1 | 100.00 | 0.00 |



| 2. Resolution required: Ordinary |  |  | To declare Final Dividend on Equity Shares of the Company for the financial year 2018-19. |  |  |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Whether promoter/ promoter group are interested in the agenda/resolution? |  |  | No |  |  |  |  |  |
| Category | Mode of Voting | No. of shares held | No. of Votes <br> Polled | \% of Votes Polled on outstanding Shares | No. of Votes . in Favour | No. of Votes Agains | \% of Votes in favour on votes Polled | \% of Votes against on votes Polled |
| Promoter and Promoter Group | E-Voting | 4,32,98,431 | $\frac{2}{43298.431}$ | (3) $=\{(2) /(1)\}^{* 100}$ | $\frac{4}{43298.431}$ | 5 | $(6)=\{(4) /(2)\}^{*} 100$ | <7) $=\{(5) /(2)\}^{* 100}$ |
|  | Poil |  | $\frac{-4,32,98,431}{0}$ | 100.00 | 4,32,98,431 | 0 | 100.00 | 0.00 |
|  | Total | 4,32,98,431 | 4,32,98,431 | 100.00 | 0 | 0 | 0.00 | 0.00 |
| Public Institutions | E-Voting | 3,20,268 | 65,700 | 20.51 | $\frac{4,32,98,431}{65,700}$ | 0 | 100.00 | 0.00 |
|  | Poll |  | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
|  | Total | 3,20,268 | 65,700 | 20.51 | 65,700 | 0 | 100.00 | 0.00 |
| Public - Non Institutions | E-Voting | 1,53,30,638 | 3,13,009 | 2.04 | 3,13,008 | 1 | 100.00 | 0.00 |
|  | Poll |  | 434 | 0.00 | 434 | 0 | 100.00 | 0.00 |
|  | Total | 1,53,30,638 | 3,13,443 | 2.04 | 3,13,442 | 1 | 100.00 | 0.00 |
| Total |  | 5,89,49,337 | 4,36,77,574 | 74.09 | 4,36,77,573 | 1 | 100.00 | 0.00 |

da

| 3. Resolution required: Ordinary |  |  | To appoint a Director in place of Mr. Sameer L. Kanodia (DIN: 00008232), who retires by rotation and being eligible, offers himself for re-appointment. |  |  |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Whether promoter/ promoter group are interested in the agenda/resolution? |  |  | No |  |  |  |  |  |
| Category | Mode of Voting | No. of 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 | $(6)=\{(4) /(2)\} * 100$ | $(7)=\{(5) /(2)\}^{* 100}$ |
| Promoter and Promoter Group | E-Voting | 4,32,98,431 | 4,32,98,431 | 100.00 | 4,32,98,431 | 0 | 100.00 | 0.00 |
|  | Poil |  | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
|  | Total | 4,32,98,431 | 4,32,98,431 | 100.00 | 4,32,98,431 | 0 | 100.00 | 0.00 |
| Public - Institutions | E-Voting | 3,20,268 | 65,700 | 20.51 | 65,700 | - | 100.00 | 0 |
|  | Poll |  | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
|  | Total | 3,20,268 | 65,700 | 20.51 | 65,700 | 0 | 100.00 | 0.00 |
| Public - Non Institutions | E-Voting | 1,53,30,638 | 3,13,009 | 2.04 | 1,47,008 | 1,66,001 | 46.97 | 53.03 |
|  | Poll |  | 434 | 0.00 | 434 | 0 | 100.00 | 0.00 |
|  | Total | 1,53,30,638 | 3,13,443 | 2.04 | 1,47,442 | 1,66,001 | 47.04 | 52.96 |
| Total |  | 5,89,49,337 | 4,36,77,574 | 74.09 | 4,35,11,573 | 1,66,001 | 99.62 | 0.38 |



| 4. Resolution required: Special |  |  | Re-appointment of Mr. Radhakrishna. K. Saraswat (DIN: 00015095) as an IndependentDirector of the Company. |  |  |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Whether promoter/ promoter group are interested in the agenda/resolution? |  |  |  |  |  |  |  |  |
| Category | Mode of Voting | No. of 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) $=\{(5) /(2))^{* 100}$ |
| Promoter and Promoter Group | E-Voting | 4,32,98,431 | 4,32,98,431 | 100.00 | 4,32,98,431 | 0 | 100.00 | 0.00 |
|  | Poll |  | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
|  | Total | 4,32,98,431 | 4,32,98,431 | 100.00 | 4,32,98,431 | 0 | 100.00 | 0.00 |
| Public - Institutions | E-Voting | 3,20,268 | 65,700 | 20.51 | 65,700 | 0 | 100.00 | 0.00 |
|  | Poll |  | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
|  | Total | 3,20,268 | 65,700 | 20.51 | 65,700 | 0 | 100.00 | 0.00 |
| Public - Non Institutions | E-Voting | 1,53,30,638 | 3,13,009 | 2.04 | 1,47,008 | 1,66,001 | 46.97 | 53.03 |
|  | Poll |  | 434 | 0.00 | 434 | 0 | 100.00 | 0.00 |
|  | Total | 1,53,30,638 | 3,13,443 | 2.04 | 1,47,442 | 1,66,001 | 47.04 | 52.96 |
| Total |  | 5,89,49,337 | 4,36,77,574 | 74.09 | 4,35,11,573 | 1,66,001 | 99.62 | 0.38 |



| 5. Resolution required: Special |  |  | Re-appointment of Mr. Dilip D. Dandekar (DIN: 00846901) as an Independent Director of the Company. |  |  |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Whether promoter/ promoter group are interested in the agenda/resolution? |  |  | No |  |  |  |  |  |
| Category | Mode of Voting | No. of shares held | No. of Votes Polled | \% of Votes <br> Polled on outstanding <br> 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) $=\{(5) /(2)\}^{* 100}$ |
| Promoter and Promoter Group | E-Voting | 4,32,98,431 | 4,32,98,431 | 100.00 | 4,32,98,431 | - | 100.00 | 0.00 |
|  | Poll |  | 0 | 0.00 | 0 | - | 0.00 | 0.00 |
|  | Total | 4,32,98,431 | 4,32,98,431 | 100.00 | 4,32,98,431 | - | 100.00 | 0.00 |
| Public - Institutions | E-Voting | 3,20,268 | 65,700 | 20.51 | 0 | 65,700 | 0.00 | 100.00 |
|  | Poll |  | 0 | 0.00 | 0 | - | 0.00 | 0.00 |
|  | Total | 3,20,268 | 65,700 | 20.51 | 0 | 65,700 | 0.00 | 100.00 |
| Public - Non Institutions | E-Voting | 1,53,30,638 | 3,13,009 | 2.04 | 1,47,008 | 1,66,001 | 46.97 | 53.03 |
|  | Poll |  | 434 | 0.00 | 434 | - | 100.00 | 0.00 |
|  | Total | 1,53,30,638 | 3,13,443 | 2.04 | 1,47,442 | 1,66,001 | 47.04 | 52.96 |
| Total |  | 5,89,49,337 | 4,36,77,574 | 74.09 | 4,34,45,873 | 2,31,701 | 99.47 | 0.53 |


| 6. Resolution required: Special |  |  | Approval for payment of commission to Non-Executive Directors of the Company. |  |  |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Whether promoterl promoter group are interested in the agenda/resolution? |  |  | No |  |  |  |  |  |
| Category | Mode of Voting | No. of 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) $=\{(4) /(2)\}^{* 100}$ | $(7)=\{(5) /(2)\}^{* 100}$ |
| Promoter and Promoter Group | $E$-Voting | 4,32,98,431 | 4,32,98,431 | 100.00 | 4,32,98,431 | - | 100.00 | 0.00 |
|  | Poil |  | 0 | 0.00 | 0 | - | 0.00 | 0.00 |
|  | Total | 4,32,98,431 | 4,32,98,431 | 100.00 | 4,32,98,431 | $\bigcirc$ | 100.00 | 0.00 |
| Public - Institutions | E-Voting | 3,20,268 | 65,700 | 20.51 | 0 | 65,700 | 0.00 | 100.00 |
|  | Poll |  | 0 | 0.00 | 0 | - | 0.00 | 0.00 |
|  | Total | 3,20,268 | 65,700 | 20.51 | 0 | 65,700 | 0.00 | 100.00 |
| Public - Non Institutions | E-Voting | 1,53,30,638 | 3,13,009 | 2.04 | 1,46,253 | 1,66,756 | 46.72 | 53.28 |
|  | Poll |  | 434 | 0.00 | 434 | - | 100.00 | 0.00 |
|  | Total | 1,53,30,638 | 3,13,443 | 2.04 | 1,46,687 | 1,66,756 | 46.80 | 53.20 |
| Total |  | 5,89,49,337 | 4,36,77,574 | 74.09 | 4,34,45,118 | 2,32,456 | 99.47 | 0.53 |





| 8. Resolution required: Special |  |  | Payment of remuneration to Mr. Rahul L. Kanodia (DIN: 00075801) exceeding limits as per Regulation 17(6)(e) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. |  |  |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Whether promoter/ promoter group are interested in the agenda/resolution? |  |  | No |  |  |  |  |  |
| Category | Mode of Voting | No. of 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 Poiled |
|  |  | 1 | 2 | $(3)=\{(2) /(1)\}^{*} 100$ | 4 | 5 | $(6)=\{(4) /(2)\}^{* 100}$ | (7) $=\{(5) /(2)\} * 100$ |
| Promoter and Promoter Group | E-Voting | 4,32,98,431 | 4,32,98,431 | $\frac{100.00}{100}$ | 4,32,98,431 | 0 | 100.00 | 0.00 |
|  | Poll |  | $\frac{0}{0}$ | 0.00 | 0 | 0 | 0.00 | 0.00 |
|  | Total | 4,32,98,431 | 4,32,98,431 | 100.00 | 4,32,98,431 | 0 | 100.00 | 0.00 |
| Public - Institutions | E-Voting | 4,32,98,431 | 65,700 | 20.51 | 65,700 | 0 | 100.00 | 0.00 |
|  | Poll |  | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
|  | Total | 3,20,268 | 65,700 | 20.51 | 65,700 | 0 | 100.00 | 0.00 |
| Public - Non Institutions | E-Voting | 1,53,30,638 | 3,13,009 | 2.04 | 1,46,028 | 1,66,981 | 46.65 | 53.35 |
|  | Poll |  | 434 | 0.00 | 434 | 0 | 100.00 | 0.00 |
|  | Total | 1,53,30,638 | 3,13,443 | 2.04 | 1,46,462 | 1,66,981 | 46.73 | 53.27 |
| Total |  | 5,89,49,337 | 4,36,77,574 | 74.09 | 4,35,10,593 | 1,66,981 | 99.62 | 0.38 |




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