Annexure-I

## Gist of the proceedings of the Annual General Meeting of PCS Technology Limited held on 26<sup>th</sup> September, 2018.

The 37th Annual General Meeting of the Members of the Company was held on 26<sup>th</sup> September, 2018 at 12:30 p.m at Hotel Celebration, Banquet Hall, Opp. New S.T. Road, Alandi Road, Pune 412 105.

Mr. H.C. Tandon, Director chaired the proceedings of the Meeting.

Total 43 members (including Proxies) attended the Meeting as per the Records of the Attendance.

The Chairman informed the Members that pursuant to the provisions of the Section 108 of the Companies Act, 2013, read with the Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company had extended the E-voting Facility to the Members of the Company in respect of the businesses to be transacted at the Annual General Meeting. The E- voting commenced at 10:00 a.m on 23<sup>rd</sup> September, 2018 and ended on 5:30 p.m on 25<sup>th</sup> September, 2018. Mr. Bhavesh Desai of B. Desai & Associates, practising Company Secretary was appointed as scrutinizer by the Board for the Scrutinizing the E-voting and poll Process.

Thereafter the Chairman invited members for discussion on the above resolutions. Since there were no queries, the Chairman proceeds with the commencement of poll process with the help of scrutinizer.

The Scrutinizer has submitted his Report on the Result of the E- Voting on 26th September, 2018 and all the following 8 (Eight) Resolutions contained in the Notice of the 37th Annual General Meeting (AGM) had received the requisite majority.

- Adoption of Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended 31st March, 2018 together with the Reports of the Board of Directors and Auditors thereon.. (Ordinary Resolution).
- 2. Mr. Ashok Kumar Patni (Din: 00014194), Director of the Company who retired by rotation was re-appointed as Director of the Company (Ordinary Resolution).
- 3. Ratification for Appointment of Statutory Auditors of the Company (Ordinary Resolution).
- Appointment of Mr. Gajendra Kumar Patni (Din: 00014163) as a Director of the Company pursuant to the Notification No. SEBI/LAD-NRO/GN/2018/10 dated 9th May, 2018 amending the SEBI (LODR), Regulation, 2015. (Special Resolution)
- 5. Re-Appointment of Mr. Girish Dave (Din: 00036455) as an Independent Director of the Company for further period of 5 years w.e.f 1<sup>st</sup> April, 2019. (Special Resolution).

- Re-Appointment of Mr. Kamal Kumar Barjatya (Din: 00107064) as an Independent Director of the Company for further period of 5 years w.e.f 1<sup>st</sup> April, 2019. (Special Resolution).
- 7. Re-Appointment of Mr. Satish Ajmera (Din: 00208919) as an Independent Director of the Company for further period of 5 years w.e.f 1<sup>st</sup> April, 2019. (Special Resolution).
- 8. Re-Appointment of Mr.Yash Bhardwaj (Din: 01714824) as an Executive Director (Whole- Time) of the Company for further period of 1 year w.e.f 22<sup>nd</sup> July, 2018 (Special Resolution).

The Scrutinizer Report received from Mr. Bhavesh Desai of B. Desai & Associates, Practising Company Secretary on the remote e-Voting and poll on the above Resolutions has been sent to BSE under Regulation 44(3) of LODR Regulation, 2015.

We request you to kindly take on your record the Gist of the Proceeding of the Annual General Meeting of the Company.

This is for your information.

Thanking you,

Yours Faithfully For PCS Technology Limited

Bhaskar Patel Company Secretary

CC:

Central Depository Services Limited. Phiroze Jeejeebhoy Towers, 17<sup>th</sup> Floor, Dalal Street, Mumbai 400001.

## VOTING RESULT

Format of Voting Result under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Date of Annual General Meeting of Equity Shareholders	September 26, 2018	
Total number of shareholders on record date	29914	
No. of shareholders present in the meeting either in person or through		
proxy:		
Promoters and Promoter Group: Public:	9 34	
No. of shareholders attended the meeting through Video Conferencing		
Promoters and Promoter Group: Public	Not Applicable Not Applicable	
ters and Promoter Group:  shareholders attended the meeting through Video rencing ters and Promoter Group:	34  Not Applicable  Not Applicable	



Total	(11)	Institutions Pos	Non	lic	Total	Po (if	Institutions Poll	Public E-1	Total	Promoter Po: Group (if	and Poll	Promoter E-1	Category Mo	Whether promoter/agenda/resolution?	Resolution Required: (Ordinary/Special)
-	12	Postal Ballot (if applicable)		E-Voting	tal	Postal Ballot (if applicable)	=	E-Voting	tal	Postal Ballot (if applicable)	=	E-Voting	Mode of Voting	promoter	d: (Ordinary/ <del>Sp</del>
	5904021			5904021	346661			346661	14699995			14699995	No. of Shares held (1)	group are interested	ecial)
	3601	0	56	3545	0	0	0	0	5 13251406	0	0	5 13251406	No. of votes polled (2)	ested in the	
	0.060%	0	0.0009%	0.06%	0	0	0	0	90.14%	0	0	90.14%	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	None of the Directhe resolution, exinstitutions of whe Company.	Resolution No. 1 Financial Stateme with the Reports o
	3491	0	56	3435	0	0	0	0	13251406	0	0	13251406	No. of Votes – in favour (4)	tors, Key Ma cept as holde ich they are	To receive, nts of the Co
	110	0	0	110	0	0	0	0	0	• 0	0	0	No. of Votes – against (5)	nagerial Perers of share directors, p	consider ampany for the f Directors
	96.95%	0	100%	96.90%	0	0	0	0	100%	0	0	100%	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	None of the Directors, Key Managerial Personnel and their relatives is concerned or interested in the resolution, except as holders of shares in general or that of the companies, firms, and/or institutions of which they are directors, partners or members and who may hold shares in the Company.	Resolution No. 1 To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended on 31st March, 2018 together with the Reports of the Board of Directors and Auditors thereon: Ordinary Resolution
0000	3.05%	0	0	3.10%	0	0	0	0	0	0	0	0	% of Votes against on votes polled (7)=[(5)/(2)]*	atives is concerned to f the companiand who may h	ited Standalone anded on 31st Mar n: Ordinary Reson
0	0	0	0	0	0	0	0	0	0	0	0	0	Votes Invalid	d or interested in les, firms, and/or old shares in the	and Consolidated ch, 2018 together slution



Total		Institutions	Non	Public			Institutions	Public	- 1	Promoter Group	and	Promoter	Category	Whether promote agenda/resolution?	Resolution R
	Total	Postal Ballot (if applicable)	Poll	E-Voting	Total	Postal Ballot (if applicable)	Poll	E-Voting	Total	Postal Ballot (if applicable)	Poll	E-Voting	Mode of Voting	promoter/ promoter olution?	Resolution Required: (Ordinary/Special)
		(if				(if							64	ter group	ry/ <del>Special</del> )
20950677	5904021			5904021	346661			346661	14699995			14699995	No. of Shares (1)	are interested	
3198967	3601	0	56	3545	0	0	0	0	3195366	0	0	3195366	No. of votes polled (2)	ted in the	
15.269%	0.06%	0	0.0009%	0.06%	0	0	0	0	21.73%	0	0	21.73%	% of Votes Polled on outstanding shares (3)= (2)/(1) * 100	Except Mr. Gajendrakum of the other Directors, concerned or interested, v	Resolution No. 2 by rotation and be
3198857	3491	0	56	3435	0	0	0	0	3195366	0	0	3195366	No. of Votes – in favour (4)	drakumar Pat ectors, Key l ested, whethe	To appoint a ing eligible, c
110	110	0	0	110	0	O	0	0	0	0	0	. 0	No. of Votes – against (5)	ni and Mr. / Managerial x financially	Director in offers himse
99.99%	96.95%	0	100%	96.90%	0	0	0	0	100%	0	0	100%	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	Except Mr. Gajendrakumar Patni and Mr. Ashokkumar Sobhagmal Patni and their relatives, none of the other Directors, Key Managerial Personnel of the Company and their relatives are concerned or interested, whether financially or otherwise, in the said resolution.	<b>Resolution No. 2</b> To appoint a Director in place of Mr. A. K. Patni (DIN - 00014194) who retires by rotation and being eligible, offers himself for re-appointment: <b>Ordinary Resolution</b>
0.01%	3.05%	0	0	3.10%	0	0	0	0	0	0	0	0	% of Votes against on votes polled (7)=[(5)/(2)]*	gmal Patni and the Company and the said resolution.	Patni (DIN - 0001) It: Ordinary Reso
0	0	0	0	0	0	0	0	0	0	0	0	0	Votes Invalid	eir relatives, none	4194) who retires



TD

Total		Institutions	Non	Public			Institutions	Public		Promoter Group	and	Promoter	Category	Whether promote agenda/resolution?	Resolution
	Total	s Postal Ballot (if applicable)		E-Voting	Total	Postal Ballot (if applicable)	Poll	E-Voting	Total	Postal Ballot (if applicable)	Poll	E-Voting	Mode of Voting	promoter/ promoter olution?	Resolution Required: ( <del>Ordinary</del> /Special)
		(e)				t e)				(e)			ing	oter group	ary/Special)
20950677	5904021			5904021	346661			346661	14699995			14699995	No. of Shares (1)	are interested	
3204942	3601	0	56	3545	0	0	0	0	3201341	0	0	3201341	No. of votes polled (2)	ted in the	
15.29%	0.060%	0	0.0009%	0.06%	0	0	0	0	21.77%	0	0	21.77%	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	Except Mr. Gajendrakumar Patni Gajendrakumar Patni, none of the oth or their relatives are concerned or resolution.	Resolution No. 4 Re-appointment the Company: Special Resolution
3204832	3491	0	56	3435	0	0	0	0	3201341	0	0	3201341	No. of Votes – in favour (4)	endrakumar atni, none of t are concerno	Re-appointm ecial Resoluti
110	110	0	0	110	0	0	0	0	0	0	0	0	No. of Votes – against (5)	Patni and Mr. he other Director ed or interested,	ent of Mr.
99.99%	96.95%	0	100%	96.90%	0	0	0	0	100%	0	0	100%	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	7.0	Resolution No. 4 Re-appointment of Mr. Gajendrakumar Patni (DIN: 00014163) as Director of the Company: Special Resolution
0.01%	3.05%	0	0	3.10%	0	0	0	0	0	0	0	0	% of Votes against on votes polled (7)=[(5)/(2)]*	Ashok Kumar Patni being brother and Key Managerial Personnel of the whether financially or otherwise, in	іі (DIN: 0001416
0	0	0	0	0	0	0	0	0	0	0	0	0	Votes Invalid	brother of Mr. of the Company vise, in the said	3) as Director of



Total		Institutions	Non	Public			Institutions	Public	- 1	Promoter Group	and	Promoter	Category	Whether promote agenda/resolution?	Resolution Re
	Total	Postal Ballot (if applicable)	Poll	E-Voting	Total	Postal Ballot (if applicable)	Poll	E-Voting	Total	Postal Ballot (if applicable)	Poll	E-Voting	Mode of Voting	er/ promoter	Resolution Required: (Ordinary/Special)
20950677	5904021			5904021	346661			346661	14699995			14699995	No. of Shares (1)	group are interested	ial)
13255007	3601	0	56	3545	0	0	0	0	13251406	0	0	13251406	No. of votes polled (2)	ed in the	
63.27%	0.060%	0	0.0009%	0.06%	0	0	0	0	90.14%	0	0	90.14%	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	Except Mr. Girish Dave, Company or their relative said resolution.	Resolution No. 5 Re-appoint Mr. the Company: Special Resolution
13254897	3491	0	56	3435	0	0	0	0	13251406	0	0	13251406	No. of Votes – in favour (4)	Dave, none relatives are	Re-appoint N cial Resoluti
110	110	0	0	110	0	Ö	0	0	0	0	0	. 0	No. of Votes – against (5)	none of the other are concerned or i	Mr. Girish I on
99.99%	96.95%	0	100%	96.90%	0	0	0	0	100%	0	0	100%	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	Directors interested,	Resolution No. 5 Re-appoint Mr. Girish Dave (DIN: 00036455) as an Independent Director of the Company: Special Resolution
0.01%	3.05%	0	0	3.10%	0	0	0	0	0	0	0	0	% of Votes against on votes polled (7)=[(5)/(2)]*	and Key Managerial Personnel whether financially or otherwise,	55) as an Indeper
0	0	0	0	0	0	0	0	0	0	0	0	0	Votes Invalid	Personnel of the otherwise, in the	ident Director of



		Institutions	LAOM	Non	Public			Institutions	Public		moter		Promoter	Category	Whether promoter/ agenda/resolution?	Resolution Requ
	Total	(if applicable)	1011	Pall	E-Voting	Total	Postal Ballot (if applicable)	Poll	E-Voting	Total	Postal Ballot (if applicable)	Poll	E-Voting	Mode of Voting	oter/ promoter group n?	Resolution Required: (Ordinary/Special)
200001	5904021				5904021	346661			346661	14699995			14699995	No. of Shares (1)	up are interested	ij
12255007	3601	c		56	3545	0	0	0	0	13251406	0	0	13251406	No. of votes polled (2)	ed in the	
63 27%	0.060%	c	0	0.0009%	0.06%	0	O	0	0	90.14%	0	0	90.14%	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	Except Mr. Kamal the Company or the the said resolution.	Resolution No. 6 Re-appoint Director of the Company: S
13254897	3491		0	56	3435	0	O		0	13251406	0	0	13251406	No. of Votes – in favour (4)	Kumar Barja 1eir relatives	Re-appoint Nnpany: Speci
110	110		0	0	110	0	G	9 0		0	0	0	0	No. of Votes – against (5)	tya, none o are concerr	int Mr. Kamal Ku pecial Resolution
99.99%	96.95%		0	100%	96.90%	0	, .			100%	0	0	100%	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	Except Mr. Kamal Kumar Barjatya, none of the other Directors and Key Managerial Personnel of the Company or their relatives are concerned or interested, whether financially or otherwise, in the said resolution.	Resolution No. 6 Re-appoint Mr. Kamal Kumar Barjatya (DIN: 00107064) as an Independent Director of the Company: Special Resolution
0.01%	3.05%	3 050/	0	0	3.10%	o				0	9 0	0	0	% of Votes against on votes polled (7)=[(5)/(2)]*	and Key Manage hether financially	N: 00107064) as
0			0	0	0	•		0					0	Votes Invalid	rial Personnel of or otherwise, in	an Independent



Institutions Postal Ballot (if applicable) Total				Public E-Voting	Total	Postal Ballot (if applicable)	Institutions Poll	Public E-Voting	Total	Promoter Postal Ballot Group (if applicable)	and Poll	Promoter E-Voting	Category Mode of Voting	Whether promoter/ proragenda/resolution?	Resolution Required: (Ordinary/Special)
		ot ole)				ot ole)				ot ble)			oting	promoter group	nary/Special)
	5904021			5904021	346661		l	346661	14699995			14699995	No. of Shares (1)	are interested	
	3601	0	56	3545	0	0	0	0	13251406	0	0	13251406	No. of votes polled (2)	ed in the	
	0.060%	0	0.0009%	0.06%	0	0	0	0	90.14%	0	0	90.14%	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	Except Mr. Satish Company or their said resolution.	Resolution No. 7 Re-appoint Mr. the Company: Special Resolution
	3491	0	56	3435	0	0	0	0	13251406	0	0	13251406	No. of Votes – in favour (4)	Ajmera, non relatives are	Re-appoint N
	110	0	0	110	0	ď	0	0	0	0	0	0	No. of Votes – against (5)	ne of the o concerned	fr. Satish A
	96.95%	0	100%	96.90%	0	0	0	0	100%	0	0	100%	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	Except Mr. Satish Ajmera, none of the other Directors and Key Managerial Personnel of the Company or their relatives are concerned or interested, whether financially or otherwise, in the said resolution.	Resolution No. 7 Re-appoint Mr. Satish Ajmera (DIN: 00208919) as an Independent Director of the Company: Special Resolution
	3.05%	0	0	3.10%	0	0	0	0	0	0	0	0	% of Votes against on votes polled (7)=[(5)/(2)]*	Key Managerial er financially or	119) as an Indeper
	0	0	0	0	0	0	0	0	0	0	0	0	Votes Invalid	Personnel of the otherwise, in the	ndent Director of

