



INFINITE COMPUTER SOLUTIONS (INDIA) LIMITED

Registered Office: 155, Somdutt Chambers II, 9, Bhikaji Cama Place, New Delhi-110066
Corporate Office: 157, EPIP Zone, Phase II, Kundalahalli, Whitefield, Bengaluru-560066
CIN: U72200DL1999PLC171077 | **Website:** www.infinite.com | **E-Mail:** cs@infinite.com
Phone: +91 80 41930000, +91 11 46150845 | **Fax:** +91 80 41930009, +91 11 46150830

NOTICE TO THE MEMBERS

DECLARATION OF RESULT OF POSTAL BALLOT

Pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014, the consent of the members of the Company was sought by way of special resolution on the business item as set out in the Postal Ballot Notice dated February 14, 2019 viz. Re-appointment of Mr. Ravindra Ramarao Turaga (DIN: 01687662), as an Independent Director, by means of physical Postal Ballot and voting through electronic means (e-voting), as arranged through NSDL.

Postal Ballot Notices containing the resolutions together with the explanatory statement annexed to the Notice were sent to all the members of the Company by email as well by courier to enable them to participate in voting process and the last date of receipt of Postal Ballot Forms, either through physical submission in pre-paid postage self-addressed envelope or through e-voting was Friday, March 22, 2019.

Mr. Prashant Balodia, Partner of M/s. PDS & Co., having his office at A-53, First Floor, Gurunanak Pura, Laxmi Nagar, Delhi – 110 092, was appointed as the Scrutinizer for conducting the Postal Ballot process in a fair and transparent manner.

On the Postal Ballot process conducted, the Scrutinizer has submitted his report dated March 27, 2019 to the undersigned, who is authorised by the Chairman to receive the same. Basis the report of the Scrutinizer on the voting done under the Postal Ballot process, it is hereby declared that the Resolutions as set out in the Postal Ballot Notice dated February 14, 2019 have been duly passed by the members of the Company with the requisite majority. The effective date of passing of resolution shall be 27th March 2019.

A copy of the Scrutinizer's report is enclosed herewith for pursual of the members.

Thanking you.

For Infinite Computer Solutions (India) Limited

Ashok Kumar Garg

Director

DIN: 03504609

March 27, 2019

Registered office:

155, Somdutt Chambers II,
9 Bhikaji Cama Place, New Delhi - 110 066
CIN: U72200DL1999PLC171077
Tel: +91 11 4615 0845 - 47, **Fax:** +91 11 4615 0830
Website: www.infinite.com, **Email:** cs@infinite.com

SCRUTINIZER'S REPORT

[Pursuant to Section 110 of the Companies Act, 2013 and Rule 22(9) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman
INFINITE COMPUTER SOLUTIONS (INDIA) LIMITED
155, SOMDUTT CHAMBERS II,
9, BHIKAJI CAMA PLACE,
NEW DELHI-110 066

Dear Sir,

I, Prashant Kumar Balodia, Partner of M/s. PDS & CO., having its office at A-53, First Floor, Gurunanak Pura, Laxmi Nagar, Delhi – 110 092, was appointed as Scrutinizer by the Board of Directors of Infinite Computer Solutions (India) Limited (“the Company”) for the purpose of scrutinizing the Postal Ballot / e-voting process in a fair and transparent manner in respect of the resolutions stated in the Notice of the Postal Ballot dated February 14, 2019 proposed to be passed by the Members of the Company.

I hereby submit my report as under:

1. The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to conduct of business through ballots by the Members on the resolutions proposed in notice the Postal Ballot is the responsibility of the management. My responsibility as a scrutinizer is to render consolidated Scrutinizer’s Report of the total votes cast in favour or against, if any, on the resolutions.
2. The Company completed dispatch of Postal Ballot Notice (s) together with the Postal Ballot Form (the “Postal Ballot Notice”) along with self-addressed postage prepaid Business Reply Envelope on Wednesday, the 20th day of February, 2019 to its Members whose names appear in the Register of Members/ Records of Depositories ason closeof working hours on Friday, the 15th day of February, 2019.
3. The Company published an advertisement regarding completion of dispatch of Postal Ballot Notices/Forms in “**Business Standard**” (English Edition) and “**Business Standard**” (Hindi Edition) on Wednesday, the 20th day of February, 2019.
4. Members holding shares of the Company as on Friday, the 15th day of February, 2019, “**cut-off date**”, were entitled to vote on the Resolution stated in the Notice of the Postal Ballot.
5. The Company had availed the e-voting facility offered by National Securities Depository Limited (NSDL) for the purpose of providing e-voting facility to all its Members for conducting e-voting by the Members of the Company.



6. The voting commenced on Thursday, February 21, 2019 at 9:00 a.m. (IST) and ended on Friday, March 22, 2019 at 5:00 p.m. (IST) (both days inclusive) for physical ballots as well as for e-voting. The votes cast under remote e-voting were unblocked, at around 06.50 p.m. on Monday, March 25, 2019 in the presence of two witnesses who were not in the employment of the Company.
7. Particulars of all the Postal Ballot forms and e-voting received from the members have been entered in the Register maintained separately for the purpose.
8. My report on the results of the voting is based on the data downloaded from the NSDL and the votes cast through physical ballots forms received respectively in respects of the resolution contained in the Notice of the Postal Ballot.
9. The result of voting (Postal Ballot and e-voting) is as under:

a) Resolution- 1: Special Resolution

RE-APPOINTMENT OF MR. RAVINDRA RAMARAO TURAGA (DIN: 01687662), AS AN INDEPENDENT DIRECTOR.

(i) Votes in **favour** of the resolution:

| Mode of voting | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|--------------------------|-------------------------|------------------------------|---------------------------------------|
| Voted by Electronic mode | 38 | 2,518 | 00.01 |
| Voted by Physical Ballot | 6 | 3,22,21,295 | 99.86 |
| Total | 45 | 3,22,23,813 | 99.87 |

(ii) Votes **against** the resolution:

| Mode of voting | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|--------------------------|-------------------------|------------------------------|---------------------------------------|
| Voted by Electronic mode | 7 | 42,251 | 00.13 |
| Voted by Physical Ballot | 0 | 0 | 00.00 |
| Total | 7 | 42,251 | 00.13 |

(iii) **Invalid** votes:

| Total number of members whose votes were declared invalid | Total number of votes cast by them |
|---|------------------------------------|
| 0 | 0 |



10. All relevant records of voting will remain in our custody until the Chairman considers, approves and signs the minutes of the Postal Ballot and the same shall be handed over thereafter to the Chairman/Company Secretary for safe keeping.

Thanking You,
Yours faithfully,

FOR PDS & CO.

Company Secretaries



Prashant Kumar Balodia

Partner

FCS 6047

CoP No. 6153

(Scrutinizer)

Date: 27.03.2019

Place: Delhi

Countersigned by:

For Infinite Computer Solutions (India) Limited



Chairman/Authorised Representative