



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 September 30, 2019 viz. Shifting of registered office of the Company from the National Capital Territory of Delhi to the State of Haryana, 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 Sunday, November 24, 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 November 26, 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 September 30, 2019 have been duly passed by the members of the Company with the requisite majority. The effective date of passing of resolution shall be November 24, 2019.

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

Thanking you.

For **Infinite Computer Solutions (India) Limited**

Saurabh Madaan
Company Secretary
M. No. A22920



November 26, 2019
Bengaluru

Encl: a.a.

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 September 30, 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 Friday, the 25th day of October, 2019 to its Members whose names appear in the Register of Members/ Records of Depositories as on close of working hours on Friday, the 18th day of October, 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 Saturday, the 26th day of October, 2019.
4. Members holding shares of the Company as on Friday, the 18th day of October, 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 Saturday, October 26, 2019 at 9:00 a.m. (IST) and ended on Sunday, November 24, 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 04:05 p.m. on Monday, November 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

SHIFTING OF REGISTERED OFFICE OF THE COMPANY FROM THE NATIONAL CAPITAL TERRITORY OF DELHI TO THE STATE OF HARYANA.

(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	30	1,14,562	0.35
Voted by Physical Ballot	16	3,24,42,273	99.65
Total	46	3,25,56,835	100.00

(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	0	0	00.00
Voted by Physical Ballot	0	0	00.00
Total	0	0	00.00

(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)
UDIN: F006047A000309394

Date: 26.11.2019

Place: Delhi

Countersigned by:
For Infinite Computer Solutions (India) Limited

Chairman/Authorised Representative