

CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended)]

To
The Chairman
Hypersoft Technologies Limited
Secunderabad

35th Annual General Meeting (AGM) of the Equity Shareholders of Hypersoft Technologies Limited held on Friday, the 28th September, 2018 at 03:00 PM at the Registered office of the Company at 28, Goyal Society, Moti Valley, Tirmulgherry, Secunderabad – 500015, Telangana, India.

Dear Sir,

I, G. Raghu Babu, Company Secretary in whole-time practice, Partner, R&A Associates, Company Secretaries, Hyderabad was appointed as Scrutinizer by the Board of Directors of the Hypersoft Technologies Limited (Company) for the purpose of scrutinizing the remote e-voting and Poll process for the 35th Annual General Meeting (AGM) of the Company in fair and transparent manner pursuant to Section 108 of the Companies Act, 2013 (the Act) read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 (as amended) (the Rules) and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 (Listing Regulations), on the resolutions contained in the Notice of the 35th AGM of the Members of the Company, held on Friday, the 28th September, 2018 at 03:00 PM at 28, Goyal Society, Moti Valley, Tirmulgherry, Secunderabad – 500015, Telangana, India, submit our report as under.

The Management of the Company is responsible to ensure the compliance with the requirements of the Act and the Rules and Listing Regulations relating to remote e-voting and Poll process for the resolutions contained in the Notice of the 35th AGM of the Members of the Company. Our responsibility as a Scrutinizer is to ensure that remote e-voting and Poll process is carried out in a fair and transparent manner and to make a consolidated scrutinizer's report on remote e-voting and Poll at the AGM venue. The Company has engaged the services of M/s Central Depository Services (India) Limited (CDSL), Hyderabad for voting by electronic means.

In accordance with the Notice of the 35th AGM sent to the Members and the 'Advertisement' published pursuant to Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), the remote e-voting period was open from Tuesday, 25th September, 2018 at 10:00 AM IST to Thursday, 27th September, 2018 at 5:00 PM IST.

Members holding shares as on Friday, September 21, 2018, "cut off date", were entitled to vote on the resolution stated in the Notice of the 35th AGM of the Company.

The Poll at the AGM venue was allowed with our assistance by using ballot paper, on the resolutions on which the voting is to be held. The said ballot paper was provided to all those Members who were present at the AGM venue but have not cast their votes by availing the



remote e-voting facility. As per the information provided by CDSL, the name of the Members who had voted through remote e-voting facility was blocked.

After the conclusion of the voting at the AGM venue, the votes cast thereat were counted. Thereafter, the votes on remote e-voting were unblocked on Friday, September 28, 2018 at 6.30 PM IST, in the presence of two witnesses who were not employees of the Company and the e-voting results/list of Members who have voted for and against were downloaded from the e-voting website of CDSL.

The combined results of the remote e-voting and Poll at the AGM venue are given as 'Annexure-A' to this report. Based on combined results, we report that, all the resolutions as per the Notice of the 35th AGM of the Company have been passed unanimously.

The electronic data and all other relevant records relating to the remote e-voting and voting at the AGM venue are under my safe custody until the Chairman approves and sign the Minutes of the 35th AGM and thereafter will be handed over to the Company Secretary of the Company for safe preservation.

Thanking you,

Place: Hyderabad
Date: September 29, 2018

For R & A Associates



(G. Raghu Babu)
Partner

FCS No.4448, CP No.2820



Witness -1:

Signature:

Name:


MD HAMEEDUDDIN
JAROUPOL.

Witness -2:

Signature:

Name:


K. VANAJA

Hypersoft Technologies Limited - 35th Annual General Meeting held on 28th September, 2018
Combined Results (E-Voting and Poll)

Annexure-A

Item number of Notice and type of resolution	Description	Particulars of Business	Total no. of votes cast	Votes in favour of the resolution		Votes against the resolution		Invalid Votes	
				No's	% age	No's	% age	No's	% age
1 - Ordinary Resolution	To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2018 and Profit & Loss Statement for the year ended on 31st March, 2018 together with notes and annexures thereto and the Report of Directors' and Auditors' thereon.	E-voting	7,11,853	100	-	-	-	-	-
		Poll	8,15,425	100	-	-	-	-	-
		Total	15,27,278	100	-	-	-	-	-
2 - Ordinary Resolution	To re-appoint Mrs. Geeta Feroz Bhote, Woman Director who retires by rotation and being eligible, offers herself for re-appointment.	E-voting	7,11,853	100	-	-	-	-	-
		Poll	8,15,425	100	-	-	-	-	-
		Total	15,27,278	100	-	-	-	-	-
3 - Ordinary Resolution	To ratify appointment of M/s. Grandhy & Co, Chartered Accountants as the Statutory Auditors of the Company.	E-voting	7,11,853	100	-	-	-	-	-
		Poll	8,15,425	100	-	-	-	-	-
		Total	15,27,278	100	-	-	-	-	-
4 - Ordinary Resolution	To regularize Mr. Joydip Lahiri (DIN: 07385700) as Independent Director.	E-voting	7,11,853	100	-	-	-	-	-
		Poll	8,15,425	100	-	-	-	-	-
		Total	15,27,278	100	-	-	-	-	-

