



Capgemini Technology Services India Limited
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Capgemini Technology Services India Limited
Declaration of the results of Postal Ballot process voting by electronic means (e-voting)

Pursuant to General Circular No. 14/2020 dated 08 April 2020 read with General Circular No. 17/2020 dated 13 April 2020, General Circular No. 22/2020 dated 15 June 2020 and General Circular No. 33/2020 dated 28 September 2020 in relation to "Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by COVID - 19" issued by the Ministry of Corporate Affairs (the "MCA Circulars") the Company had sent notice in electronic form only. In compliance with the provisions of Sections 108 and 110 of the Act read with the Rules framed thereunder and the MCA Circulars, the Company had extended only the remote e-voting facility for its Members to enable them to cast their votes electronically. The hard copy of this Postal Ballot Notice along with Postal Ballot forms and pre-paid business envelope were not sent to the Members for this Postal Ballot.

Pursuant to Sections 108 and 110 of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management and Administration) Amendment Rules, 2014 the Company had provided e-voting facility through Postal Ballot process to all its members entitled to cast their vote as on cut-off date i.e. 30 September 2020 on the resolutions as set out in the Notice of Postal Ballot. Remote e-voting period remained opened from Friday, 09 October 2020 (09:00 AM) to Saturday, 07 November 2020 (05:00 PM). Mr. Shailesh Indapurkar, Shailesh Indapurkar & Associates, Company Secretaries, Pune was appointed as Scrutinizer to scrutinize the Postal Ballot process through e-voting.

Mr. Shailesh Indapurkar submitted the result on Postal Ballot process through e-voting vide his report dated 09 November 2020. The result of Postal Ballot process through e-voting as per the Scrutinizers' Report is as follows:

Item no. of the notice	Mode of voting	Total No. of valid votes cast	Votes in favour of the Resolution / Assent		Votes against the Resolution/ Dissent		Nos. of Invalid or Abstained voting	
			Nos.	% of total number of valid votes cast	Nos.	% of total number of valid votes cast	Ballot No.	Votes
SPECIAL BUSINESS								
Item no. 1: Special Resolution								
Approval for acquisition of shares of Aricent Technologies	Remote e-voting	59002633	59002627	100	1	0.00	1	5
	TOTAL	59002633	59002627	100	1	0.00	1	5



(Holdings) Limited from Aricent Holdings Mauritius Ltd								
Item no. 2: Special Resolution								
Approval for acquisition of shares of Aricent Technologies (Holdings) Limited from Aricent Holdings Mauritius India Ltd	Remote e- voting	59002633	59002627	100	1	0.00	1	5
	TOTAL	59002633	59002627	100	1	0.00	1	5

Based on the aforesaid Report of the Scrutinizer, resolution set out in the Notice of Postal Ballot dated 05 October 2020 have been duly approved by the shareholders with requisite majority.

For Capgemini Technology Services India Limited

Armin Billimoria
Company Secretary
09 November 2020

**SCRUTINIZER'S REPORT FOR E-VOTING FOR CAPGEMINI TECHNOLOGY SERVICES
INDIA LIMITED**

[Pursuant to Section 108, Section 110 of the Companies Act, 2013 and Rule 20 and Rule 22 of the Companies (Management and Administration) Amendment Rules, 2014 read with General Circular No. 14/2020 dated 08 April 2020 read with General Circular No. 17/2020 dated 13 April 2020 and General Circular No. 22/2020 dated 15 June 2020 and General Circular No. 33/2020 dated 28 September 2020, in relation to Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by COVID - 19" issued by the Ministry of Corporate Affairs (the "MCA Circulars")]

To,
Board of Directors,
CAPGEMINI TECHNOLOGY SERVICES INDIA LIMITED ('the Company')
(CIN: U85110PN1993PLC145950)
Address: Plot No.14, Rajiv Gandhi Infotech Park, Hinjawadi,
Phase III, MIDC-SEZ, Village Man, Taluka Mulshi,
Pune - 411 057

Subject: Passing of special resolution through Postal Ballot

Dear Sir,

I, **Shailesh Indapurkar, Proprietor Shailesh Indapurkar & Associates, Company Secretaries, Pune**, have been appointed as the Scrutinizer by the Board of Directors of the Company for the purpose of scrutinizing the,

Postal Ballot under the provisions of Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 and MCA Circulars in a fair and transparent manner and for ascertaining the requisite majority on e-voting for the resolution contained in the notice dated 5th October 2020.

The Management of the Company was responsible to ensure the compliance with the requirements of the Act and rules relating to e-voting.

Our responsibility as scrutinizer for the e-voting for resolution restricted to make a 'Scrutinizers Report' of the votes cast as "assent" or "dissent" / "for" or "against" for the resolution as stated in the notice of Postal Ballot, based on the reports generated from the Electronic voting service facility provided by Kfin Technologies Private Limited (Formerly known as Karvy Fintech Private Limited) (KfinTech), the authorized agency, engaged by the Company, to provide voting through electronic means i.e. by e-voting.

In this connection, we submit hereunder the Scrutinizer's Report on the results of voting, through e-voting;



- i. The Members of the Company as on "Cut-off" date i.e. Wednesday, 30th September 2020 were entitled to vote on the proposed special resolutions set out in the notice of postal ballot of the Company.
- ii. KfinTech has, on 08th October, 2020, transmitted the notice of postal ballot through email to its members whose names appeared on the Register of Members, as on 30th September 2020.
- iii. In continuation to this Ministry's General Circulars No.14/2020 dated 8th April, 2020, No.17 /2020 dated 13th April, 2020 and No.22/2020 dated 15.06.2020 and No.33/2020 dated 28th September, 2020 after due examination and it has been decided to allow companies to conduct their EGMs through VC or OAVM or transact items through postal ballot in accordance with the framework provided in the aforesaid Circulars up to 31st December, 2020.
- iv. The remote e-voting period remained open from Friday, 09 October 2020 (09:00 A.M) to Saturday, 07 November 2020 at (05:00 P.M.)
- v. At the end of e-voting period on Saturday, 07 November 2020 at (05:00 P.M) voting portal of the agency (KfinTech) was disabled forthwith.
- vi. The votes cast by E-voting process (remote e-voting) were unblocked on, Saturday, 07 November 2020 at around 05.15 P.M. in the presence of two witnesses viz. CS Mamta Phalak and CS Tushar Deshmukh who are not in the employment of the Company.
- vii. Thereafter, the details containing, inter alia, list of members who assented or dissented / voted for or against on resolution that was put to vote was generated from the e-voting website of Kfin Tech i.e. <https://evoting.karvy.com> The results of the E voting as under:

Item no. of the notice	Mode of voting	Total No. of valid votes cast	Votes in favour of the Resolution / Assent		Votes against the Resolution/ Dissent		Nos. of Invalid or Abstained voting	
			Nos.	% of total number of valid votes cast	Nos.	% of total number of valid votes cast	Ballo t No.	Votes
SPECIAL BUSINESSES								
Item no. 1:								
Special Resolution: Approval for acquisition of shares of Aricent Technologies (Holdings) Limited from Aricent Holdings Mauritius Ltd	Remote e-voting	59002633	59002627	100	1	0.00	1	5
	TOTAL	59002633	59002627	100	1	0.00	1	5



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			Nos.	% of total number of valid votes cast	Nos.	% of total number of valid votes cast	Ballot No.	Votes
Item no. 2:								
Special Resolution: Approval for acquisition of shares of Aricent Technologies (Holdings) Limited from Aricent Holdings Mauritius India Ltd	Remote e-voting	59002633	59002627	100	1	0.00	1	5
	TOTAL	59002633	59002627	100	1	0.00	1	5

RESULT

The results of remote e-voting conducted for the above said items, may accordingly be declared.

Scrutinizers register for e-voting, the electronic data and other relevant records relating to the Remote e-voting are under our safe custody and will be handed over to Ms. Armin Billimoria, Company Secretary who has been appointed by the Board of Directors to supervise postal ballot process.

Thanking you,

Yours sincerely,



CS Shailesh Indapurkar
Company Secretary
ACS: 17306 CP: 5701
UDIN: A017306B001187970
Date: 09/11/2020
Place: Pune

