



**INDIAN INFOTECH & SOFTWARE LTD.**  
INFORMATION TECHNOLOGY  
CIN-L70100MH1982PLC027198  
[www.indianinfotechandsoftwareltd.com](http://www.indianinfotechandsoftwareltd.com)

Date: 9<sup>th</sup> October, 2019

To,  
BSE Limited  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai-400001

BSE Script Code: 509051

Subject: Revised Voting Results as per Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) (LODR) Regulations, 2015 of 37<sup>th</sup> Annual General Meeting of the company held on 30<sup>th</sup> September 2019.

Dear Sir/Madam,

With reference to above, we would like to state that 37<sup>th</sup> Annual General Meeting (AGM) of the company held on 30<sup>th</sup> September, 2019 at Unit No: 518, 5<sup>th</sup> Floor, Anjani Complex Parera Hill Road, Andheri (East) Mumbai- 400099.

Please find enclosed herewith:

1. Voting Results as required under Regulation 44(3) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015
2. Revised Scrutinizer Report on E-Voting and Poll as per the provisions of Section 108 and 109 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014;

Please take the same on your record and acknowledge the receipt of the same.

Thanking You.

Yours Faithfully,  
For INDIAN INFOTECH & SOFTWARE LTD.

*Nanda Dulal dey*

NANDA DULAL DEY  
Director  
DIN: 08390404

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**UNIT NO: 518, 5TH FLOOR, ANJANI COMPLEX PARERA HILL ROAD,  
ANDHERI (EAST) MUMBAI - 400099**

# INDIAN INFOTECH AND SOFTWARE LIMITED

(CIN: L70100MH1982PLC027198)

Registered Office: Unit No. 518, 5th Floor, Anjani Complex Patera Hill Road, Andheri (East) Mumbai - 400099

Ph:-022-40164455; E-mail:- yaminiinvestments@gmail.com, Website:- www.yaminiinvestments.com

## Voting Results of Indian Infotech and Software Limited

Date: 30.09.2019

Date of AGM :

September 30, 2019

Total No. of Shareholders on record date:

15670

No. of Shareholders present in the meeting either in person or through proxy:

43

Promoters & Promoter Group :

4

Public :

39

No. of Shareholders attending the meeting through Video Conferencing:

N.A.

Promoters and Promoter Group :

N.A.

Public :

N.A.

Agenda - wise disclosure (to be disclosed separately for each agenda item)

ITEM NO. 1: To receive, consider and adopt Audited Balance Sheet, Profit and Loss Account and Cash Flow statement for year ended on 31st March, 2019, and Report of the Directors and Auditors thereon:

Resolution required :

Ordinary

Whether promoter/promoter group are interested in the agenda/resolution? :

No

| Category                    | Mode of Voting                 | No. of shares held (1) | No. of Votes Polled (2) | % of Votes Polled on outstanding Shares (3)=[(2)/(1)]*100 | No. of Votes - in favour (4) | No. of Votes - against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |
|-----------------------------|--------------------------------|------------------------|-------------------------|---|------------------------------|----------------------------|--|--|
| Promoter and Promoter Group | E-Voting                       | 193474700              | 0                       | 0   | 193474700                    | 0                          | 100  | 0  |
|                             | Postal Ballot (Not Applicable) |                        | 193474700               | 100.00  | 193474700                    | 0                          | 100.00   | 0.00   |
|                             | Total                          | 193474700              | 193474700               | 100.00  | 193474700                    | 0                          | 100.00   | 0.00   |
| Public - Institutions       | E-Voting                       | 2185000                | 0                       | 0   | 0                            | 0                          | 0.00   | 0.00   |
|                             | Postal Ballot (Not Applicable) |                        | 0                       | 0   | 0                            | 0                          | 0.00   | 0.00   |
|                             | Total                          | 2185000                | 0                       | 0   | 0                            | 0                          | 0.00   | 0.00   |
| Public - Non Institutions   | E-Voting                       | 809929800              | 90453                   | 0.01  | 14077                        | 76376                      | 15.56  | 84.44  |
|                             | Postal Ballot (Not Applicable) |                        | 5295                    | 0   | 5235                         | 60                         | 98.87  | 1.13   |
|                             | Total                          | 809929800              | 95748                   | 0.01  | 19312                        | 76436                      | 20.17  | 79.83  |
| Total                       |                                | 1005589500             | 193570448               | 19.25   | 193494012                    | 76436                      | 99.96  | 0.04   |





**ITEM NO. 2: TO APPOINTMENT OF DIRECTOR IN PLACE OF RETIRING DIRECTOR BY ROTATION:**

| Resolution required :  |                                | No                     |                         | Ordinary  |                              |                            |  |  |  |
|--|--------------------------------|------------------------|-------------------------|---|------------------------------|----------------------------|--|--|--|
| Whether promoter/promoter group are interested in the agenda/resolution? : |                                |                        |                         |   |                              |                            |  |  |  |
| Category   | Mode of Voting                 | No. of shares held (1) | No. of Votes Polled (2) | % of Votes Polled on outstanding Shares (3)=[(2)/(1)]*100 | No. of Votes - in favour (4) | No. of Votes - against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |  |
| Promoter and Promoter Group  | E-Voting                       | 193474700              | 0                       | 0.00  | 0                            | 0                          | 0.00   | 0.00   |  |
|  | Poll                           |                        | 193474700               | 100   | 0                            | 193474700                  | 0  | 100  |  |
|  | Postal Ballot (Not Applicable) |                        |                         |   |                              |                            |  |  |  |
|  | Total                          | 193474700              | 193474700               | 100   | 0                            | 193474700                  | 0  | 100  |  |
| Public - Institutions  | E-Voting                       | 2185000                | 0                       | 0   | 0                            | 0                          | 0.00   | 0.00   |  |
|  | Poll                           |                        | 0                       | 0   | 0                            | 0                          | 0.00   | 0.00   |  |
|  | Postal Ballot (Not Applicable) |                        |                         |   |                              |                            |  |  |  |
|  | Total                          | 2185000                | 0                       | 0.00  | 0                            | 0                          | 0.00   | 0.00   |  |
| Public - Non Institutions  | E-Voting                       | 809929800              | 90453                   | 0.01  | 8530                         | 81923                      | 9.43   | 90.57  |  |
|  | Poll                           |                        | 5295                    | 0   | 1215                         | 4080                       | 22.95  | 77.05  |  |
|  | Postal Ballot (Not Applicable) | 0                      | 0                       | 0   | 0                            | 0                          | 0.00   | 0.00   |  |
|  | Total                          | 809929800              | 95748                   | 0.01  | 9745                         | 86003                      | 10.18  | 89.82  |  |
| Total  |                                | 1005589500             | 193570448               | 19.25   | 9745                         | 193560703                  | 0.01   | 99.99  |  |

**ITEM NO. 3: RE-APPOINTMENT OF STATUTORY AUDITORS:**

| Resolution required :  |                                | No                     |                         | Ordinary  |                              |                            |  |  |  |
|--|--------------------------------|------------------------|-------------------------|---|------------------------------|----------------------------|--|--|--|
| Whether promoter/promoter group are interested in the agenda/resolution? : |                                |                        |                         |   |                              |                            |  |  |  |
| Category   | Mode of Voting                 | No. of shares held (1) | No. of Votes Polled (2) | % of Votes Polled on outstanding Shares (3)=[(2)/(1)]*100 | No. of Votes - in favour (4) | No. of Votes - against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |  |
| Promoter and Promoter Group  | E-Voting                       | 193474700              | 0                       | 0.00  | 0                            | 0                          | 0.00   | 0  |  |
|  | Poll                           |                        | 193474700               | 100   | 193474700                    | 0                          | 100  | 0  |  |
|  | Postal Ballot (Not Applicable) |                        |                         |   |                              |                            |  |  |  |
|  | Total                          | 193474700              | 193474700               | 100.00  | 193474700                    | 0                          | 0.00   | 0  |  |
| Public - Institutions  | E-Voting                       | 2185000                | 0                       | 0.00  | 0                            | 0                          | 0.00   | 0  |  |
|  | Poll                           |                        | 0                       | 0.00  | 0                            | 0                          | 0.00   | 0  |  |
|  | Postal Ballot (Not Applicable) |                        |                         |   |                              |                            |  |  |  |
|  | Total                          | 2185000                | 0                       | 0.00  | 0                            | 0                          | 0.00   | 0  |  |
| Public - Non Institutions  | E-Voting                       | 809929800              | 90453                   | 0.01  | 7150                         | 83303                      | 7.90   | 92.10  |  |
|  | Poll                           |                        | 5295                    | 0   | 5292                         | 3                          | 99.94  | 0.057  |  |
|  | Postal Ballot (Not Applicable) | 0                      |                         |   |                              |                            |  |  |  |
|  | Total                          | 809929800              | 95748                   | 0.01  | 12442                        | 83306                      | 12.99  | 87.01  |  |
| Total  |                                | 1005589500             | 193570448               | 19.25   | 193487142                    | 83306                      | 99.96  | 0.04   |  |



**ITEM NO. 4: TO REGULARIZE THE APPOINTMENT OF MR. NANDA DULAL DEY (DIN 08390404) AS A EXECUTIVE DIRECTOR LIABLE TO RETIRE BY ROTATION:**

| Resolution required :  |                                |                           |                            | Ordinary  |                                    |                                  |  |  |
|--|--------------------------------|---------------------------|----------------------------|---|------------------------------------|----------------------------------|--|--|
| Whether promoter/promoter group are interested in the agenda/resolution? : |                                |                           |                            | No  |                                    |                                  |  |  |
| Category   | Mode of Voting                 | No. of shares held<br>(1) | No. of Votes Polled<br>(2) | % of Votes Polled on<br>outstanding Shares<br>(3)=[(2)/(1)]*100 | No. of Votes - in<br>favour<br>(4) | No. of Votes -<br>against<br>(5) | % of Votes in favour<br>on votes polled<br>(6)=[(4)/(2)]*100 | % of Votes against on<br>votes polled<br>(7)=[(5)/(2)]*100 |
| Promoter and Promoter Group  | E-Voting                       | 193474700                 | 0                          | 0.00  | 0                                  | 0                                | 0.00   | 0  |
|  | Poll                           | 193474700                 | 193474700                  | 100   | 193474700                          | 0                                | 100  | 0  |
|  | Postal Ballot (Not Applicable) |                           |                            |   |                                    |                                  |  |  |
|  | Total                          | 193474700                 | 193474700                  | 100.00  | 193474700                          | 0                                | 0.00   | 0  |
| Public - Institutions  | E-Voting                       | 2185000                   | 0                          | 0.00  | 0                                  | 0                                | 0.00   | 0  |
|  | Poll                           | 2185000                   | 0                          | 0.00  | 0                                  | 0                                | 0.00   | 0  |
|  | Postal Ballot (Not Applicable) |                           |                            |   |                                    |                                  |  |  |
|  | Total                          | 2185000                   | 0                          | 0.00  | 0                                  | 0                                | 0.00   | 0  |
| Public - Non Institutions  | E-Voting                       | 809929800                 | 90453                      | 0.01  | 8526                               | 81927                            | 9.43   | 90.57  |
|  | Poll                           | 809929800                 | 5295                       | 0   | 5243                               | 52                               | 99.02  | 0.98   |
|  | Postal Ballot (Not Applicable) | 0                         |                            |   |                                    |                                  |  |  |
|  | Total                          | 809929800                 | 95748                      | 0.01  | 13769                              | 81979                            | 14.38  | 85.62  |
| Total  |                                | 1005589500                | 193570448                  | 19.25   | 193488469                          | 81979                            | 99.96  | 0.04   |

**ITEM NO. 5: APPOINTMENT OF MR. NANDA DULAL DEY (DIN 08390404) AS THE MANAGING DIRECTOR OF THE COMPANY FOR A PERIOD OF 5 (FIVE) CONSECUTIVE YEARS, COMMENCING FROM 30TH SEPTEMBER, 2019 TILL 30TH SEPTEMBER, 2024:**

| Resolution required :  |                                |                           | Ordinary                   |  |                                 |                               |   |   |
|--|--------------------------------|---------------------------|----------------------------|--|---------------------------------|-------------------------------|---|---|
| Whether promoter/promoter group are interested in the agenda/resolution? : |                                |                           | No                         |  |                                 |                               |   |   |
| Category   | Mode of Voting                 | No. of shares held<br>(1) | No. of Votes Polled<br>(2) | % of Votes Polled on outstanding Shares<br>(3)=[(2)/(1)]*100 | No. of Votes - in favour<br>(4) | No. of Votes - against<br>(5) | % of Votes in favour on votes polled<br>(6)=[(4)/(2)]*100 | % of Votes against on votes polled<br>(7)=[(5)/(2)]*100 |
| Promoter and Promoter Group  | E-Voting                       | 193474700                 | 0                          | 0.00   | 0                               | 0                             | 0.00  | 0   |
|  | Poll                           |                           | 193474700                  | 100  | 193474700                       | 0                             | 100   | 0   |
|  | Postal Ballot (Not Applicable) |                           |                            |  |                                 |                               |   |   |
|  | Total                          | 193474700                 | 193474700                  | 100.00   | 193474700                       | 0                             | 0.00  | 0   |
| Public - Institutions  | E-Voting                       | 2185000                   | 0                          | 0.00   | 0                               | 0                             | 0.00  | 0   |
|  | Poll                           |                           | 0                          | 0.00   | 0                               | 0                             | 0.00  | 0   |
|  | Postal Ballot (Not Applicable) |                           |                            |  |                                 |                               |   |   |
|  | Total                          | 2185000                   | 0                          | 0.00   | 0                               | 0                             | 0.00  | 0   |
| Public - Non Institutions  | E-Voting                       | 809929800                 | 90453                      | 0.01   | 7150                            | 83303                         | 7.90  | 92.10   |
|  | Poll                           |                           | 5295                       | 0  | 5243                            | 52                            | 99.02   | 0.98  |
|  | Postal Ballot (Not Applicable) |                           | 0                          |  |                                 |                               |   |   |
|  | Total                          | 809929800                 | 95748                      | 0.01   | 12393                           | 83355                         | 12.94   | 87.06   |
| Total  |                                | 1005589500                | 193570448                  | 19.25  | 193487093                       | 83355                         | 99.96   | 0.04  |





**ITEM NO. 6: TO APPOINT MR. SAMIRAN HOWLADER (DIN 08390407) AS A EXECUTIVE DIRECTOR LIABLE TO RETIRE BY ROTATION:**

Resolution required :

Whether promoter/promoter group are interested in the agenda/resolution? :

Ordinary

| Category                    | Mode of Voting                 | No. of shares held (1) | No. of Votes Polled (2) | % of Votes Polled on outstanding Shares (3)=[(2)/(1)]*100 | No. of Votes - in favour (4) | No. of Votes - against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |
|-----------------------------|--------------------------------|------------------------|-------------------------|---|------------------------------|----------------------------|--|--|
| Promoter and Promoter Group | E-Voting                       | 193474700              | 0                       | 0.00  | 0                            | 0                          | 0.00   | 0  |
|                             | Poll                           | 193474700              | 193474700               | 100   | 193474700                    | 0                          | 100  | 0  |
|                             | Postal Ballot (Not Applicable) |                        |                         |   |                              |                            |  |  |
|                             | Total                          | 193474700              | 193474700               | 100.00  | 193474700                    | 0                          | 0.00   | 0  |
| Public - Institutions       | E-Voting                       | 2185000                | 0                       | 0.00  | 0                            | 0                          | 0.00   | 0  |
|                             | Poll                           | 2185000                | 0                       | 0.00  | 0                            | 0                          | 0.00   | 0  |
|                             | Postal Ballot (Not Applicable) |                        |                         |   |                              |                            |  |  |
|                             | Total                          | 2185000                | 0                       | 0.00  | 0                            | 0                          | 0.00   | 0  |
| Public - Non Institutions   | E-Voting                       | 809929800              | 90453                   | 0.01  | 7154                         | 83299                      | 7.91   | 92.09  |
|                             | Poll                           | 809929800              | 5295                    | 0   | 5139                         | 156                        | 97.05  | 2.95   |
|                             | Postal Ballot (Not Applicable) | 0                      |                         |   |                              |                            |  |  |
|                             | Total                          | 809929800              | 95748                   | 0.01  | 12293                        | 83455                      | 12.84  | 87.16  |
| Total                       |                                | 1005589500             | 193570448               | 19.25   | 193486993                    | 83455                      | 99.96  | 0.04   |

**ITEM NO. 7: TO REGULARIZE THE APPOINTMENT OF MR. PINTU MANNA (DIN - 08392120) AS INDEPENDENT NON-EXECUTIVE DIRECTOR OF THE COMPANY:**

Resolution required :

Whether promoter/promoter group are interested in the agenda/resolution? :

Ordinary

| Category                    | Mode of Voting                 | No. of shares held (1) | No. of Votes Polled (2) | % of Votes Polled on outstanding Shares (3)=[(2)/(1)]*100 | No. of Votes - in favour (4) | No. of Votes - against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |
|-----------------------------|--------------------------------|------------------------|-------------------------|---|------------------------------|----------------------------|--|--|
| Promoter and Promoter Group | E-Voting                       | 193474700              | 0                       | 0.00  | 0                            | 0                          | 0.00   | 0  |
|                             | Poll                           | 193474700              | 193474700               | 100   | 193474700                    | 0                          | 100  | 0  |
|                             | Postal Ballot (Not Applicable) |                        |                         |   |                              |                            |  |  |
|                             | Total                          | 193474700              | 193474700               | 100.00  | 193474700                    | 0                          | 0.00   | 0  |
| Public - Institutions       | E-Voting                       | 2185000                | 0                       | 0.00  | 0                            | 0                          | 0.00   | 0  |
|                             | Poll                           | 2185000                | 0                       | 0.00  | 0                            | 0                          | 0.00   | 0  |
|                             | Postal Ballot (Not Applicable) |                        |                         |   |                              |                            |  |  |
|                             | Total                          | 2185000                | 0                       | 0.00  | 0                            | 0                          | 0.00   | 0  |
| Public - Non Institutions   | E-Voting                       | 809929800              | 90453                   | 0.01  | 7154                         | 83299                      | 7.91   | 92.09  |
|                             | Poll                           | 809929800              | 5295                    | 0   | 5294                         | 1                          | 99.98  | 0.02   |
|                             | Postal Ballot (Not Applicable) | 0                      |                         |   |                              |                            |  |  |
|                             | Total                          | 809929800              | 95748                   | 0.01  | 12448                        | 83300                      | 13.00  | 87.00  |
| Total                       |                                | 1005589500             | 193570448               | 19.25   | 193487148                    | 83300                      | 99.96  | 0.04   |



**ITEM NO. 8: TO REGULARIZE THE APPOINTMENT OF MRS. AKSHA BIHANI (DIN - 08102933) AS WOMEN INDEPENDENT NONEXECUTIVE DIRECTOR OF THE COMPANY:**

Resolution required : Ordinary

| Category                    | Mode of Voting                 | No. of shares held (1) | No. of Votes Polled (2) | % of Votes Polled on outstanding Shares (3)=[(2)/(1)]*100 | No. of Votes - in favour (4) | No. of Votes - against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |
|-----------------------------|--------------------------------|------------------------|-------------------------|---|------------------------------|----------------------------|--|--|
| Promoter and Promoter Group | E-Voting                       | 193474700              | 0                       | 0.00  | 0                            | 0                          | 0.00   | 0  |
|                             | Poll                           | 193474700              | 193474700               | 100   | 193474700                    | 0                          | 100  | 0  |
|                             | Postal Ballot (Not Applicable) |                        |                         |   |                              |                            |  |  |
|                             | Total                          | 193474700              | 193474700               | 100.00  | 193474700                    | 0                          | 0.00   | 0  |
| Public - Institutions       | E-Voting                       | 2185000                | 0                       | 0.00  | 0                            | 0                          | 0.00   | 0  |
|                             | Poll                           | 2185000                | 0                       | 0.00  | 0                            | 0                          | 0.00   | 0  |
|                             | Postal Ballot (Not Applicable) |                        |                         |   |                              |                            |  |  |
|                             | Total                          | 2185000                | 0                       | 0.00  | 0                            | 0                          | 0.00   | 0  |
| Public - Non Institutions   | E-Voting                       | 809929800              | 90453                   | 0.01  | 7150                         | 83303                      | 7.9  | 92.1   |
|                             | Poll                           | 809929800              | 5295                    | 0   | 5208                         | 87                         | 98.36  | 1.64   |
|                             | Postal Ballot (Not Applicable) |                        |                         |   |                              |                            |  |  |
|                             | Total                          | 809929800              | 95748                   | 0.01  | 12358                        | 83390                      | 12.91  | 87.09  |
| Total                       |                                | 1005589500             | 193570448               | 19.25   | 193487058                    | 83390                      | 99.96  | 0.04   |

**ITEM NO. 9: TO DETERMINATION OF FEE FOR DELIVERY OF ANY DOCUMENTS THROUGH A PARTICULAR MODE TO A MEMBER.**

Resolution required : Ordinary

Whether promoter/promoter group are interested in the agenda/resolution? : No

| Category                    | Mode of Voting                 | No. of shares held (1) | No. of Votes Polled (2) | % of Votes Polled on outstanding Shares (3)=[(2)/(1)]*100 | No. of Votes - in favour (4) | No. of Votes - against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |
|-----------------------------|--------------------------------|------------------------|-------------------------|---|------------------------------|----------------------------|--|--|
| Promoter and Promoter Group | E-Voting                       | 193474700              | 0                       | 0.00  | 0                            | 0                          | 0.00   | 0  |
|                             | Poll                           | 193474700              | 193474700               | 100   | 193474700                    | 0                          | 100  | 0  |
|                             | Postal Ballot (Not Applicable) |                        |                         |   |                              |                            |  |  |
|                             | Total                          | 193474700              | 193474700               | 100.00  | 193474700                    | 0                          | 0.00   | 0  |
| Public - Institutions       | E-Voting                       | 2185000                | 0                       | 0.00  | 0                            | 0                          | 0.00   | 0  |
|                             | Poll                           | 2185000                | 0                       | 0.00  | 0                            | 0                          | 0.00   | 0  |
|                             | Postal Ballot (Not Applicable) |                        |                         |   |                              |                            |  |  |
|                             | Total                          | 2185000                | 0                       | 0.00  | 0                            | 0                          | 0.00   | 0  |
| Public - Non Institutions   | E-Voting                       | 809929800              | 90453                   | 0.01  | 7151                         | 83302                      | 7.9  | 92.1   |
|                             | Poll                           | 809929800              | 5295                    | 0   | 5295                         | 0                          | 100  | 0  |
|                             | Postal Ballot (Not Applicable) |                        |                         |   |                              |                            |  |  |
|                             | Total                          | 809929800              | 95748                   | 0.01  | 12446                        | 83302                      | 13.00  | 87.00  |
| Total                       |                                | 1005589500             | 193570448               | 19.25   | 193487146                    | 83302                      | 99.96  | 0.04   |





**ITEM NO. 10: AMENDMENT IN THE MEMORANDUM OF ASSOCIATION FOR NAME CHANGE OF THE COMPANY FROM "INDIAN INFOTECH AND SOFTWARE LIMITED" TO "INDIAN LEASERS AND FINANCES LIMITED" OR "INDIAN LEASERS LIMITED" AND CONSEQUENT AMENDMENTS TO MEMORANDUM OF ASSOCIATION AND ARTICLES OF ASSOCIATION OF THE COMPANY:**

Resolution required :

Special

Whether promoter/promoter group are interested in the agenda/resolution? :

No

| Category                    | Mode of Voting                 | No. of shares held (1) | No. of Votes Polled (2) | % of Votes Polled on outstanding Shares (3)=[(2)/(1)]*100 | No. of Votes - in favour (4) | No. of Votes - against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |
|-----------------------------|--------------------------------|------------------------|-------------------------|---|------------------------------|----------------------------|--|--|
| Promoter and Promoter Group | E-Voting                       | 193474700              | 0                       | 0.00  | 0                            | 0                          | 0.00   | 0  |
|                             | Poll                           | 193474700              | 193474700               | 100   | 193474700                    | 0                          | 100  | 0  |
|                             | Postal Ballot (Not Applicable) |                        |                         |   |                              |                            |  |  |
|                             | Total                          | 193474700              | 193474700               | 100.00  | 193474700                    | 0                          | 0.00   | 0  |
| Public - Institutions       | E-Voting                       | 2185000                | 0                       | 0.00  | 0                            | 0                          | 0.00   | 0  |
|                             | Poll                           | 2185000                | 0                       | 0.00  | 0                            | 0                          | 0.00   | 0  |
|                             | Postal Ballot (Not Applicable) |                        |                         |   |                              |                            |  |  |
|                             | Total                          | 2185000                | 0                       | 0.00  | 0                            | 0                          | 0.00   | 0  |
| Public - Non Institutions   | E-Voting                       | 809929800              | 90453                   | 0.01  | 0                            | 76380                      | 15.56  | 84.44  |
|                             | Poll                           | 809929800              | 5295                    | 0   | 5294                         | 1                          | 99.98  | 0.02   |
|                             | Postal Ballot (Not Applicable) |                        |                         |   |                              |                            |  |  |
|                             | Total                          | 809929800              | 95748                   | 0.01  | 19367                        | 76381                      | 20.23  | 79.77  |
| Total                       |                                | 1005589500             | 193570448               | 19.25   | 193494067                    | 76381                      | 99.96  | 0.04   |

**ITEM NO. 11: ALTER/AMEND EXISTING CLAUSE III, THE OBJECT CLAUSE OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY;**

Resolution required :

Special

Whether promoter/promoter group are interested in the agenda/resolution? :

No

| Category                    | Mode of Voting                 | No. of shares held (1) | No. of Votes Polled (2) | % of Votes Polled on outstanding Shares (3)=[(2)/(1)]*100 | No. of Votes - in favour (4) | No. of Votes - against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |
|-----------------------------|--------------------------------|------------------------|-------------------------|---|------------------------------|----------------------------|--|--|
| Promoter and Promoter Group | E-Voting                       | 193474700              | 0                       | 0.00  | 0                            | 0                          | 0.00   | 0  |
|                             | Poll                           | 193474700              | 193474700               | 100   | 193474700                    | 0                          | 100  | 0  |
|                             | Postal Ballot (Not Applicable) |                        |                         |   |                              |                            |  |  |
|                             | Total                          | 193474700              | 193474700               | 100.00  | 193474700                    | 0                          | 0.00   | 0  |
| Public - Institutions       | E-Voting                       | 2185000                | 0                       | 0.00  | 0                            | 0                          | 0.00   | 0  |
|                             | Poll                           | 2185000                | 0                       | 0.00  | 0                            | 0                          | 0.00   | 0  |
|                             | Postal Ballot (Not Applicable) |                        |                         |   |                              |                            |  |  |
|                             | Total                          | 2185000                | 0                       | 0.00  | 0                            | 0                          | 0.00   | 0  |
| Public - Non Institutions   | E-Voting                       | 809929800              | 90453                   | 0.01  | 0                            | 76381                      | 15.56  | 84.44  |
|                             | Poll                           | 809929800              | 5295                    | 0   | 5295                         | 0                          | 0  | 0  |
|                             | Postal Ballot (Not Applicable) |                        |                         |   |                              |                            |  |  |
|                             | Total                          | 809929800              | 95748                   | 0.01  | 19367                        | 76381                      | 20.23  | 79.77  |
| Total                       |                                | 1005589500             | 193570448               | 19.25   | 193494067                    | 76381                      | 99.96  | 0.04   |



**ITEM NO. 12: ADOPTION OF NEW SET OF ARTICLES OF ASSOCIATION OF THE COMPANY;**

Resolution required :  
Whether promoter/promoter group are interested in the agenda/resolution? :

Special

No

| Category                    | Mode of Voting                 | No. of shares held (1) | No. of Votes Polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]*100 | No. of Votes - in favour (4) | No. of Votes - against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |
|-----------------------------|--------------------------------|------------------------|-------------------------|---|------------------------------|----------------------------|--|--|
| Promoter and Promoter Group | E-Voting                       | 193474700              | 0                       | 0.00  | 0                            | 0                          | 0.00   | 0  |
|                             | Poll                           |                        | 193474700               | 100   | 193474700                    | 0                          | 100  | 0  |
|                             | Postal Ballot (Not Applicable) |                        |                         |   |                              |                            |  |  |
|                             | Total                          | 193474700              | 193474700               | 100.00  | 193474700                    | 0                          | 0.00   | 0  |
| Public - Institutions       | E-Voting                       | 2185000                | 0                       | 0.00  | 0                            | 0                          | 0.00   | 0  |
|                             | Poll                           |                        | 0                       | 0.00  | 0                            | 0                          | 0.00   | 0  |
|                             | Postal Ballot (Not Applicable) |                        |                         |   |                              |                            |  |  |
|                             | Total                          | 2185000                | 0                       | 0.00  | 0                            | 0                          | 0.00   | 0  |
| Public - Non Institutions   | E-Voting                       | 809929800              | 90453                   | 0.01  | 14077                        | 76376                      | 15.56  | 84.44  |
|                             | Poll                           |                        | 5295                    | 0   | 5295                         | 0                          | 0  | 0  |
|                             | Postal Ballot (Not Applicable) |                        |                         |   |                              |                            |  |  |
|                             | Total                          | 809929800              | 95748                   | 0.01  | 19372                        | 76376                      | 20.23  | 79.77  |
| Total                       |                                | 1005589500             | 193570448               | 19.25   | 193494072                    | 76376                      | 99.96  | 0.04   |

Yours Faithfully,  
For INDIAN INFOTECH & SOFTWARE LTD.

*Nanda Dulal Deo*

NANDA DULAL DEY  
Director  
DIN : 08390404







**REPORT OF SCRUTINIZER**

Date: 30<sup>th</sup> September, 2019

To,  
The Chairman,  
M/s Indian Infotech and Software Limited  
Unit No: 518, 5<sup>th</sup> Floor, Anjani Complex  
Parera Hill Road, Andheri (East),  
Mumbai- 400 099

37<sup>th</sup> Annual General Meeting of the Members of Indian Infotech and Software Limited held on Monday, 30<sup>th</sup> September, 2019 at 09:30 AM at Unit No: 518, 5<sup>th</sup> Floor, Anjani Complex Parera Hill Road, Andheri (East) Mumbai City MH 400099

Dear Sir,

I, NITESH CHAUDHARY, Practicing Company Secretary, Mumbai, have been appointed by the Board of Directors of Indian Infotech and Software Limited ("the Company") as Scrutinizer for the purpose of scrutinizing the poll including voting by electronic means, and ascertaining the requisite majority on the voting carried out on the resolutions contained in the Notice of 37<sup>th</sup> AGM (hereinafter referred to as "the resolutions") dated 02<sup>nd</sup> September, 2019 of the 37<sup>th</sup> Annual General Meeting as per the provisions of Sections 108 and 109 of the Companies Act, 2013, read with Rules 20 and 21(2) of the Companies (Management and Administration) Rules, 2014.

The management of the company is responsible to ensure the compliance with the requirements of the relevant provisions of the Companies Act, 2013 and the Rules made there under and the Listing Agreements with the Stock Exchanges, relating to poll including voting by electronic means. My responsibility as Scrutinizer is restricted to make a Scrutinizer's Report of votes cast by the members for the resolutions contained in the notice based on report generated from the electronic platform provided by Central Depository System (India) Limited, the authorized agency to provide e-voting facilities, engaged by the Company.

**I submit my report as under:**

1. The notice have been mailed through electronically to those members who have registered their email addresses with the Company or their Depository Participant and in other cases the Company has dispatched the Notice of the 37<sup>th</sup> AGM.
2. The E-voting period remained open from 26<sup>th</sup> September, 2019 (9:00 AM) to 29<sup>th</sup> September 2019 (5:00 PM) and the shareholders holding shares as on the "cut-off" date i.e. 23<sup>rd</sup> September, 2019 were entitled to vote on the proposed resolutions item no. 1 to 12 as set out in the Notice of the 37<sup>th</sup> AGM of the Company.
3. The votes were unblocked in presence of the two witnesses, who are not in the employment of the Company. They have signed below in conformation of the votes being unblocked in their presence.

Witness 1

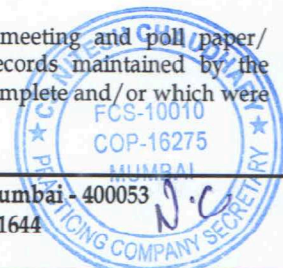
Witness 2

4. Thereafter, the details containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were download from the e-voting website of Central Depository Services (India) Limited i.e. (<https://www.evoting.cdsl.com>).
5. After the time fixed for closing of the poll by the Chairman, the ballot box kept for polling were locked in my presence with due identification marks placed by me.
6. The locked ballot box was subsequently opened in my presence upon conclusion of meeting and poll paper/ authorization/proxies were diligently scrutinized. The poll papers were reconciled the records maintained by the Company/ Registrar and Transfer Agents of the Company and the poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.

Address: D - 107 Crystal Plaza, Opposite Infinity Mall, New Link Road, Andheri (W), Mumbai - 400053

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Website: [www.csniteshchaudhary.com](http://www.csniteshchaudhary.com)







**NITESH CHAUDHARY**  
**PRACTICING COMPANY SECRETARY**

(M. Com, MBA, FCS)

7. Total 43 members were physically present in the Annual General Meeting of the Company, out of 43 members physically present in the AGM 39 public members present in the meeting 37 public members voted through Ballot Voting and 4 Members (Promoters of the Company Mahamaya Financial Consultants Private Limited, Jayanti Prime Software Advisory Private Limited, Generosity Share Trading Private Limited & Dhanvarsha Advisory Services Private Limited) attended the AGM through its Authorised Representative & voted through Ballot Voting, 2 public members who were present in the AGM was already voted by e-voting system and 7 other members who voted through e-voting system not present in the AGM.

9.1 I did not found any invalid polling paper.

10. The Company has also distributed the physical ballot forms at the venue of the Annual General Meeting of the Company to enable the Shareholders to cast their votes physically in case the same has not been casted by them through remote e-voting.

11. The e-voting results with details of equity shareholders who have voted in favour of the Resolutions or against the Resolutions and those who have abstained from voting were downloaded from the website of Central Depository Services (India) Limited i.e. (<https://www.evoting.cdsl.com>).

12. The members who had voted through remote e-voting were instructed not to vote through poll at the meeting, and the members who had casted votes e-voting as well as through poll, the voting done by E-voting were considered.

13. The combined result of the Poll and e-voting is as under:

Resolution No : 1  
Nature of Resolution : Ordinary Resolution  
Subject Matter : Adoption of Financial Statement F.Y. 2018-19.

| Category                    | Mode of voting                | No. of shares held | No. of votes polled | % of Votes polled on outstanding shares | No. of votes - in favour | No. of votes - against | % of votes in favour on votes polled | % of Votes against on votes polled |
|-----------------------------|-------------------------------|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
|                             |                               | (1)                | (2)                 | (3)=[(2)/(1)]*100                       | (4)                      | (5)                    | (6)=[(4)/(2)]*100                    | (7)=[(5)/(2)]*100                  |
| Promoter and Promoter Group | E-Voting                      | 193474700          | 0                   | 0                                       |                          |                        |                                      |                                    |
|                             | Poll                          |                    | 193474700           | 100                                     | 193474700                | 0                      | 100                                  | 0                                  |
|                             | Postal Ballot (if applicable) |                    | 0                   | 0                                       | 0                        | 0                      | 0.00                                 | 0.00                               |
|                             | Total                         |                    | 193474700           | 100.00                                  | 193474700                | 0                      | 100.00                               | 0.00                               |
| Public-Institutions         | E-Voting                      | 2185000            | 0                   | 0                                       | 0                        | 0                      | 0.00                                 | 0.00                               |
|                             | Poll                          |                    | 0                   | 0                                       | 0                        | 0                      | 0.00                                 | 0.00                               |
|                             | Postal Ballot (if applicable) |                    | 0                   | 0                                       | 0                        | 0                      | 0.00                                 | 0.00                               |
|                             | Total                         |                    | 2185000             | 0                                       | 0                        | 0                      | 0.00                                 | 0.00                               |
| Public-Non Institutions     | E-Voting                      | 8099298000         | 90453               | 0.01                                    | 14077                    | 76376                  | 15.56                                | 84.44                              |
|                             | Poll                          |                    | 5295                | 0                                       | 5235                     | 60                     | 98.87                                | 1.13                               |
|                             | Postal Ballot (if applicable) |                    | 0                   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0.00                               |
|                             | Total                         |                    | 809929800           | 95748                                   | 19312                    | 76436                  | 20.17                                | 79.83                              |
| Total                       |                               | 1005589500         | 193570448           | 19.25                                   | 193494012                | 76436                  | 99.96                                | 0.04                               |



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**NITESH CHAUDHARY**  
**PRACTICING COMPANY SECRETARY**

(M. Com, MBA, FCS)

Resolution No : 2  
Nature of Resolution : Ordinary Resolution  
Subject Matter : Appointment of Director In Place of Retiring Director by Rotation.

| Category                    | Mode of voting                | No. of shares held | No. of votes polled | % of Votes polled on outstanding shares | No. of votes - in favour | No. of votes - against | % of votes in favour on votes polled | % of Votes against on votes polled |
|-----------------------------|-------------------------------|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
|                             |                               | (1)                | (2)                 | (3)=[(2)/(1)]*100                       | (4)                      | (5)                    | (6)=[(4)/(2)]*100                    | (7)=[(5)/(2)]*100                  |
| Promoter and Promoter Group | E-Voting                      | 193474700          | 0                   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0.00                               |
|                             | Poll                          |                    | 193474700           | 100                                     | 0                        | 193474700              | 0                                    | 100                                |
|                             | Postal Ballot (if applicable) |                    | 0                   | 0                                       | 0                        | 0                      | 0.00                                 | 0.00                               |
|                             | Total                         | 193474700          | 193474700           | 100                                     | 0                        | 193474700              | 0                                    | 100                                |
| Public-Institutions         | E-Voting                      | 2185000            | 0                   | 0                                       | 0                        | 0                      | 0.00                                 | 0.00                               |
|                             | Poll                          |                    | 0                   | 0                                       | 0                        | 0                      | 0.00                                 | 0.00                               |
|                             | Postal Ballot (if applicable) |                    |                     |   |                          |                        |                                      |                                    |
|                             | Total                         | 2185000            | 0                   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0.00                               |
| Public- Non Institutions    | E-Voting                      | 809929800          | 90453               | 0.01                                    | 8530                     | 81923                  | 9.43                                 | 90.57                              |
|                             | Poll                          |                    | 5295                | 0                                       | 1215                     | 4080                   | 22.95                                | 77.05                              |
|                             | Postal Ballot (if applicable) |                    | 0                   | 0                                       | 0                        | 0                      | 0.00                                 | 0.00                               |
|                             | Total                         | 809929800          | 95748               | 0.01                                    | 9745                     | 86003                  | 10.18                                | 89.82                              |
| Total                       |                               | 1005589500         | 193570448           | 19.25                                   | 9745                     | 193560703              | 0.01                                 | 99.99                              |

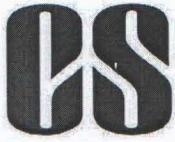
Resolution No : 3  
Nature of Resolution : Ordinary Resolution  
Subject Matter : Re-Appointment of Statutory Auditors.



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**NITESH CHAUDHARY**  
**PRACTICING COMPANY SECRETARY**

(M. Com, MBA, FCS)

| Category                    | Mode of voting                | No. of shares held | No. of votes polled | % of Votes polled on outstanding shares | No. of votes - in favour | No. of votes - against | % of votes in favour on votes polled | % of Votes against on votes polled |
|-----------------------------|-------------------------------|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
|                             |                               | (1)                | (2)                 | $(3) = \frac{(2)}{(1)} \times 100$      | (4)                      | (5)                    | $(6) = \frac{(4)}{(5)} \times 100$   | $(7) = \frac{(5)}{(2)} \times 100$ |
| Promoter and Promoter Group | E-Voting                      | 193474700          | 0                   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0                                  |
|                             | Poll                          |                    | 193474700           | 100                                     | 193474700                | 0                      | 100                                  | 0                                  |
|                             | Postal Ballot (if applicable) |                    | 0                   | 0                                       | 0                        | 0                      | 0.00                                 | 0.00                               |
|                             | Total                         | 193474700          | 193474700           | 100.00                                  | 193474700                | 0                      | 0.00                                 | 0                                  |
| Public-Institutions         | E-Voting                      | 2185000            | 0                   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0                                  |
|                             | Poll                          |                    | 0                   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0                                  |
|                             | Postal Ballot (if applicable) |                    | 0                   | 0                                       | 0                        | 0                      | 0.00                                 | 0.00                               |
|                             | Total                         | 2185000            | 0                   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0                                  |
| Public-Non Institutions     | E-Voting                      | 809929800          | 90453               | 0.01                                    | 7150                     | 83303                  | 7.90                                 | 92.10                              |
|                             | Poll                          |                    | 5295                | 0                                       | 5292                     | 3                      | 99.94                                | 0.057                              |
|                             | Postal Ballot (if applicable) |                    | 0                   | 0                                       | 0                        | 0                      | 0.00                                 | 0.00                               |
|                             | Total                         | 809929800          | 95748               | 0.01                                    | 12442                    | 83306                  | 12.99                                | 87.01                              |
| Total                       |                               | 1005589500         | 193570448           | 19.25                                   | 193487142                | 83306                  | 99.96                                | 0.04                               |

Resolution No : 4

Nature of Resolution : Ordinary Resolution

Subject Matter : To regularize the appointment of Mr. Nanda dulal dey (DIN:08390404) As an Executive Director Liable To Retire By Rotation.



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**NITESH CHAUDHARY**  
**PRACTICING COMPANY SECRETARY**

(M. Com, MBA, FCS)

| Category                    | Mode of voting                | No. of shares held | No. of votes polled | % of Votes polled on outstanding shares | No. of votes - in favour | No. of votes - against | % of votes in favour on votes polled | % of Votes against on votes polled |
|-----------------------------|-------------------------------|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
|                             |                               | (1)                | (2)                 | (3)=[(2)/(1)]*100                       | (4)                      | (5)                    | (6)=[(4)/(2)]*100                    | (7)=[(5)/(2)]*100                  |
| Promoter and Promoter Group | E-Voting                      | 193474700          | 0                   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0                                  |
|                             | Poll                          |                    | 193474700           | 100                                     | 193474700                | 0                      | 100                                  | 0                                  |
|                             | Postal Ballot (if applicable) |                    |                     |   |                          |                        |                                      |                                    |
|                             | Total                         | 193474700          | 193474700           | 100.00                                  | 193474700                | 0                      | 0.00                                 | 0                                  |
| Public-Institutions         | E-Voting                      | 2185000            | 0                   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0                                  |
|                             | Poll                          |                    | 0                   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0                                  |
|                             | Postal Ballot (if applicable) |                    |                     |   |                          |                        |                                      |                                    |
|                             | Total                         | 2185000            | 0                   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0                                  |
| Public-Non Institutions     | E-Voting                      | 809929800          | 90453               | 0.01                                    | 8526                     | 81927                  | 9.43                                 | 90.57                              |
|                             | Poll                          |                    | 5295                | 0                                       | 5243                     | 52                     | 99.02                                | 0.98                               |
|                             | Postal Ballot (if applicable) |                    |                     |   |                          |                        |                                      |                                    |
|                             | Total                         | 809929800          | 95748               | 0.01                                    | 13769                    | 81979                  | 14.38                                | 85.62                              |
| Total                       |                               | 1005589500         | 193570448           | 19.25                                   | 193488469                | 81979                  | 99.96                                | 0.04                               |

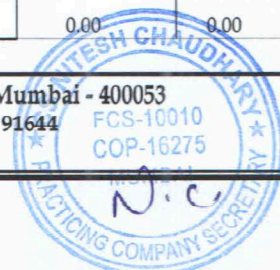
Resolution No : 5  
Nature of Resolution : Ordinary Resolution  
Subject Matter : Appointment of Mr. Nanda dulal dey (Din 08390404) as the Managing Director of the Company for a Period of 5 (Five) Consecutive Years, Commencing From 30<sup>th</sup> September, 2019 till 30<sup>th</sup> September, 2024

| Category                    | Mode of voting                | No. of shares held | No. of votes polled | % of Votes polled on outstanding shares | No. of votes - in favour | No. of votes - against | % of votes in favour on votes polled | % of Votes against on votes polled |
|-----------------------------|-------------------------------|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
|                             |                               | (1)                | (2)                 | (3)=[(2)/(1)]*100                       | (4)                      | (5)                    | (6)=[(4)/(2)]*100                    | (7)=[(5)/(2)]*100                  |
| Promoter and Promoter Group | E-Voting                      | 193474700          | 0                   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0                                  |
|                             | Poll                          |                    | 193474700           | 100                                     | 193474700                | 0                      | 100                                  | 0                                  |
|                             | Postal Ballot (if applicable) |                    | 0                   | 0                                       | 0                        | 0                      | 0.00                                 | 0.00                               |

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**NITESH CHAUDHARY**  
**PRACTICING COMPANY SECRETARY**

(M. Com, MBA, FCS)

|                         |                               |            |           |        |           |       |       |       |
|-------------------------|-------------------------------|------------|-----------|--------|-----------|-------|-------|-------|
|                         | Total                         | 193474700  | 193474700 | 100.00 | 193474700 | 0     | 0.00  | 0     |
| Public-Institutions     | E-Voting                      | 2185000    | 0         | 0.00   | 0         | 0     | 0.00  | 0     |
|                         | Poll                          |            | 0         | 0.00   | 0         | 0     | 0.00  | 0     |
|                         | Postal Ballot (if applicable) |            | 0         | 0      | 0         | 0     | 0.00  | 0.00  |
|                         | Total                         | 2185000    | 0         | 0.00   | 0         | 0     | 0.00  | 0     |
| Public-Non Institutions | E-Voting                      | 809929800  | 90453     | 0.01   | 7150      | 83303 | 7.90  | 92.10 |
|                         | Poll                          |            | 5295      | 0      | 5243      | 52    | 99.02 | 0.98  |
|                         | Postal Ballot (if applicable) |            | 0         | 0      | 0         | 0     | 0.00  | 0.00  |
|                         | Total                         | 809929800  | 95748     | 0.01   | 12393     | 83355 | 12.94 | 87.06 |
| Total                   |                               | 1005589500 | 193570448 | 19.25  | 193487093 | 83355 | 99.96 | 0.04  |

Resolution No : 6  
Nature of Resolution : Ordinary Resolution  
Subject Matter : To Appoint Mr. Samiran Howlader (DIN 08390407) as an Executive Director Liable To Retire By Rotation.

| Categor y                   | Mode of voting                | No. of shares held | No. of votes polled | % of Votes polled on outstanding shares | No. of votes - in favour | No. of votes - against | % of votes in favour on votes polled | % of Votes against on votes polled |
|-----------------------------|-------------------------------|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
|                             |                               | (1)                | (2)                 | (3)=[(2)/(1)]*100                       | (4)                      | (5)                    | (6)=[(4)/(2)]*100                    | (7)=[(5)/(2)]*100                  |
| Promoter and Promoter Group | E-Voting                      | 193474700          | 0                   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0                                  |
|                             | Poll                          |                    | 193474700           | 100                                     | 193474700                | 0                      | 100                                  | 0                                  |
|                             | Postal Ballot (if applicable) |                    | 0                   | 0                                       | 0                        | 0                      | 0.00                                 | 0.00                               |
|                             | Total                         | 193474700          | 193474700           | 100.00                                  | 193474700                | 0                      | 0.00                                 | 0                                  |
| Public-Institutions         | E-Voting                      | 2185000            | 0                   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0                                  |
|                             | Poll                          |                    | 0                   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0                                  |
|                             | Postal Ballot (if applicable) |                    | 0                   | 0                                       | 0                        | 0                      | 0.00                                 | 0.00                               |
|                             | Total                         | 2185000            | 0                   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0                                  |
| Public-Non Institutions     | E-Voting                      | 809929800          | 90453               | 0.01                                    | 7154                     | 83299                  | 7.91                                 | 92.09                              |
|                             | Poll                          |                    | 5295                | 0                                       | 5139                     | 156                    | 97.05                                | 2.95                               |

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**NITESH CHAUDHARY**  
**PRACTICING COMPANY SECRETARY**

(M. Com, MBA, FCS)

| ons | Postal Ballot (if applicable) |            | 0         | 0     | 0         | 0     | 0.00  | 0.00  |
|-----|-------------------------------|------------|-----------|-------|-----------|-------|-------|-------|
|     | Total                         | 809929800  | 95748     | 0.01  | 12293     | 83455 | 12.84 | 87.16 |
|     | Total                         | 1005589500 | 193570448 | 19.25 | 193486993 | 83455 | 99.96 | 0.04  |

Resolution No : 7  
Nature of Resolution : Ordinary Resolution  
Subject Matter : To regularize the appointment of Mr. Pintu Manna (Din - 08392120) as Independent Non-Executive Director of the Company.

| Category                    | Mode of voting                | No. of shares held | No. of votes polled | % of Votes polled on outstanding shares | No. of votes - in favour | No. of votes - against | % of votes in favour on votes polled | % of Votes against on votes polled |
|-----------------------------|-------------------------------|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
|                             |                               | (1)                | (2)                 | (3)=[(2)/(1)]*100                       | (4)                      | (5)                    | (6)=[(4)/(2)]*100                    | (7)=[(5)/(2)]*100                  |
| Promoter and Promoter Group | E-Voting                      | 193474700          | 0                   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0                                  |
|                             | Poll                          |                    | 193474700           | 100                                     | 193474700                | 0                      | 100                                  | 0                                  |
|                             | Postal Ballot (if applicable) |                    | 0                   | 0                                       | 0                        | 0                      | 0.00                                 | 0.00                               |
|                             | Total                         | 193474700          | 193474700           | 100.00                                  | 193474700                | 0                      | 0.00                                 | 0                                  |
| Public-Institutions         | E-Voting                      | 2185000            | 0                   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0                                  |
|                             | Poll                          |                    | 0                   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0                                  |
|                             | Postal Ballot (if applicable) |                    | 0                   | 0                                       | 0                        | 0                      | 0.00                                 | 0.00                               |
|                             | Total                         | 2185000            | 0                   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0                                  |
| Public-Non Institutions     | E-Voting                      | 809929800          | 90453               | 0.01                                    | 7154                     | 83299                  | 7.91                                 | 92.09                              |
|                             | Poll                          |                    | 5295                | 0                                       | 5294                     | 1                      | 99.98                                | 0.02                               |
|                             | Postal Ballot (if applicable) |                    | 0                   | 0                                       | 0                        | 0                      | 0.00                                 | 0.00                               |
|                             | Total                         | 809929800          | 95748               | 0.01                                    | 12448                    | 83300                  | 13.00                                | 87.00                              |
|                             | Total                         | 1005589500         | 193570448           | 19.25                                   | 193487148                | 83300                  | 99.96                                | 0.04                               |



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Resolution No : 8  
Nature of Resolution : Ordinary Resolution  
Subject Matter : To regularize the appointment of Mrs. Akshabihani (Din - 08102933) as Women Independent Non-Executive Director of the Company.

| Category                    | Mode of voting                | No. of shares held | No. of votes polled | % of Votes polled on outstanding shares | No. of votes - in favour | No. of votes - against | % of votes in favour on votes polled | % of Votes against on votes polled |
|-----------------------------|-------------------------------|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
|                             |                               | (1)                | (2)                 | (3)=[(2)/(1)]*100                       | (4)                      | (5)                    | (6)=[(4)/(2)]*100                    | (7)=[(5)/(2)]*100                  |
| Promoter and Promoter Group | E-Voting                      | 193474700          | 0                   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0                                  |
|                             | Poll                          |                    | 193474700           | 100                                     | 193474700                | 0                      | 100                                  | 0                                  |
|                             | Postal Ballot (if applicable) |                    | 0                   | 0                                       | 0                        | 0                      | 0.00                                 | 0.00                               |
|                             | Total                         | 193474700          | 193474700           | 100.00                                  | 193474700                | 0                      | 0.00                                 | 0                                  |
| Public-Institutions         | E-Voting                      | 2185000            | 0                   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0                                  |
|                             | Poll                          |                    | 0                   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0                                  |
|                             | Postal Ballot (if applicable) |                    | 0                   | 0                                       | 0                        | 0                      | 0.00                                 | 0.00                               |
|                             | Total                         | 2185000            | 0                   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0                                  |
| Public-Non Institutions     | E-Voting                      | 809929800          | 90453               | 0.01                                    | 7150                     | 83303                  | 7.9                                  | 92.1                               |
|                             | Poll                          |                    | 5295                | 0                                       | 5208                     | 87                     | 98.36                                | 1.64                               |
|                             | Postal Ballot (if applicable) |                    | 0                   | 0                                       | 0                        | 0                      | 0.00                                 | 0.00                               |
|                             | Total                         | 809929800          | 95748               | 0.01                                    | 12358                    | 83390                  | 12.91                                | 87.09                              |
| Total                       |                               | 1005589500         | 193570448           | 19.25                                   | 193487058                | 83390                  | 99.96                                | 0.04                               |

Resolution No : 9  
Nature of Resolution : Ordinary Resolution  
Subject Matter : To Determination of Fee for Delivery of Any Documents Through a Particular Mode to a Member.



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| Category                    | Mode of voting                | No. of shares held | No. of votes polled | % of Votes polled on outstanding shares | No. of votes - in favour | No. of votes - against | % of votes in favour on votes polled | % of Votes against on votes polled |
|-----------------------------|-------------------------------|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
|                             |                               | (1)                | (2)                 | (3)=[(2)/(1)]*100                       | (4)                      | (5)                    | (6)=[(4)/(2)]*100                    | (7)=[(5)/(2)]*100                  |
| Promoter and Promoter Group | E-Voting                      | 193474700          | 0                   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0                                  |
|                             | Poll                          |                    | 193474700           | 100                                     | 193474700                | 0                      | 100                                  | 0                                  |
|                             | Postal Ballot (if applicable) |                    | 0                   | 0                                       | 0                        | 0                      | 0.00                                 | 0.00                               |
|                             | Total                         | 193474700          | 193474700           | 100.00                                  | 193474700                | 0                      | 0.00                                 | 0                                  |
| Public-Institutions         | E-Voting                      | 2185000            | 0                   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0                                  |
|                             | Poll                          |                    | 0                   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0                                  |
|                             | Postal Ballot (if applicable) |                    | 0                   | 0                                       | 0                        | 0                      | 0.00                                 | 0.00                               |
|                             | Total                         | 2185000            | 0                   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0                                  |
| Public-Non Institutions     | E-Voting                      | 809929800          | 90453               | 0.01                                    | 7151                     | 83302                  | 7.9                                  | 92.1                               |
|                             | Poll                          |                    | 5295                | 0                                       | 5295                     | 0                      | 100                                  | 0                                  |
|                             | Postal Ballot (if applicable) |                    | 0                   | 0                                       | 0                        | 0                      | 0.00                                 | 0.00                               |
|                             | Total                         | 809929800          | 95748               | 0.01                                    | 12446                    | 83302                  | 13.00                                | 87.00                              |
| Total                       |                               | 1005589500         | 193570448           | 19.25                                   | 193487146                | 83302                  | 99.96                                | 0.04                               |

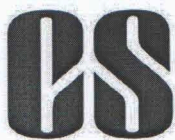
Resolution No : 10  
 Nature of Resolution : Special Resolution  
 Subject Matter : Amendment in the Memorandum of Association for Name Change of The Company From "IndianInfotech and Software Limited" To "Indian Leasers and Finances Limited" or "Indian Leasers Limited" and Consequent Amendments to Memorandum of Association and Articles of Association of the Company.



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| Category                    | Mode of voting                | No. of shares held | No. of votes polled | % of Votes polled on outstanding shares | No. of votes - in favour | No. of votes - against | % of votes in favour on votes polled | % of Votes against on votes polled |
|-----------------------------|-------------------------------|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
|                             |                               | (1)                | (2)                 | (3)=[(2)/(1)]*100                       | (4)                      | (5)                    | (6)=[(4)/(2)]*100                    | (7)=[(5)/(2)]*100                  |
| Promoter and Promoter Group | E-Voting                      | 193474700          | 0                   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0                                  |
|                             | Poll                          |                    | 193474700           | 100                                     | 193474700                | 0                      | 100                                  | 0                                  |
|                             | Postal Ballot (if applicable) |                    | 0                   | 0                                       | 0                        | 0                      | 0.00                                 | 0.00                               |
|                             | Total                         | 193474700          | 193474700           | 100.00                                  | 193474700                | 0                      | 0.00                                 | 0                                  |
| Public-Institutions         | E-Voting                      | 2185000            | 0                   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0                                  |
|                             | Poll                          |                    | 0                   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0                                  |
|                             | Postal Ballot (if applicable) |                    | 0                   | 0                                       | 0                        | 0                      | 0.00                                 | 0.00                               |
|                             | Total                         | 2185000            | 0                   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0                                  |
| Public-Non Institutions     | E-Voting                      | 809929800          | 90453               | 0.01                                    | 14073                    | 76380                  | 15.56                                | 84.44                              |
|                             | Poll                          |                    | 5295                | 0                                       | 5294                     | 1                      | 99.98                                | 0.02                               |
|                             | Postal Ballot (if applicable) |                    | 0                   | 0                                       | 0                        | 0                      | 0.00                                 | 0.00                               |
|                             | Total                         | 809929800          | 95748               | 0.01                                    | 19367                    | 76381                  | 20.23                                | 79.77                              |
| Total                       |                               | 1005589500         | 193570448           | 19.25                                   | 193494067                | 76381                  | 99.96                                | 0.04                               |

Resolution No : 11  
Nature of Resolution : Special Resolution  
Subject Matter : alter/amend existing clause III, the object clause of the memorandum of Association of the Company.



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| Category                    | Mode of voting                | No. of shares held | No. of votes polled | % of Votes polled on outstanding shares | No. of votes - in favour | No. of votes - against | % of votes in favour on votes polled | % of Votes against on votes polled |
|-----------------------------|-------------------------------|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
|                             |                               | (1)                | (2)                 | (3)=[(2)/(1)]*100                       | (4)                      | (5)                    | (6)=[(4)/(2)]*100                    | (7)=[(5)/(2)]*100                  |
| Promoter and Promoter Group | E-Voting                      | 193474700          | 0                   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0                                  |
|                             | Poll                          |                    | 193474700           | 100                                     | 193474700                | 0                      | 100                                  | 0                                  |
|                             | Postal Ballot (if applicable) |                    | 0                   | 0                                       | 0                        | 0                      | 0.00                                 | 0.00                               |
|                             | Total                         | 193474700          | 193474700           | 100.00                                  | 193474700                | 0                      | 0.00                                 | 0                                  |
| Public-Institutions         | E-Voting                      | 2185000            | 0                   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0                                  |
|                             | Poll                          |                    | 0                   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0                                  |
|                             | Postal Ballot (if applicable) |                    | 0                   | 0                                       | 0                        | 0                      | 0.00                                 | 0.00                               |
|                             | Total                         | 2185000            | 0                   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0                                  |
| Public-Non Institutions     | E-Voting                      | 809929800          | 90453               | 0.01                                    | 14072                    | 76381                  | 15.56                                | 84.44                              |
|                             | Poll                          |                    | 5295                | 0                                       | 5295                     | 0                      | 0                                    | 0                                  |
|                             | Postal Ballot (if applicable) |                    | 0                   | 0                                       | 0                        | 0                      | 0.00                                 | 0.00                               |
|                             | Total                         | 809929800          | 95748               | 0.01                                    | 19367                    | 76381                  | 20.23                                | 79.77                              |
| Total                       |                               | 1005589500         | 193570448           | 19.25                                   | 193494067                | 76381                  | 99.96                                | 0.04                               |

Resolution No : 12  
Nature of Resolution : Special Resolution  
Subject Matter : Adoption of New Set of Articles of Association of the Company.



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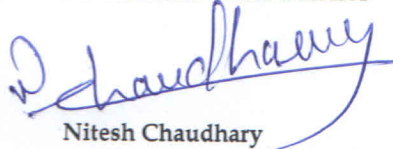
(M. Com, MBA, FCS)

| Category                    | Mode of voting                | No. of shares held | No. of votes polled | % of Votes polled on outstanding shares | No. of votes - in favour | No. of votes - against | % of votes in favour on votes polled | % of Votes against on votes polled |
|-----------------------------|-------------------------------|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
|                             |                               | (1)                | (2)                 | (3)=[(2)/(1)]*100                       | (4)                      | (5)                    | (6)=[(4)/(2)]*100                    | (7)=[(5)/(2)]*100                  |
| Promoter and Promoter Group | E-Voting                      | 193474700          | 0                   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0                                  |
|                             | Poll                          |                    | 193474700           | 100                                     | 193474700                | 0                      | 100                                  | 0                                  |
|                             | Postal Ballot (if applicable) |                    | 0                   | 0                                       | 0                        | 0                      | 0.00                                 | 0.00                               |
|                             | Total                         | 193474700          | 193474700           | 100.00                                  | 193474700                | 0                      | 0.00                                 | 0                                  |
| Public-Institutions         | E-Voting                      | 2185000            | 0                   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0                                  |
|                             | Poll                          |                    | 0                   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0                                  |
|                             | Postal Ballot (if applicable) |                    | 0                   | 0                                       | 0                        | 0                      | 0.00                                 | 0.00                               |
|                             | Total                         | 2185000            | 0                   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0                                  |
| Public-Non Institutions     | E-Voting                      | 809929800          | 90453               | 0.01                                    | 14077                    | 76376                  | 15.56                                | 84.44                              |
|                             | Poll                          |                    | 5295                | 0                                       | 5295                     | 0                      | 0                                    | 0                                  |
|                             | Postal Ballot (if applicable) |                    | 0                   | 0                                       | 0                        | 0                      | 0.00                                 | 0.00                               |
|                             | Total                         | 809929800          | 95748               | 0.01                                    | 19372                    | 76376                  | 20.23                                | 79.77                              |
| Total                       |                               | 1005589500         | 193570448           | 19.25                                   | 193494072                | 76376                  | 99.96                                | 0.04                               |

The electronic data and all other relevant records relating to the poll and e-voting are under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman signs the Minutes.

Note: According to the E-voting report downloaded from CDSL and Polling paper scrutiny, since the majority votes cast in the favour of resolution no. 1 and 3 to 12 as set out in the notice of AGM hence the Resolution no. 1 and 3 to 12 passed with requisite majority and Resolution no. 2 not passed due to majority negative voting on the said resolution.

For NITESH CHAUDHARY

  
Nitesh Chaudhary  
Practicing Company Secretary  
C.P. No.: 16275  
Membership No.: F10010



Place: Mumbai  
Date: 30<sup>th</sup> September, 2019

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