

To, Date: 2<sup>nd</sup> October, 2022

The Manager- Listing Department

National Stock Exchange India Limited

SME platform
'Exchange Plaza', C-1 Block G,

Bandra Kurla complex,

Bandra (E), Mumbai 400051.

Ref: NSE Symbol: MINDPOOL ISIN: INEOORQ01019

Dear Sir/ Madam,

Subject: SUBMISSION OF VOTING RESULTS AND SCRUTINIZER'S REPORT UNDER REGULATION 44 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 OF 12<sup>TH</sup> ANNUAL GENERAL MEETING OF THE MINDPOOL TECHNOLOGIES LIMITED HELD ON FRIDAY, SEPTEMBER 30<sup>TH</sup>, 2022.

Dear Sir,

Pursuant to the Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, we submit herewith the Voting Results attached herewith as <u>Annexure -1</u> and Scrutinizer's Report attached herewith as <u>Annexure -2</u> on Remote e-Voting and e-Voting for the 12th Annual General Meeting of the Company held on Friday, September 30th, 2022 through Video Conference (VC) / Other Audio Visual Means (OAVM).

All resolutions as set out in the Notice of the said AGM were duly approved by the Shareholders with requisite majority.

This is for your information and record.

Yours faithfully, For, Mindpool Technologies Limited

Sanskar Prabhakar Company Secretary & Compliance Officer A65089



# Annexure I Voting Results

Date of the AGM	30th September, 202	2			
Total number of shareholders on record date	80				
N 61 111 11 11 11	Promoters and Promoter Group: 2				
No. of shareholders present in the meeting either in person or through proxy	Public: 12				
cities in person of through proxy	No proxy allowed as the meeting	was through			
	video conference				

#### Item No. 1:

# To receive, consider and adopt:

- (a). The Audited Standalone Financial Statements of the Company for Financial Year ended March 31st, 2022 including the Balance Sheet, Statement of Profit & Loss Account and Cash Flow Statement together with the Reports of the Board of Directors and Auditors thereon
- (b) The Audited Consolidated Financial Statements of the Company for Financial Year ended March 31st, 2022 including the Balance Sheet, Statement of Profit & Loss Account and Cash Flow Statement together with the Reports of the Board of Directors and Auditors thereon.

The Resolution was passed unanimously as Ordinary Resolution.

Resolution r	equired:		Ordinary						
Whether promoter/ promoter group are interested in the agenda/resolution?				NO					
Category	Mode of Voting	No. of Shares held	No of Votes polled	% of Votes Polled on outstandin g shares	Votes - In		% 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	
Promot	E-Voting	3010000	3010000	100.00	3010000	0	100.00	0	
er and Promot	E-voting at Venue	0	0	0	0	0	0	0	
er Group	Postal Ballot (if applicable)	0	0	0	0	0	0	0	
	Total	3010000	3010000	100.00	3010000	0	100.00	0.00	

#### MINDPOOL TECHNOLOGIES LIMITED



Public -	E-Voting	0	0	0	0	0	0	0
Institutio	E-voting	0	0	0	0	0	0	0
ns	at Venue							
	Postal Ballot	0	0	0	0	0	0	0
	(if							
	applicable)							
	Total	0	0	0	0	0	0	0
Public -	E-Voting	763000	763000	100	759000	4000	99.4758	0.5242
Non-	E-voting	0	0	0	0	0	0	0
Institution	at Venue							
S	Postal Ballot	0	0	0	0	0	0	0
	(if							
	applicable)							
	Total	763000	763000	100.00	759000	4000	99.4758	0.5242
<b>Grand Tota</b>	1	3773000	3773000	100.00	3769000	4000	99.8939	0.1060

# Item No. 2:

# To re-appoint Mr. Ritesh Sharma (DIN: 02676486) as the Managing Director of the Company:

The Resolution was passed unanimously as Special Resolution

Resolution r	equired:		Special					
Whether promoter/ promoter group are interested in the agenda/resolution?				YES				
Category	Mode of Voting	No. of Shares held	No of Votes Votes Votes - In Polled on polled g shares g shares No. of Votes - In Polled on outstandin g shares polled No. of Votes - Votes in Votes polled				% of Votes against on votes polled	
		[1]	[2]	[3] = [(2)/ (1)] *100	[4]	[5]	[6] = [(4)/ (2)]*100	[7] = [(5)/ (2)} *100
Promot	E-Voting	0	0	0	0	0	0	0
er and Promot	E-voting at Venue	0	0	0	0	0	0	0
er Group	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0

#### MINDPOOL TECHNOLOGIES LIMITED



Public -	E-Voting	0	0	0	0	0	0	0
Institutio	E-voting	0	0	0	0	0	0	0
ns	at Venue							
	Postal Ballot	0	0	0	0	0	0	0
	(if							
	applicable)							
	Total	0	0	0	0	0	0	0
Public -	E-Voting	763000	763000	100	759000	4000	99.4758	0.5242
Non-	E-voting	0	0	0	0	0	0	0
Institution	at Venue							
S	Postal Ballot	0	0	0	0	0	0	0
	(if							
	applicable)							
	Total	763000	763000	100.00	759000	4000	99.4758	0.5242
<b>Grand Tota</b>	ıl	763000	763000	100.00	759000	4000	99.4758	0.5242

# Item No. 3:

# To re-appoint Mrs. Poonam Ritesh Sharma (DIN: 03397469) as the Whole Time Director of the Company:

The Resolution was passed unanimously as Special Resolution

Resolution r	equired:				Specia	al			
_	resolution?			YES					
Category	Mode of Voting	No. of Shares held	No of Votes polled	% of Votes Polled on outstandin g shares	Votes - In		Votes in	% of Votes against on votes polled	
		[1]	[2]	[3] = [(2)/ (1)] *100	[ 4]	[5]	[6] = [(4)/ (2)]*100	[7] = [(5)/ (2)} *100	
Promot	E-Voting	0	0	0	0	0	0	0	
er and Promot	E-voting at Venue	0	0	0	0	0	0	0	
er Group	Postal Ballot (if applicable)	0	0	0	0	0	0	0	
	Total	0	0	0	0	0	0	0	

#### MINDPOOL TECHNOLOGIES LIMITED



Public -	E-Voting	0	0	0	0	0	0	0
Institutio	E-voting	0	0	0	0	0	0	0
ns	at Venue							
	Postal Ballot	0	0	0	0	0	0	0
	(if							
	applicable)							
	Total	0	0	0	0	0	0	0
Public -	E-Voting	763000	763000	100	759000	4000	99.4758	0.5242
Non-	E-voting	0	0	0	0	0	0	0
Institution	at Venue							
S	Postal Ballot	0	0	0	0	0	0	0
	(if							
	applicable)							
	Total	763000	763000	100.00	759000	4000	99.4758	0.5242
<b>Grand Tota</b>	1	763000	763000	100.00	759000	4000	99.4758	0.5242

# Item No. 4:

To re-appoint Mr. Kaustubh Narayan Karwe (DIN: 08553122) as the Non-Executive Independent Director of the company for a period of 5 consecutive years:

The Resolution was passed unanimously as Special Resolution

Resolution r	equired:				Specia	al		
Whether promoter/ promoter group are interested in the agenda/resolution?					NO			
Category	Mode of Voting	No. of Shares held	No of Votes polled	% of Votes Polled on outstandin g shares	Votes - In		Votes in	% of Votes against on votes polled
		[1]	[2]	[3] = [(2)/ (1)] *100	[4]	[5]	[6] = [(4)/ (2)]*100	[ 7] = [(5)/ (2)} *100
Promot	E-Voting	3010000	3010000	100.00	3010000	0	100.00	0
er and Promot	E-voting at Venue	0	0	0	0	0	0	0
er Group	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	3010000	3010000	100.00	3010000	0	100.00	0.00

#### MINDPOOL TECHNOLOGIES LIMITED



Public -	E-Voting	0	0	0	0	0	0	0
Institutio	E-voting	0	0	0	0	0	0	0
ns	at Venue							
	Postal Ballot	0	0	0	0	0	0	0
	(if							
	applicable)							
	Total	0	0	0	0	0	0	0
Public -	E-Voting	763000	763000	100	759000	4000	99.4758	0.5242
Non-	E-voting	0	0	0	0	0	0	0
Institution	at Venue							
S	Postal Ballot	0	0	0	0	0	0	0
	(if							
	applicable)							
	Total	763000	763000	100.00	759000	4000	99.4758	0.5242
<b>Grand Tota</b>	1	3773000	3773000	100.00	3769000	4000	99.8939	0.1060

# Item No. 5:

To regularize the appointment of Mr. Shailendrasingh Naiyyar (DIN: 09723751) as the Non-Executive Independent Director of the company for a period of 5 consecutive years:

The Resolution was passed unanimously as Ordinary Resolution

Resolution r	equired:				Ordina	ry		
Whether promoter/ promoter group are interested in the agenda/ resolution?				NO				
Category	Mode of Voting	No. of Shares held	No of Votes polled	% of Votes Polled on outstandin g shares	Votes - In		% 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
Promot	E-Voting	3010000	3010000	100.00	3010000	0	100.00	0
er and Promot	E-voting at Venue	0	0	0	0	0	0	0
er	Postal Ballot	0	0	0	0	0	0	0
Group	(if applicable)							
	Total	3010000	3010000	100.00	3010000	0	100.00	0.00

#### MINDPOOL TECHNOLOGIES LIMITED



Public -	E-Voting	0	0	0	0	0	0	0
Institutio	E-voting	0	0	0	0	0	0	0
ns	at Venue							
	Postal Ballot	0	0	0	0	0	0	0
	(if							
	applicable)							
	Total	0	0	0	0	0	0	0
Public -	E-Voting	763000	763000	100	759000	4000	99.4758	0.5242
Non-	E-voting	0	0	0	0	0	0	0
Institution	at Venue							
S	Postal Ballot	0	0	0	0	0	0	0
	(if							
	applicable)							
	Total	763000	763000	100.00	759000	4000	99.4758	0.5242
<b>Grand Tota</b>	1	3773000	3773000	100.00	3769000	4000	99.8939	0.1060

Yours sincerely, For, Mindpool Technologies Limited

Sanskar Prabhakar Company Secretary & Compliance Officer A65089



#### FORM NO. MGT-13

#### Report of Scrutinizer(s)

[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To
The Chairman,
Mindpool Technologies Limited (the "Company")
3rd & 4th, Sr. No. 133/1/316111 GK Mall,
Near Konkane Chowk, Pimple Saudagar, Pune 411027

The Twelfth Annual General Meeting of the Equity Shareholders of Mindpool Technologies Limited having its Registered Office at 3<sup>rd</sup> & 4<sup>th</sup>, Sr. No. 133/1/316111, GK Mall, Near Konkane Chowk, Pimple Saudagar, Pune 411027 was held on Friday, 30<sup>th</sup> September, 2022 at 4.00 PM through Video Conferencing ("VC") or Other Audio-Visual Means ("OAVM").

Dear Sir,

I, Sunil Nanal, Partner, KANJ & Co. LLP, Pune was appointed as Scrutinizer for Twelfth Annual General Meeting of the Equity Shareholders of Mindpool Technologies Limited held on Friday, 30<sup>th</sup> September, 2022 through Video Conferencing ("VC") or Other Audio-Visual Means ("OAVM") for the following purpose:

- In view of the restrictions on the movement across the country and physical distancing guidelines due to COVID-19 pandemic and in view of the circulars issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 08, 2020, Circular No. 17/2020 dated April 13, 2020 read with Circular No. 20/2020 dated May 05, 2020 & 02/2021 dated January 13, 2021, 2/2022 dated May 5, 2022 and the Securities and Exchange Board of India (SEBI) in this regard, the Company has conducted its Twelfth Annual General Meeting through VC/OVAM.
- 2. The E-Voting through electronic means as prescribed was conducted in my presence and Equity Shareholders who have not casted their votes through remote E-Voting mechanism, were allowed to cast the votes through e-voting mechanism at the Annual General Meeting.
- 3. The votes casted by e-voting mechanism at AGM were subsequently counted by me and reconciled with the records maintained by the Company/Registrar and Share Transfer Agents of the Company and the authorizations lodged with the Company.



- 4. Since the Annual General Meeting was held through VC/OAVM, physical attendance of members had been dispensed with. Accordingly, in terms of the relevant MCA and SEBI Circulars, the facility for appointment of proxies by the members were also dispensed with.
- 5. Members who attended the meeting through VC/OAVM have been counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
- 6. Since, no votes were cast during the AGM through Poll a NIL Report in Form MGT-13 has been prepared.
- 7. The result of the Poll is as under:
  - a) Resolution No.1 (Ordinary Resolution)
    - a. To receive, consider and adopt the Audited Standalone Financial Statements of the Company for Financial Year ended March 31st, 2022 including the Balance Sheet, Statement of Profit & Loss Account and Cash Flow Statement together with the Reports of the Board of Directors and Auditors thereon:
    - b. The Audited Consolidated Financial Statements of the Company for Financial Year ended March 31 2022 including the Balance Sheet, Statement of Profit & Loss Account and Cash Flow Statement together with the Reports of the Board of Directors and Auditors thereon.
    - (i) Voted in favour of the resolution:

Number of members	Number of votes cast by	% of total number of valid
present and voting by e-	them	vote cast
v(in person or by proxy)		
0	0	0.000%

#### (ii) Voted against the resolution:

Number of members	Number of votes cast by	% of total number of valid
present and voting (in	them	vote cast
person or by proxy)		
0	0	0.000%

#### (iii) Invalid votes:

Total number of members present and	Total number of votes cast by them
voting (in person or by proxy)	
0	0



#### b) Resolution No. 2 (Special Resolution)

To re-appoint Mr. Ritesh Sharma (DIN: 02676486) as the Managing Director of the Company.

# (i) Voted in favour of the resolution:

Number of members	Number of votes cast by	% of total number of valid
present and voting (in	them	vote cast
person or by proxy)		
0	0	0.000%

# (ii) Voted against the resolution:

Number of members	Number of votes cast by	% of total number of valid
present and voting (in	them	vote cast
person or by proxy)		
0	0	0.000%

# (iii) Invalid votes:

Total number of members present and voting (in person or by proxy)	Total number of votes cast by them
0	0

# c) Resolution No. 3 (Special Resolution)

To re-appoint Mrs. Poonam Ritesh Sharma (DIN: 03397469) as the Whole Time Director of the Company.

#### (i) Voted in favour of the resolution:

Number of members	Number of votes cast by	% of total number of valid
present and voting (in	them	vote cast
person or by proxy)		
0	0	0.000%



#### (ii) Voted against the resolution:

Number of members	Number of votes cast by	% of total number of valid
present and voting (in	them	vote cast
person or by proxy)		
0	0	0.000%

# (iii) Invalid votes:

Total number of members present and	Total number of votes cast by them
voting (in person or by proxy)	
0	0

# d) Resolution No.4 (Special Resolution)

To re-appoint Mr. Kaustubh Narayan Karwe (DIN: 08553122) as the Non-Executive Independent Director of the company for a period of 5 consecutive years:

#### (i) Voted in favour of the resolution:

Number of members	Number of votes cast by	% of total number of valid
present and voting (in	them	vote cast
person or by proxy)		
0	0	0.000%

#### (ii) Voted against the resolution:

Number of members	Number of votes cast by	% of total number of valid
present and voting (in	them	vote cast
person or by proxy)		
0	0	0.000%

#### (iii) Invalid votes:

Total number of members present and voting (in person or by proxy)	Total number of votes cast by them
0	0

#### a) Resolution No. 5 (Ordinary Resolution)

To regularize the appointment of Mr. Shailendrasingh Naiyyar (DIN: 09723751) as the Non-Executive Independent Director of the company for a period of 5 consecutive years:



#### (i) Voted in favour of the resolution:

Number of members	Number of votes cast by	% of total number of valid
present and voting (in	them	vote cast
person or by proxy)		
0	0	0.000%

#### (ii) Voted against the resolution:

Number of members	Number of votes cast by	% of total number of valid
present and voting (in	them	vote cast
person or by proxy)		
0	0	0.000%

#### (iii) Invalid votes:

Total number of members present and	Total number of votes cast by them
voting (in person or by proxy)	
0	0

8. A Compact Disk (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.

Thanking you,

Yours Faithfully,

**SUNIL** NANAL

Digitally signed GAJANAN GAJANAN NANAL Date: 2022.10.01 19:30:35 +05'30'

**Sunil Nanal Partner** KANJ & Co. LLP, **Company Secretaries, Pune** FCS -5977

UDIN: F005977D001117285 Date: 1st October 2022

Place: Pune

**CP No.2809** 



#### **SCRUTINIZER'S REPORT**

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

To
The Chairman,
Mindpool Technologies Limited (the "Company")
3<sup>rd</sup> & 4<sup>th</sup>, Sr. No. 133/1/316111 GK Mall,
Near Konkane Chowk, Pimple Saudagar,
Pune 411027

Dear Sir,

I, Sunil Nanal, Partner of KANJ & Co. LLP, Practicing Company Secretaries, Pune, was appointed as Scrutinizer for the purpose of the E-Voting process being carried out, as per Section 108 of the Companies Act, 2013, in respect of the below mentioned resolutions, at the Twelfth Annual General Meeting of the Equity Shareholders of Mindpool Technologies Limited held on Friday, 30<sup>th</sup> Day Of September, 2022 at 4.00 PM through Video Conferencing ("VC") or Other Audio-Visual Means ("OAVM").

- 1. The remote E-Voting process was conducted between Monday, September 26, 2022 at 9:00 A.M and Thursday, September 29, 2022 at 05:00 P.M IST in respect of the Twelfth Annual General Meeting of the Equity Shareholders of Mindpool Technologies Limited held on Friday, 30<sup>th</sup> September 2022 at 4.00 PM through Video Conferencing ("VC") or Other Audio-Visual Means ("OAVM"). In view of the restrictions on the movement across the country and physical distancing guidelines due to COVID-19 pandemic and in view of the circulars issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 08, 2020, Circular No. 17/2020 dated April 13, 2020 read with Circular No. 20/2020 dated May 05, 2020 & 02/2021 dated January 13, 2021, 2/2022 dated May 5, 2022 and the Securities and Exchange Board of India (SEBI).
- 2. After the time fixed for closing of the E-Voting by the Company and after the conclusion of voting by Poll through electronic means during the Annual General Meeting, by the Shareholders who had not voted through remote e-voting mechanism, I unblocked the votes cast through remote E-Voting. A final electronic report of the whole process was generated by me by using the access and authorizations given to me by National Securities Depository Limited (NSDL).



- 3. The final report generated was tabulated by me and the data regarding the final remote e-votes was diligently scrutinized. The whole data regarding the members who had voted electronically was reconciled as per the data available on the website NSDL, i.e. <a href="https://www.evoting.nsdl.com">https://www.evoting.nsdl.com</a>.
- 4. The result of the e-voting is as detailed below:
  - a) Resolution No.1 (Ordinary Resolution)
    - a. To receive, consider and adopt the Audited Standalone Financial Statements of the Company for Financial Year ended March 31st, 2022 including the Balance Sheet, Statement of Profit & Loss Account and Cash Flow Statement together with the Reports of the Board of Directors and Auditors thereon:
    - b. The Audited Consolidated Financial Statements of the Company for Financial Year ended March 31 2022 including the Balance Sheet, Statement of Profit & Loss Account and Cash Flow Statement together with the Reports of the Board of Directors and Auditors thereon.

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 - Agains t	% 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	3010000	3010000	100	3010000	0	100	0
Public - Institutions	E- Voting	0	0	0	0	0	0	0
Public - Non- Institutions	E- Voting	763000	763000	100	759000	4000	99.4758	0.5242
Total	Total	3773000	3773000	100	3769000	4000	99.8939	0.1060



# b) Resolution No. 2 (Special Resolution)

# To re-appoint Mr. Mr. Ritesh Sharma (DIN: 02676486) as the Managing 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	0	0	0	0	0	0	0
Public - Institutions	E- Voting	0	0	0	0	0	0	0
Public - Non- Institutions	E- Voting	763000	763000	100	759000	4000	99.4757	0.5242
Total	Total	763000	763000	100	759000	4000	99.4757	0.5242

# c) Resolution No. 3 (Special Resolution)

To re-appoint Mrs. Poonam Ritesh Sharma (DIN: 03397469) as the Whole Time 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	0	0	0	0	0	0	0
Public - Institutions	E- Voting	0	0	0	0	0	0	0
Public - Non- Institutions	E- Voting	763000	763000	100	759000	4000	99.4757	0.5242
Total	Total	763000	763000	100	759000	4000	99.4757	0.5242



# d) Resolution No.4 (Special Resolution)

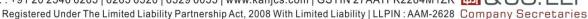
To re-appoint Mr. Kaustubh Narayan Karwe (DIN: 08553122) as the Non-Executive Independent Director of the company for a period of 5 consecutive years.

Category	Mode of	No. of Shares	No of Votes	% of Votes Polled on	No. of Votes - In	No. of Votes -	% of Votes in favour on	% of Votes against on
	Voting	held	polled	outstanding	Favour	Agains	votes polled	votes polled
				shares		t		
		[1]	[2]	[ 3	[4]	[5]	[6	[ 7
				]=[(2)/(1)]*100			]=[(4)/(2)]*100	]=[(5)/(2)}*100
Promoter	E-	3010000	3010000	100	3010000	0	100	0
and	Voting							
Promoter								
Group								
Public -	E-	0	0	0	0	0	0	0
Institutions	Voting							
Public -	E-	763000	763000	100	759000	4000	99.4758	0.5242
Non-	Voting							
Institutions								
Total	Total	3773000	3773000	100	3769000	4000	99.8939	0.1060

# e) Resolution No. 5 (Ordinary Resolution)

To regularize the appointment of Mr. Shailendrasingh Naiyyar (DIN: 09723751) as the Non-Executive Independent Director of the company for a period of 5 consecutive years.

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 - Agains t	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3	[4]	[5]	[ 6 ]=[(4)/(2)]*100	[7
				]=[(2)/(1)]*100			]-[(4)/(2)] 100	]=[(5)/(2)}*100
Promoter	E-	3010000	3010000	100	3010000	0	100	0
and	Voting							
Promoter								
Group								
Public -	E-	0	0	0	0	0	0	0
Institutions	Voting							
Public -	E-	763000	763000	100	759000	4000	99.4758	0.5242
Non-	Voting							
Institutions								
Total	Total	3773000	3773000	100	3769000	4000	99.8939	0.1060





- 5. A Compact Disc (CD) containing a list of equity shareholders/custodians/proxies who voted "FOR", "AGAINST" and those who "ABSTAINED FROM VOTING" for each resolution is enclosed.
- 6. The electronic data and other relevant records related to this e-Voting process were handed over to the Company Secretary/Director authorized by the Board for safe keeping.

Thanking you,

Yours Faithfully,

SUNIL Digitally signed by SUNIL GAJANAN NANAL Date: 2022.10.01 19:32:11+05'30'

Sunil Nanal,
Partner
KANJ & Co. LLP,
Company Secretaries, Pune
FCS -5977
CP No.2809

UDIN: F005977D001117329 Date: 1<sup>st</sup> October 2022

Place: Pune



#### SCRUTINIZER'S CONSOLIDATED REPORT

To
The Chairman,
Mindpool Technologies Limited (the "Company")
3<sup>rd</sup> & 4<sup>th</sup>, Sr. No. 133/1/316111 GK Mall,
Near Konkane Chowk, Pimple Saudagar,
Pune 411027

#### **Subject: Submission of Scrutinizer's Consolidated Report**

Ref: Twelfth Annual General Meeting (the "Meeting") of the Equity Shareholders of Mindpool Technologies Limited (the "Company") held on Friday, 30<sup>th</sup> Day Of September, 2022 AT 4 P.M. through Video Conferencing ("VC") or Other Audio-Visual Means ("OAVM").

Dear Sir,

I, Sunil Nanal, Partner of M/s KANJ & Co. LLP, Practising Company Secretaries, Pune was appointed as a Scrutinizer for the following purposes:

- 1. The remote E-Voting process conducted for the below mentioned resolutions, as per Section 108 of the Companies Act, 2013 between Monday, September 26, 2022 at 9:00 A.M and Thursday, September 29, 2022 at 05:00 P.M IST.
- 2. In view of the restrictions on the movement across the country and physical distancing guidelines due to COVID-19 pandemic and in view of the circulars issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 08, 2020, Circular No. 17/2020 dated April 13, 2020 read with Circular No. 20/2020 dated May 05, 2020 & 02/2021 dated January 13, 2021, 2/2022 dated May 5, 2022 and the Securities and Exchange Board of India (SEBI) in this regard, the Company has conducted its Twelfth Annual General Meeting through VC/OVAM.
- 3. The E-Voting through electronic means as prescribed was conducted in my presence and Equity Shareholders who have not casted their votes through remote E-Voting mechanism, were allowed to cast the votes through the electronics means at the Annual General Meeting.



- 4. The votes casted by electronics means were subsequently counted by me and reconciled with the records maintained by the Company/Registrar and Share Transfer Agents of the Company and the authorizations lodged with the Company.
- 5. Since the Annual General Meeting was held through VC/OAVM, physical attendance of members had been dispensed with. Accordingly, in terms of the relevant MCA and SEBI Circulars, the facility for appointment of proxies by the members were also dispensed with.
- 6. Members attended the meeting through VC/OAVM had been counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

I submit a consolidated report as under:

- 1. After the conclusion of Poll taken at the Meeting through prescribed electronic means, I unblocked the votes cast through remote E-Voting. A final electronic report of the whole process was generated by me by using the access and authorizations given to me by accessing the data available on the website of National Securities Depository Limited (NSDL), i.e <a href="https://www.evoting.nsdl.com">https://www.evoting.nsdl.com</a>. The final report was tabulated by me and the data regarding the final E-Votes was diligently scrutinized and reconciled with the data available on the abovementioned website.
- 2. My responsibility as Scrutinizer for E-Voting and Poll process is restricted to make Scrutinizers' Report of the votes casted "In Favour and Against" the Resolutions stated below, based on the data downloaded from website <a href="https://www.evoting.nsdl.com">https://www.evoting.nsdl.com</a> and the votes casted by Poll by the shareholders of the Company at this Annual General Meeting.
- 3. The cumulative result of the e-Voting process and the poll taken at the Meeting is as under:



# a) Resolution No.1 (Ordinary Resolution)

- a. To receive, consider and adopt the Audited Standalone Financial Statements of the Company for Financial Year ended March 31st, 2022 including the Balance Sheet, Statement of Profit & Loss Account and Cash Flow Statement together with the Reports of the Board of Directors and Auditors thereon:
- b. The Audited Consolidated Financial Statements of the Company for Financial Year ended March 31 2022 including the Balance Sheet, Statement of Profit & Loss Account and Cash Flow Statement together with the Reports of the Board of Directors and Auditors thereon.

Category	Mode of Voting	No. of Shares held	No of Votes polled	% of Votes Polled on outstandin g shares  [3] = [(2)/ (1)] *100	No. of Votes - In Favour	No. of Votes - Agains t	% of Votes in favour on votes polled  [ 6] = [(4)/ (2)]*100	% of Votes against on votes polled [7] = [(5)/ (2)} *100
Promoter	E-Voting	3010000	3010000	100	3010000	0	100	0
and Promoter	E-voting at Venue	0	0	0	0	0	0	0
Group	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	3010000	3010000	100	3010000	0	100	0
Public -	E-Voting	0	0	0	0	0	0	0
Institutions	E-voting at Venue	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public -	E-Voting	763000	763000	100	759000	4000	99.4757	0.5242
Non- Institutions	E-voting at Venue	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	763000	763000	100	759000	4000	99.4757	0.5242
<b>Grand Total</b>		3773000	3773000	100	3769000	4000	99.8939	0.1060





# b) Resolution No. 2 (Special Resolution)

# To re-appoint Mr. Mr. Ritesh Sharma (DIN: 02676486) as the Managing Director of the Company.

Category	Mode of Voting	No. of Shares held	No of Votes polled	% of Votes Polled on outstandin g shares  [3] = [(2)/ (1)] *100	No. of Votes - In Favour	No. of Votes - Agains t	% of Votes in favour on votes polled  [ 6] = [(4)/ (2)]*100	% of Votes against on votes polled [7] = [(5)/ (2)} *100
Promoter	E-Voting	0	0	0	0	0	0	0
and Promoter	E-voting at Venue	0	0	0	0	0	0	0
Group	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public -	E-Voting	0	0	0	0	0	0	0
Institutions	E-voting at Venue	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public - Non-	E-Voting	763000	763000	100	759000	4000	99.4757	0.5242
Institutions	E-voting at Venue	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	763000	763000	100	759000	4000	99.4757	0.5242
<b>Grand Total</b>		763000	763000	100	759000	4000	99.4757	0.5242



# c) Resolution No. 3 (Special Resolution)

# To re-appoint Mrs. Poonam Ritesh Sharma (DIN: 03397469) as the Whole Time Director of the Company.

Category	Mode of Voting	No. of Shares held	No of Votes polled	% of Votes Polled on outstandin g shares  [3] = [(2)/ (1)] *100	No. of Votes - In Favour	No. of Votes - Agains t	% of Votes in favour on votes polled  [ 6] = [(4)/ (2)]*100	% of Votes against on votes polled [7] = [(5)/ (2)} *100
Promoter	E-Voting	0	0	0	0	0	0	0
and Promoter	E-voting at Venue	0	0	0	0	0	0	0
Group	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public -	E-Voting	0	0	0	0	0	0	0
Institutions	E-voting at Venue	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public - Non-	E-Voting	763000	763000	100	759000	4000	99.4757	0.5242
Institutions	E-voting at Venue	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	763000	763000	100	759000	4000	99.4757	0.5242
<b>Grand Total</b>		763000	763000	100	759000	4000	99.4757	0.5242



# d) Resolution No.4 (Special Resolution)

To re-appoint Mr. Kaustubh Narayan Karwe (DIN: 08553122) as the Non-Executive Independent Director of the company for a period of 5 consecutive years:

Category	Mode of Voting	No. of Shares held	No of Votes polled	% of Votes Polled on outstandin g shares  [3] = [(2)/ (1)] *100	No. of Votes - In Favour	No. of Votes - Agains t	% of Votes in favour on votes polled  [ 6] = [(4)/ (2)]*100	% of Votes against on votes polled [7] = [(5)/ (2)} *100
Promoter	E-Voting	3010000	3010000	100	3010000	0	100	0
and Promoter	E-voting at Venue	0	0	0	0	0	0	0
Group	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	3010000	3010000	100	3010000	0	100	0
Public -	E-Voting	0	0	0	0	0	0	0
Institutions	E-voting at Venue	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public -	E-Voting	763000	763000	100	759000	4000	99.4757	0.5242
Non- Institutions	E-voting at Venue	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	763000	763000	100	759000	4000	99.4757	0.5242
<b>Grand Total</b>		3773000	3773000	100	3769000	4000	99.8939	0.1060



# e) Resolution No. 5 (Ordinary Resolution)

To regularize the appointment of Mr. Shailendrasingh Naiyyar (DIN: 09723751) as the Non-Executive Independent Director of the company for a period of 5 consecutive years.

Category	Mode of Voting	No. of Shares held	No of Votes polled	% of Votes Polled on outstandin g shares  [3] = [(2)/ (1)] *100	No. of Votes - In Favour	No. of Votes - Agains t	% of Votes in favour on votes polled  [ 6] = [(4)/ (2)]*100	% of Votes against on votes polled [7] = [(5)/ (2)}
							. ,,	*100
Promoter	E-Voting	3010000	3010000	100	3010000	0	100	0
and Promoter	E-voting at Venue	0	0	0	0	0	0	0
Group	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	3010000	3010000	100	3010000	0	100	0
Public -	E-Voting	0	0	0	0	0	0	0
Institutions	E-voting at Venue	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public -	E-Voting	763000	763000	100	759000	4000	99.4757	0.5242
Non- Institutions	E-voting at Venue	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	763000	763000	100	759000	4000	99.4757	0.5242
<b>Grand Total</b>		3773000	3773000	100	3769000	4000	99.8939	0.1060



- 4. A Compact Disc (CD) containing exhaustive details of the voting patterns of each of the aforementioned resolutions for both the e-Voting process and the poll taken at the Meeting is enclosed.
- 5. The electronic data along with all other relevant records relating to the e-Voting process were sealed and handed over to the Company Secretary for safe keeping.

Thanking You, Yours Faithfully,

SUNIL Digitally signed by SUNIL GAJANAN NANAL Date: 2022.10.01 19:34:32 +05'30'

(Name and Signature of the Scrutinizer)
Sunil Nanal,
Partner
KANJ & Co. LLP,
Company Secretaries, Pune
FCS -5977
CP No.2809

UDIN: F005977D001117373
Date: 1<sup>st</sup> October 2022

Place: Pune