

REVISED VOTING RESULT

---Annexure A

Format of Voting Result under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

| | |
|---|----------------------------------|
| Date of Annual General Meeting of Equity Shareholders | September 20 2017 |
| Total number of shareholders on record date | 30247 |
| No. of shareholders present in the meeting either in person or through proxy: | |
| Promoters and Promoter Group: | 14 |
| Public: | 37 |
| No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public | Not Applicable Not Applicable |

| Resolution Required: (Ordinary/Special) | | Resolution No. 1 To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended on 31st March, 2017 together with the Reports of the Board of Directors and Auditors thereon: Ordinary Resolution | | | | | | | |
|--|-------------------------------|--|-------------------------|--|------------------------------|----------------------------|--|---|---------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | None of the Directors, Key Managerial Personnel and their relatives is concerned or interested in the resolution, except as holders of shares in general or that of the companies, firms, and/or institutions of which they are directors, partners or members and who may hold shares in the Company. | | | | | | | |
| 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 | Votes Invalid |
| | | | | | | | | | |
| Promoter and Promoter Group | E-Voting | | 13251406 | 90.15 | 13251406 | 0 | 100 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | 14699995 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 14699995 | 13251406 | 90.15 | 13251406 | 0 | 100 | 100 | 0 |



| Public Institutions | E-Voting | | 346661 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
|-------------------------|-------------------------------|-------------------------------|----------|--------|----------|----|-------|-------|---|---|---|
| | Poll | Postal Ballot (if applicable) | | -0 | 0 | 0 | 0 | 0 | 0 | 0 | |
| Public Non Institutions | Total | | 5904021 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | E-Voting | Poll | | 0.099 | 5812 | 50 | 99.15 | 0.85 | 0 | 0 | |
| Total | Postal Ballot (if applicable) | | 20950677 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | | 5862 | 5812 | 50 | 99.99 | 0.85 | 0 | 0 | |
| | | | 13257268 | 63.28% | 13257218 | 50 | 99.99 | 0.01% | 0 | 0 | |

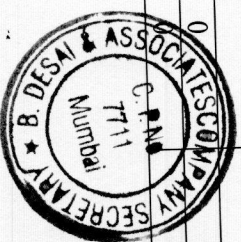
Resolution Required: (Ordinary/Special)

Resolution No. 2 To appoint a Director in place of Mr. G.K. Patni (DIN-000141463) who retires by rotation and being eligible, offers himself for re-appointment: **Ordinary Resolution**

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

None of the Directors, Key Managerial Personnel and their relatives except Mr. Gajendra Kumar Patni, Mrs. Rajnikanta G. Patni, Mr. Amit Kumar Patni, Mrs. Ruchi Patni, Mr. Arhant Patni, Mr. Ashok Kumar Patni, PCS Finance Pvt. Ltd, PCS Cullinet Pvt. Ltd. and Ashoka Computers System Pvt. Ltd. being related to each other are concerned or interested in the resolution.

| Category | Mode of Voting | No. of Shares (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 | Votes Invalid |
|-----------------------------|-------------------------------|-------------------|-------------------------|---|------------------------------|----------------------------|--|--|---------------|
| | | | | | | | | | |
| Promoter and Promoter Group | E-Voting | 14699995 | 3201341 | 21.78 | 3201341 | 0 | 100 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Public Institutions | Postal Ballot (if applicable) | 14699995 | 3201341 | 21.78 | 3201341 | 0 | 100 | 0 | 0 |
| | Total | | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Public Institutions | E-Voting | | 0 | -0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | -0 | 0 | 0 | 0 | 0 |



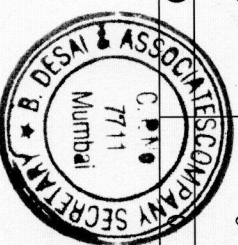
| | | | | | | | | | | | |
|-------------------------|-------------------------------|----------|---------|--------|---------|----|--------|-------|---|---|---|
| Public Non Institutions | Postal Ballot (if applicable) | 346661 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Public Non Institutions | E-Voting | | 5862 | 0.099 | 5812 | 50 | 99.15 | 0.85 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Public Non Institutions | Postal Ballot (if applicable) | 5904021 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 5862 | 0.099 | 5812 | 50 | 99.15 | 0.85 | 0 | 0 | 0 |
| Total | | 20950677 | 3207203 | 15.31% | 3207153 | 50 | 99.99% | 0.01% | 0 | 0 | 0 |

Resolution Required: (Ordinary/Special)

Resolution No. 3 To appoint M/s. Vinod .K. Mehta & Co., Chartered Accountant (Firm Registration No. 111508W) as statutory Auditors of the Company and to fix their Remuneration: **Ordinary Resolution**

Whether promoter/ promoter group are interested in the agenda/resolution?
None of the Directors, Key Managerial Personnel and their relatives is concerned or interested in the resolution, except as holders of shares in general or that of the companies, firms, and/or institutions of which they are directors, partners or members and who may hold shares in the Company.

| Category | Mode of Voting | No. of Shares (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 | Votes Invalid |
|-----------------------------|-------------------------------|-------------------|-------------------------|--|------------------------------|----------------------------|--|---|---------------|
| Promoter and Promoter Group | E-Voting | | 13251406 | 90.15 | 13251406 | 0 | 100 | 0 | 0 |
| | Poll | 14699995 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 14699995 | 13251406 | 90.15 | 13251406 | 0 | 100 | 0 | 0 |
| Public Institutions | E-Voting | | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | -0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 346661 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |



| Public Non Institutions | E-Voting | | 5862 | 0.099 | 5812 | 50 | 99.15 | 0.85 | 0 |
|-------------------------|-----------------|-------------------------------|---------------|-----------------|-----------|--------------|--------------|----------|----------|
| | Poll | Postal Ballot (if applicable) | | | | | | | |
| | 5904021 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | | 5862 | 0.099 | 5812 | 50 | 99.15 | 0.85 | 0 | 0 |
| Total | 20950677 | 13257268 | 63.28% | 13257218 | 50 | 99.99 | 0.01% | 0 | 0 |

Resolution Required: (Ordinary/Special)

Resolution No. 4 Re- Appointment of Mrs. Vandana Gupta (DIN: 07117752) as an Independent Director of the Company: Ordinary Resolution

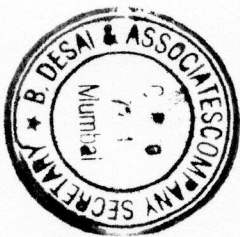
Whether promoter/ promoter group are interested in the agenda/resolution?

None of the Directors, Key Managerial Personnel and their relatives is concerned or interested in the resolution, except Mrs. Vandana Gupta in her capacity as Director is interested in the said Resolution: **Ordinary Resolution**

| Category | Mode of Voting | No. of Shares (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 | Votes Invalid |
|-----------------------------|-------------------------------|-------------------|-------------------------|--|------------------------------|----------------------------|--|---|---------------|
| Promoter and Promoter Group | E-Voting | | 13251406 | 90.15 | 13251406 | 0 | 100 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | 14699995 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 14699995 | 13251406 | 90.15 | 13251406 | 0 | 100 | 0 | 0 |
| Public Institutions | E-Voting | | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | 346661 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 346661 | 0 | 0 | 0 | 0 | 0 | 0 |



| Public Non Institutions | E-Voting Poll | Postal Ballot (if applicable) | Total | 5904021 | 5862 | | 0 | | 0 | | 0 | | 0 | |
|-------------------------|---------------|-------------------------------|----------|---------|----------|--------|----------|----|-------|-------|---|---|---|---|
| | | | | | 13257268 | 63.28% | 5812 | 50 | 99.15 | 0.85 | 0 | 0 | 0 | 0 |
| Total | | | 20950677 | | 13257268 | 63.28% | 13257218 | 50 | 99.99 | 0.01% | 0 | | | |





B. DESAI & ASSOCIATES

B.COM. LLB. FCS

PRACTISING COMPANY SECRETARY

Report of Scrutinizer's

[Pursuant to rule section 108 of the Companies Act, 2013 and rule 20 (3) (xi) of the Companies (Management and Administration) Rules, 2014]

To
The Chairman

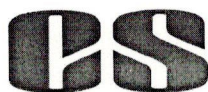
36th Annual General Meeting (AGM) of the Equity Shareholders of **PCS Technology Limited** held on Wednesday, September 20, 2017 at 12:00 noon at Hotel Celebration, Banquet Hall, Opp. New S.T. Road, Alandi Road, Pune 412 105.

Dear Sir,

1. I, Bhavesh Desai, proprietor of B. Desai & Associates, a Practising Company Secretary in whole time practice, appointed as Scrutinizer for the purpose of scrutinizing the e-voting process and ascertaining the requisite majority on e-voting carried out as per the provisions of section 108 of the Companies Act, 2013 read with amended Rule 20 of the Companies (Management and Administration) Rules, 2014 on the resolutions set out in the notice to the 36th Annual General Meeting (AGM) of the members of the Company, held on Wednesday, September 20, 2017 at 12:00 noon at Hotel Celebration, Banquet Hall, Opp. New S.T. Road, Alandi Road, Pune 412 105.
2. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules relating to voting through electronic means on the resolutions set out in the Notice to the 36th Annual General Meeting (AGM) of the members of the Company. My responsibility as a scrutinizer for the e-voting process is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by Central Depositories Services Limited (CDSL), the authorized agency to provide e-voting facilities.
3. Further to the above, I submit my report as under:-
 - (i) The e-voting period remained open from Sunday, September 17, 2017 at 10.00 a.m. and ends on Tuesday, September 19, 2017, at 5.00 p.m.
 - (ii) The Company has also provided facility for voting by Ballot or Polling Paper to the members attending the meeting, who have not cast their vote by remote e-voting.
 - (iii) The members of the Company as on the "Cut off" date i.e. September 13, 2017 were entitled to vote on the resolutions (Items No. 1 to 4 as set out in the Notice of the 36th AGM of the members of the Company).

407, Sanjar Enclave Above Mahindra Showroom Opposite to PVR Cinema, S.V Road, Kandivali West, Mumbai- 400067
Email id: bndesai4u@gmail.com





B. DESAI & ASSOCIATES

B.COM. LLB. FCS

PRACTISING COMPANY SECRETARY

- (iv) The Votes cast were noted and confirmed on September 20, 2017 in the presence of two witnesses, Ms. Nidhi Parekh and Mr. Jeenesh Babaria who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

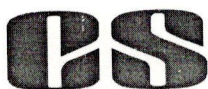
| Name of the Witness | Signature |
|---------------------|-----------|
| Nidhi Parekh | |
| Jeenesh Babaria | |

- (v) Thereafter, the details containing inter alia, list of Equity Shareholders, who voted "for", "against" each of the resolutions that were put to vote, were generated from the e-voting website of Central Depositories Services Limited (CDSL) i.e. <https://www.evotingindia.com/> and based on such report generated the result of the e-voting process are as under:-

| Item No. of the Notice | Type of Resolution: Subject Matter | Particulars of Businesses | Votes in favour of the resolution | | Votes against the resolution | | Total Votes Casted |
|------------------------|--|-----------------------------|-----------------------------------|-------------------------------|------------------------------|-------------------------------|--------------------|
| | | | No. of Shares | % of Total No. of Valid Votes | No. of Shares | % of Total No. of Valid Votes | No. of Shares |
| 1. | Ordinary Resolution: To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended on 31st March, 2017 together with the Reports of the Board of Directors and Auditors thereon. | E-Voting | 13257218 | 99.99% | 50 | 0.01% | 13257268 |
| | | Ballot/Polling paper | 0 | 0 | 0 | 0 | 0 |
| | | Total | 13257218 | 99.99% | 50 | 0.01% | 13257268 |



407, Sanjar Enclave Above Mahindra Showroom Opposite to PVR Cinema, S.V Road, Kandivali West, Mumbai- 400067
Email id: bn-desai4u@gmail.com



B. DESAI & ASSOCIATES

B.COM. LLB. FCS

PRACTISING COMPANY SECRETARY

| | | | | | | | |
|----|---|-----------------------------|-----------------|---------------|-----------|--------------|-----------------|
| 2. | Ordinary Resolution: To appoint a Director in place of Mr. G.K. Patni (DIN-000141463) who retires by rotation and being eligible, offers himself for re-appointment. | E-Voting | 3207153 | 99.99% | 50 | 0.01% | 3207203 |
| | | Ballot/Polling paper | 0 | 0 | 0 | 0 | 0 |
| | | Total | 3207153 | 99.99% | 50 | 0.01% | 3207203 |
| 3. | Ordinary Resolution: To appoint M/s. Vinod .K. Mehta & Co., Chartered Accountant (Firm Registration No. 111508W) as statutory Auditors of the Company and to fix their remuneration | E-Voting | 13257218 | 99.99% | 50 | 0.01% | 13257268 |
| | | Ballot/Polling paper | 0 | 0 | 0 | 0 | 0 |
| | | Total | 13257218 | 99.99% | 50 | 0.01% | 13257268 |
| 4. | Ordinary Resolution: SPECIAL BUSINESS: Re- Appointment of Mrs. Vandana Gupta (DIN: 07117752) as an Independent Director of the Company | E-Voting | 13257218 | 99.99% | 50 | 0.01% | 13257268 |
| | | Ballot/Polling paper | 0 | 0 | 0 | 0 | 0 |
| | | Total | 13257218 | 99.99% | 50 | 0.01% | 13257268 |

B. Desai



407, Sanjar Enclave Above Mahindra Showroom Opposite to PVR Cinema, S.V Road, Kandivali West, Mumbai- 400067
Email id: bndesai4u@gmail.com



B. DESAI & ASSOCIATES

B.COM. LLB. FCS

PRACTISING COMPANY SECRETARY

- (vi) There are no invalid votes casted against aforesaid resolutions item Sr. No. 1 to 4.
- (vii) I have also appended format of voting result under regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in "Annexure A" to this report.

Thanking you

Yours faithfully,
For B. Desai and Associates
Practising Company Secretary

Bhavesh Desai
C.P.No.7711



Date : September 21, 2017
Place : Mumbai