



D-601, Sixth Floor, Crystal Plaza, Opp. Infinity Mall, New Link Road, Andheri (West), Mumbai -400053

A. M. SHETH
Proprietor

To,
The Chairman of
PCS Technology Limited
CIN: L74200MH1981PLC024279
Regd. off: S.No.1A, F-1, Irani Market Compound,
Yerwada, Pune- 411006, Maharashtra

Subject: Scrutinizer's Report on voting through remote e-voting for Postal ballot in terms of Section 108 and 110 of the Companies Act, 2013 (the Act) read with Rule 20 and 22 of the Companies (Management & Administration) Rules, 2014

The Board of Directors of the Company at their meeting held on 13th February, 2024 had appointed me as Scrutinizer for the purpose of scrutinizing Postal Ballot through remote electronic voting process in a fair and transparent manner in respect of the resolutions as set out in the Notice of Postal Ballot dated 13th February, 2024 proposed to be passed by the Equity shareholders of the Company, submit my report as under.

Pursuant to Section 108 and 110 of the Companies Act, 2013 [the Act] read with Rule 20 and 22 of Companies (Management & Administration) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Company has confirmed, that the Electronic copy of the Postal Ballot Notice with explanatory statement were sent to the shareholders whose e-mail addresses are registered with the Company/Depository Participant(s)/ Registrar and Share Transfer Agent of the Company for communication purposes in compliance with the applicable MCA Circulars and pursuant to other applicable laws and regulations.

The compliance with the provisions of the Companies Act, 2013 and Rules made thereunder relating to transaction of business by means of Postal Ballot process on the resolutions set out in the Notice of Postal Ballot is the responsibility of the Management. My responsibility as a Scrutinizer is to render Scrutinizer's Report of the total votes cast in favour or against, if any, on the resolutions.



A. M. Sheth & Associates
Company Secretaries

The Company has completed dispatch of Notice along with explanatory statement electronically to shareholders whose name(s) appeared on the Register of Members/ List of beneficiaries as on 21st February, 2024 (“cut-off-date”). The Company has published a notice in this regard, in the newspapers in the manner as prescribed under the Rules.

Cut -off date: -21st February, 2024
Remote e-voting commencement date: -25th February, 2024 at 9.00 a.m.
Remote e-voting end date: -25th March, 2024 at 5.00 p.m.

On completion of electronic voting, the results of the remote e-voting by Members, on the CDSL e-voting platform were unblocked by me, downloaded and diligently scrutinized.

The Management of the Company is responsible to ensure compliance with the requirements of the Act, Rules, Circulars issued by MCA and SEBI Regulations relating to e-voting on the resolutions contained in the notice of the postal ballot. My responsibility as scrutinizer for the e-voting at the postal ballot is restricted to making Scrutinizer’s Report of the votes cast in favour or against the resolutions.

The results of the remote e-voting are as under:

Special Business – Special Resolution no. 1

Appointment of Mr. Sushil Paharia (DIN: 00512977), as Non-Executive Independent Director of the Company

Mode	Remote E-voting		
	No. of members voted	No. of votes cast	% of total number of valid votes cast
Voted in favour	57	1,36,18,213	100.00
Voted against	2	376	0.00*
Invalid votes	-	-	-
Total	59	1,36,18,589	100.00

* negligible



A. M. Sheth & Associates
Company Secretaries

Special Business – Special Resolution no. 2

Appointment of Mr. Anshuman Jagtap (DIN: 10487955) as Non- Executive Independent Director of the Company:

Mode	Remote E-voting		
	No. of members voted	No. of votes cast	% of total number of valid votes cast
Voted in favour	57	1,36,18,213	100.00
Voted against	2	376	0.00*
Invalid votes	-	-	-
Total	59	1,36,18,589	100.00

* negligible

Special Business – Ordinary Resolution no. 3

To Approve Related Party Transactions:

Mode	Remote E-voting		
	No. of members voted	No. of votes cast	% of total number of valid votes cast
Voted in favour	46	3,58,401	99.99
Voted against	1	50	0.01
Sub- total	47	3,58,451	100
Invalid votes	11	1,32,24,142	*NA
Total	58	1,35,82,593	100.00

Note- *In respect of the above Resolution at Item No.3 of postal ballot notice, the votes cast in favour of the Resolution by all the related parties have been treated as invalid as being interested in the resolution.

All the above 3 resolutions have been passed by the Members with requisite majority.



A. M. Sheth & Associates
Company Secretaries

Register of postal ballot and all other relevant records of voting process given/provided/ maintained in electronic mode will remain in our custody until the Chairman considers, approves and signs minutes of the postal ballot and the same shall be handed over thereafter to the Chairman/ person authorized by him for safe keeping.

FOR A. M. SHETH & ASSOCIATES
(Company Secretaries)

A. M. SHETH
(Prop.)

ACS No. 24127, CP No. 13976

Place: Mumbai

UDIN: A024127E003631698

Date: 26th March, 2024