

27.7.2022

National Stock Exchange of India Ltd.  
'Exchange Plaza'  
Bandra- Kurla Complex  
Bandra (E) Mumbai 400 051

Bombay Stock Exchange Ltd.  
Floor 25, P J Towers,  
Dalal Street,  
Mumbai 400 001

Dear Sirs:

The 28<sup>th</sup> Annual General Meeting was held on 27.7.2022 at 10.00 AM through Video Conferencing (VC) and other Audio Visual Means (OAVM). Mr Meleveetil Padmanabhan, Chairman of the Board occupied the Chair.

The Chairman welcomed the members to the Meeting which was held through VC/OAVM as permitted by the Ministry of Corporate Affairs. The requisite quorum being present, the Chairman called the meeting to order. He then introduced Other Directors, Company Secretary, Statutory Auditors, Internal Auditor, and Secretarial Auditor who had participated from various locations through electronic mode.

The Chairman informed the members that as permitted, soft copies of the AGM notice together with the Annual Report for the FY 2021-22 had been sent electronically to the Members holding shares in dematerialised mode and whose e-mail addresses are available with the Depository Participant(s) as well as to all the Members holding shares in physical mode whose e-mail addresses are registered with the Company/RTA for communication purposes.

He then informed that in terms of the provisions of the Companies Act, 2013 and the Rules made thereunder and the provisions of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), the Company has provided remote e-voting facility and for those members who had not exercised their vote through remote e-voting facility, facility to cast their vote electronically was provided through Central Depository Securities Limited (CDSL) at the meeting and that e-voting process has been clearly explained in the AGM Notice.

The Chairman then informed that M/s Rengarajan and Associates (formerly M/s Arub & Associates), Practising Company Secretaries were appointed as the Scrutiniser to scrutinise the voting process (both remote e-voting and e-voting during the meeting). He then introduced Mr. A Rengarajan of M/s Rengarajan and Associates, Practising Company Secretaries to the members.

The Chairman in his speech briefed the members about the difficulties faced by the company and the various steps resorted by the management on revival/restructure of the company.

The notice of the AGM was taken as read with the permission of the members. The Chairman said that the Auditors' report on the financial statements of the Company for the year ended 31st March 2022 did not have any qualifications, reservations, adverse remarks and accordingly, the same was not required to be read out at the meeting, as per the provisions of the Companies Act, 2013.





He informed that the following items of business as set out in the AGM Notice would be transacted at the meeting:

1. Adoption of Audited Financial Statements of the Company for the year ended 31st March 2022, together with the Reports of the Board of Directors and the Auditors thereon. (*Ordinary Business/Ordinary Resolution*)
2. Re-appointment of Mr. Meleveetil Padmanabhan (DIN 00101997), Director retiring by rotation. (*Ordinary Business/Ordinary Resolution*)
3. Re-appointment of Messrs SVSR & Associates, Chartered Accountants, Chennai (Firm Registration No 014139S) as the Statutory Auditors of the Company to hold office for a further period of five years from the conclusion of the 28th Annual General Meeting until the conclusion of the 33rd Annual General Meeting on such remuneration as may be mutually agreed between the Board of Directors of the Company and the Auditors. (*Ordinary Business/Ordinary Resolution*)
4. Approval under regulation 17(1A) of Securities and Exchange Board of India (Listing Obligations and Disclosure requirements) Regulations, 2015 for Mr K S M Rao (DIN: 02096588), Director of the company to continue to hold office of the Independent Director of the Company till his current tenure of appointment which ends on 30th July 2026 notwithstanding that he would be over 75 years of age with effect from 1.8.2022. (*Special Business/Special Resolution*)

He then invited queries from Members who had previously registered themselves as 'Speakers'. The Chairman answered the queries raised by the members at the meeting.

On completion of the discussions, the Chairman informed the members who had not voted through remote e-voting could vote now at the meeting. He also informed that the results of e-voting will be declared within forty-eight hours from the conclusion of the meeting. The results will be posted on the website of the Company and will also be sent to the Stock Exchanges for dissemination.

There being no other business, the Chairman declared the meeting as closed. The meeting commenced at 10.00 AM and concluded at 10.35 AM.

In terms of Regulation 44 of the SEBI (LODR) Regulations, the results of the e-voting and the Scrutinisers Report are enclosed. All the resolutions set out in the AGM Notice were passed with requisite majority.

Thanking you,

**Yours truly,  
For QUINTEGRA SOLUTIONS LIMITED**

  
**V SRIRAMAN  
WHOLETIME DIRECTOR**

Encl: a/a





# RENGARAJAN & ASSOCIATES

(Formerly ARUB & ASSOCIATES)

## SCRUTINISERS REPORT - CONSOLIDATED (Both Remote e-voting and e-voting at AGM)

To

The Board of Directors  
M/s. QUINTEGRA SOLUTIONS LIMITED  
Wescare Towers, 3rd Floor,  
16, Cenotaph Road, Teynampet  
Chennai 600 018,

**Sub: Scrutinizers' Report on Remote e-voting & e-voting conducted at the 28<sup>th</sup> Annual General Meeting of M/s. QUINTEGRA SOLUTIONS LIMITED (the "Company") held on Wednesday, 27<sup>th</sup> July, 2022**

As per the provisions of the Companies Act, 2013 and Regulation 44(1) of the SEBI (Listing Obligations & Disclosure Requirements), Regulations, 2015, the Company had provided the facility of Remote e-voting to the Shareholders to enable them to cast their vote electronically on the Resolutions proposed in the Notice of the 28<sup>th</sup> Annual General Meeting of the Company which was held on Wednesday, the 27<sup>th</sup> July, 2022 (the "AGM"). The AGM was held through Video Conferencing (VC)/Other Audio Visual Means (OAVM) in accordance with Section 108 of the Companies Act, 2013, read with Rule 20 of Companies (Management and Administration) Rules 2014 and as amended from time to time read with Regulation 44 of the SEBI (Listing Obligations and Disclosure), 2015 and Circular No. 20 dated 5<sup>th</sup> May 2020 read with Circular No. 14 dated 8<sup>th</sup> April, 2020 and Circular No. 17 dated 13<sup>th</sup> April 2020 and Circular No.20 dated 5<sup>th</sup> May, 2020 and Circular No. 2 dated 13<sup>th</sup> January, 2021 and Circular No.19 dated 8<sup>th</sup> Deccmber, 2021 and Circular No.21 dated 14<sup>th</sup> December 2021 and Circular No. 2 dated 5<sup>th</sup> May, 2022 issued by the Ministry of Corporate Affairs ("MCA Circulars").

The Board of Directors of the Company, appointed me, Practicing Company Secretary of M/s A Rengarajan & Associates (Formerly M/s ARUB & Associates), Practicing Company Secretaries, as Scrutinizer to scrutinize the e-Voting and remote e-voting process ("e-voting facility") in a fair and transparent manner. The e-voting facility was provided by the Central Depository Services (India) Limited, (CDSL).

In this connection, I hereby submit my consolidated report as under:

1. The members of the Company as on the "cut-off" date i.e. 20<sup>th</sup> July, 2022 were entitled to vote on the resolutions Item No 1, 2, 3 & 4 as set out in the Notice convening AGM).
2. The period for Remote e-Voting remained open from Saturday, 23<sup>rd</sup> July, 2022 (9.00 A.M) to Tuesday, 26<sup>th</sup> July 2022 (5.00 P.M) as mentioned in the Notice convening AGM.
3. The Company had also provided e-voting facility to the members present at the AGM through VC/OVAM and who had not cast their vote earlier.

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No. 8/9 SUS ENCLAVE RAMAN STREET CHITLAPAKKAM CHENNAI-600064 Email  
Csarengarajan@gmail.com Mobile 9381011200

4. After conclusion of the e-voting at the AGM, the votes cast by members present through VC/OAVM the e-voting system and through remote e-voting facility were unblocked in the presence of two witnesses, Mr. Cyril Shibu and Ms. Sharenaya Asokan who were not in the employment of the Company.
5. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules thereof including MCA Circulars in respect of the resolutions contained in the Notice of AGM and providing proper facility for convening the AGM. Our responsibilities as scrutinizers is restricted to make a consolidated scrutinizer's report of the votes cast 'For' or 'Against' the resolution stated in the AGM Notice.
6. The details viz., list of Equity Share Holders, who voted "For" or "Against" each of the resolutions that were put to vote, were generated from the e-voting Website of Central Depository Services (India) Limited (CDSL), I now submit my combined report as under:

**Item No.1 (Ordinary Business/Ordinary Resolution):**

To receive, consider and adopt the Audited Financial Statements for the year ended 31<sup>st</sup> March, 2022 together with the Reports of Directors and Independent Auditors thereon.

Particulars	Number of valid Votes Through Remote e-Voting	Number of valid Votes Through e-Voting at the meeting	Total No. of votes cast	Total Votes cast (in %)
Voted in favour	870535	-	870535	99.89
Voted Against	1001	-	1001	0.11%
Total	871536	-	871536	100%

**Result:** As the votes cast in FAVOUR of the resolution is more than the votes cast AGAINST, the resolution is passed as an ORDINARY RESOLUTION.

**Item No.2 (Ordinary Business/Ordinary Resolution):**

Re-appointment of Mr. Meleveetil Padmanabhan (DIN: 00101997) who retires by rotation and being eligible, offered himself for re-appointment.

Particulars	Number of valid Votes Through Remote e-Voting	Number of valid Votes Through e-Voting	Total No. of votes cast	Total Votes cast (in %)
Voted in favour	870535	-	870535	99.89
Voted Against	1001	-	1001	0.11%
Total	871536	-	871536	100%

**Result:** As the votes cast in FAVOUR of the resolution is more than the votes cast AGAINST, the resolution is passed as an ORDINARY RESOLUTION

**Item No.3 (Ordinary Business/Ordinary Resolution)**

Re-appointment of M/s SVSR & Associates, Chartered Accountants Chennai (Firm Reg. No. 014139S); for a further period of 5 years from the conclusion of the 28<sup>th</sup> Annual General Meeting until the conclusion of 33<sup>rd</sup> Annual General Meeting.

Particulars	Number of valid Votes Through Remote	Number of valid Votes Through e-Voting	Total No. of votes cast	Total Votes cast (in %)
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	<b>e-Voting</b>			
Voted in favour	870535	-	870535	99.89
Voted Against	1001	-	1001	0.11%
Total	871536	-	871536	100%

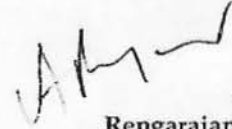
**Result:** As the votes cast in FAVOUR of the resolution is more than the votes cast AGAINST, the resolution is passed as an ORDINARY RESOLUTION.

**Item No.4 (Special Business/Special Resolution)**

Consent, pursuant to regulation 17(1A) of SEBI (LODR) Regulations, for continuation of Mr. K.S.M. Rao (DIN: 02096588) as an Independent Director till his current tenure of appointment which ends on 30<sup>th</sup> July 2026 notwithstanding that he would be over 75 years of age w.e.f.1.8.2022.

Particulars	Number of valid Votes Through Remote e-Voting	Number of valid Votes Through e-Voting	Total No. of votes cast	Total Votes cast (in %)
Voted in favour	870535	-	870535	99.89
Voted Against	1001	-	1001	0.11%
Total	871536	-	871536	100%

**Result:** As the votes cast in FAVOUR of the resolution is more than 75% the votes cast AGAINST, the resolution is passed as a SPECIAL RESOLUTION.

  
**A Rengarajan**  
**Rengarajan & Associates**  
 (Formerly ARUB & ASSOCIATES)  
 Practicing Company Secretary  
 FCS 6725/ COP 13437  
 UDIN : F006725D000691398

Place: Chennai  
 Date: 27<sup>th</sup> July, 2022

**RENGARAJAN & ASSOCIATES**  
 (FORMERLY ARUB & ASSOCIATES)  
 8/9, SUS ENCLAVE, RAMAN STREET,  
 CHITLAPAKKAM, CHENNAI - 600 064.