



**FORM NO. MGT-13**

**REPORT OF SCRUTINIZER**

**[Pursuant to Section 108 and 109 of the Companies Act, 2013 read with Rule 20 & 21 of Companies (Management and Administration) Rules, 2014, as amended]**

To,  
The Chairman,  
Safa Systems & Technologies Limited  
46/2631 B, Safa Arcade, Kaniyapilly Road Chakkaraparambu,  
Ernakulam, Kerala - 682028

**Subject: Scrutinizer's Report on E-voting and Poll conducted during the Annual General Meeting of Safa Systems & Technologies Limited held on 27<sup>th</sup> September, 2022**

Dear Sir,

I, Vikas Kumar Verma, Managing Partner of Vikas Verma & Associates, Company Secretaries in Practice having office at B-502, Statesman House, 148, Barakhamba Road, New Delhi -110001 were appointed as a Scrutinizer by the Board of Directors of **Safa Systems & Technologies Limited** ("the Company") pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rules 20 of the Companies (Management & Administration) rules 2014 as amended by Companies (Management & Administration) Amendment Rules, 2015 for the purpose of scrutinizing the e-voting and voting on poll, on the below mentioned resolutions contained in the Notice of **01<sup>st</sup> Annual General Meeting of Safa Systems & Technologies Limited held on Tuesday, 27<sup>th</sup> September, 2022 at 03:00 P.M.** (IST) through Video Conferencing ("VC")/Other Audio- Visual means.

The compliance with the provisions of the Companies Act, 2013 and the Rules made there under relating to voting through electronic means and voting by poll by the Shareholders on the resolutions proposed in the **Notice of 01<sup>st</sup> Annual General Meeting** of the Company is the responsibility of management. My responsibility as a scrutinizer is to ensure that the voting process, both through electronic means and by poll, at the meeting are conducted in a fair and transparent manner and to render consolidated scrutinizer's report of the total votes cast "in favour or against", if any, to the Chairman on the resolutions, based on the reports generated from the electronic voting system and also at the time of poll at AGM.

**I, submit my report as under:**

1. In terms of Section 108 and Section 110 of Companies Act, 2013 read with rules and SEBI Listing Regulations, 2015, the Company had made arrangement with Central Depository Services (India) Limited ("CDSL") for providing facility of voting through electronic means ("Remote e-voting") to its members.
2. As per Rule 22 (3) Companies (Management & Administration) Rules, 2014 the Company published an advertisement on **September 08, 2022** about the dispatch of Notice in "Financial Express" (English) and "Metro Vaartha" (Malayalam).
3. The voting period for remote e-voting commenced on **Saturday, September 24, 2022 (9:00 A.M. IST)** and ended on **Monday, September 26, 2022 (5:00 P.M. IST)** and the CDSL e-voting platform was disabled thereafter.
4. The shareholders of the Company holding shares as on the "cut-off" date **Tuesday, September 20, 2022** were entitled to vote on the resolutions as contained in the Notice of the AGM.
5. During the Annual General Meeting, the shareholders who did not opt for E-voting Facility, were given a facility to cast their votes for the resolutions set out in the notice of the AGM.
6. After the closure of voting at the AGM, the report on the voting done during the AGM and the votes cast under voting facility were counted.
7. We, have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the Central Depository Services India Limited ("CDSL") e-voting system. After the time fixed for closing of the e-voting i.e., **5:00 P.M. on September 26, 2022**, and venue voting after AGM, an electronic report of the e-voting was generated by me by accessing the data available from the website <https://www.evotingindia.com/> of CDSL. Based on such reports generated by CDSL and relied upon by me, data regarding the e-votes was scrutinized on test check basis.
8. I would like to mention that the voting rights of Members were in proportion to their share of the paid-up equity share capital of the Company as on the cut-off date i.e. **Tuesday, September 20, 2022** and as per the Register of Members of the Company.

9. The particulars of Voting and other requisite details have been entered in a separate register maintained for the purpose.

10. The consolidated report as under on the results of the remote e-voting prior and during the AGM in respect of the said resolutions:

Item No. of Notice	Means of Voting	Total Votes	Invalid Votes	Valid Votes	Total Votes cast in favour of the Resolution		Total Votes cast against the Resolution	
					Nos.	% of total number of valid votes cast	Nos.	% of total number of valid votes cast
<b>Item No. 1:</b> To consider and adopt Balance Sheet of the Company as at 31st March,2022, Profit & Loss Account for the period from 1 <sup>st</sup> April,2021 to 31st March, 2022 and the reports of Auditors' and Directors' thereon. (As an Ordinary Resolution).	Remote E-voting	0	0	0	0	0	0	0
	Poll at the meeting	1,11,07,550	0	1,11,07,550	1,11,07,550	100	0	0
	<b>Total</b>	<b>1,11,07,550</b>	<b>0</b>	<b>1,11,07,550</b>	<b>1,11,07,550</b>	<b>100</b>	<b>0</b>	<b>0</b>
<b>Item No. 2:</b> Appointment of a director in place of Mr. Bavaraparambil Abdhulkadher Hydrose (DIN: 01390977), who retires by rotation, and being eligible, offers himself for re-appointment .(As an Ordinary Resolution).	Remote E-voting	0	0	0	0	0	0	0
	Poll at the meeting	1,11,07,550	0	1,11,07,550	1,11,07,550	100	0	0
	<b>Total</b>	<b>1,11,07,550</b>	<b>0</b>	<b>1,11,07,550</b>	<b>1,11,07,550</b>	<b>100</b>	<b>0</b>	<b>0</b>
<b>Item No. 3:</b> Appointment of M/s Kapish Jain & Associates (Firm Registration No: 022743N) as Statutory Auditors of the Company. (As an Ordinary Resolution).	Remote E-voting	0	0	0	0	0	0	0
	Poll at the meeting	1,11,07,550	0	1,11,07,550	1,11,07,550	100	0	0
	<b>Total</b>	<b>1,11,07,550</b>	<b>0</b>	<b>1,11,07,550</b>	<b>1,11,07,550</b>	<b>100</b>	<b>0</b>	<b>0</b>
<b>Item No. 4:</b> Approved the Increase in the Borrowing limit of the Company upto INR 50 Crores (As a Special Resolution).	Remote E-voting	0	0	0	0	0	0	0
	Poll at the meeting	1,11,07,550	0	1,11,07,550	1,11,07,550	100	0	0
	<b>Total</b>	1,11,07,550	0	1,11,07,550	1,11,07,550	100	0	0

<b>Item No. 5:</b> Approved the investments, give loans, guarantees and security in excess of limits specified under section 186 of the Companies Act, 2013. (As a Special Resolution)	Remote E-voting	0	0	0	0	0	0	0
	Poll at the meeting	1,11,07,550	0	1,11,07,550	1,11,07,550	100	0	0
	<b>Total</b>	<b>1,11,07,550</b>	<b>0</b>	<b>1,11,07,550</b>	<b>1,11,07,550</b>	<b>100</b>	<b>0</b>	<b>0</b>

This report has been issued at the request of the Company for (i) submission to Stock Exchanges, (ii) placing on the website of the Company and (iii) website of CDSL.

**For and on behalf of  
Vikas Verma & Associates  
(Company Secretaries)**

**Date: 28-09-2022  
Place: New Delhi  
UDIN: F009192D001067634**

**Vikas Kumar Verma  
(Managing Partner)  
M. No. F9192  
COP No.: 10786**