

**PANKAJ & ASSOCIATES**  
Company Secretaries

Office: - 505/ Panchsheel-4/B  
Raheja Township,  
Malad (East),  
Mumbai-400 097,  
Tel Off: - 65157109  
Cell:- 9322298917

Pankaj S Desai  
B.Com (Hons), A.C.S., A.C.A.  
PAN :- AADPD1728R

E-Mail: [shirdipankaj@hotmail.com](mailto:shirdipankaj@hotmail.com)

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### Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 18) of the Companies  
(Management and Administration) Rules, 2014

To,  
**Mr. Hasmukh Jamanadas Shah.**  
Datasoft Application Software (India) Limited  
Regd. Office: 22, Blue Rose Industrial Estate,  
Western Express Highway,  
Borivali-East, Mumbai-400066.

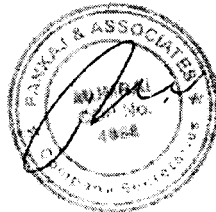
Dear Sir,

1. We, Pankaj & Associates, Practicing Company Secretary, have been appointed as a scrutinizer by the Board of Directors of Datasoft Application Software (India) Limited for the purpose of scrutinizing the e-voting and for conducting the polling process at the 25<sup>th</sup> Annual General Meeting and ascertaining the requisite majority on e-voting carried out as per the provisions of Section 108 of the Companies Act, 2013 read with the Rule 20 of the Companies (Management and Administration), Rules, 2014 as amended by the Companies (Management and Administration), Rules, 2015 and ballot process undertaken at the Meeting on the resolutions contained in the notice of the 25<sup>th</sup> Annual General Meeting (AGM) of the Equity Shareholders of the Company, held on 29<sup>th</sup> September, 2017, at 442, Blue Rose Industrial Estate, Western Express Highway, Borivali East, Mumbai-400066.

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 contained in the Notice of the 25<sup>th</sup> Annual General Meeting of the members of the Company. My responsibility as a scrutinizer for the e-voting is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions stated in the notice, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited, the authorized agency to provide e-voting facilities, engaged by the Company.

3. Further to above, I submit my report as under:

3.1. The Company has provided the e-voting facility through Central Depository Services (India) Limited (CDSL) on their website <https://www.evotingindia.com>. The Company had uploaded all the items of businesses to be transacted on the website of the Company and also its Service Provider to facilitate their shareholders to cast their vote through e-voting.



3.2. The Notice sent (both through email and physical form) contained the detailed procedure to be followed by the members who were desirous of casting their votes electronically as provided under Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration), Rules, 2015.

3.3. The Company had completed the dispatch of Annual Report by 2<sup>nd</sup> September, 2017 to its members.

3.4. The Company had arranged for polling papers and ballot box for the members and proxies present at the Annual General Meeting (AGM) as on 29th September, 2017 but shareholders did not opt to vote physically through ballot box.

3.5 We have ensured that the ballot box was duly locked and sealed in the presence of the members and proxies.

3.6. The E-Voting commenced from 26th September, 2017 (9.00 a.m.) and ended on 28th September, 2017 (5.00 p.m.).

3.7. The E-Voting data was scrutinized by me for verification of votes cast "in favour" and "against" the Resolutions.

3.8. Thereafter, the details containing inter alia, list of Equity Shareholders, who voted "in favour" or "against" each of the Resolutions that were put to vote, were generated from the e-voting website of Central Depository Services Limited and the result of the e-voting is as under:

**Item No. 1 – As an Ordinary Resolution:-** To consider and adopt the Balance Sheet as at 31st March, 2017 and Statement of Profit and Loss for the year ended on that date and reports of the Board of Directors and Auditors thereon..

i. Voted in favour of the resolution:

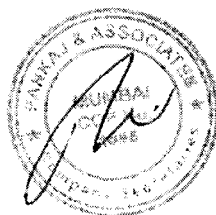
Number of Members Voted	Number of Votes cast	% of total number of valid votes cast
4	409600	100%

ii. Voted against the resolution

Number of Members Voted	Number of Votes cast	% of total number of valid votes cast
0	0	0

iii. Abstained votes:

Number of Members Voted	Number of Votes cast	% of total number of valid votes cast
0	0	0



**Item No. 2 – As an Ordinary Resolution:** To appoint Director in place of Mr. Hasmukh J. Shah (DIN: 01564722) who retires by rotation and being eligible offers himself for reappointment.

i. **Voted in favour of the resolution:**

Number of Members Voted	Number of Votes cast	% of total number of valid votes cast
4	409600	100%

ii. **Voted against the resolution**

Number of Members Voted	Number of Votes cast	% of total number of valid votes cast
0	0	0

iii. **Abstained votes:**

Number of Members Voted	Number of Votes cast	% of total number of valid votes cast
0	0	0

**Item No. 3 – As an Ordinary Resolution –** To ratify the appointment of M/s. Kanu Doshi Associates LLP as Statutory Auditor of the Company:

i. **Voted in favour of the resolution:**

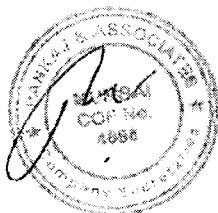
Number of Members Voted	Number of Votes cast	% of total number of valid votes cast
4	409600	100%

ii. **Voted against the resolution**

Number of Members Voted	Number of Votes cast	% of total number of valid votes cast
0	0	0

iii. **Abstained votes:**

Number of Members Voted	Number of Votes cast	% of total number of valid votes cast
0	0	0



4. A Register containing details of equity shareholders, who voted "IN FAVOUR" OR "AGAINST" under e-voting shall remain in our safe custody until the Chairman approves and signs the Minutes of the aforesaid AGM.

5. You may accordingly declare the result of voting by e-voting.

6. The abovementioned resolutions are deemed to be passed as on the date of announcement of results.

Thanking you,

**Yours faithfully,**

For PANKAJ & ASSOCIATES,  
Company Secretaries



PANKAJ DESAI  
COP. No. 4098

**M/s. Pankaj & Associates**  
**Practicing Company Secretary (C.O.P. No. 4098)**  
**Scrutinizer for Ballot form and E-voting**

**Place: Mumbai**

**Date: 29<sup>th</sup> September, 2017**

