



S.S. Reddy & Associates

Practicing Company Secretaries

REPORT OF SCRUTINIZER

(Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 (4) (xii) of the Companies (Management and Administration) Rule, 2014)

To,
The Chairman
21st Annual General Meeting of
Cigniti Technologies Limited
Suite No.106&107, 6-3-456/C, MGR Estates,
First Floor, Dwarakapuri Colony, Punjagutta,
Hyderabad ,Telangana -500082

Sub: 21st Annual General Meeting of Equity Shareholders of the Company held on Wednesday, the 24th Day of July, 2019 10.00 a. m at Hall 5 & 6, Novotel & HICC Complex (Near Hitech City), P.O. Bag 1101, Cyberabad Post Office, Hyderabad – 500081.

Dear Sir,

I, S. Sarveswar Reddy, Practicing Company Secretary (proprietor M/s. S.S Reddy & Associates) having office at Plot No. 8-2 603/23/3 & 8-2-603/23, 15, 2nd-Floor, HSR Summit, Banjara Hills, Road No. 10, beside No. 1 News Channel office, Hyderabad - 500034, appointed as the Scrutinizer by the Board of Directors of M/s. Cigniti Technologies Limited ("The Company") for the purpose of scrutinizing e-voting process (remote- e-voting) and voting by Poll at the annual general meeting pursuant to section 108 & 109 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 and (Amendment Rules, 2015) in respect of the below resolutions proposed at the 21st Annual General Meeting of the Equity Shareholders of the Company held on Wednesday, the 24th day of July, 2019 10.00 a. m at Hall 5 & 6, Novotel & HICC Complex (Near Hi-tech City), P.O. Bag 1101, Cyberabad Post Office, Hyderabad – 500081, India, submit my report as under:

1. The compliance with the provisions of Companies Act, 2013 and the Rules made there under relating to voting through electronic means (by remote e-voting) and voting by use of ballot paper by shareholders on the resolutions proposed in the Notice of the 21st Annual General Meeting, my responsibility as a scrutinsiser is to



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ensure that the voting process both through electronic means and by use of ballot paper at the meeting are conducted in a fair and transparent manner and render Consolidate Scrutiniser's Report of the total votes cast in favour or against if any, to Chairman on the resolutions, based on the reports generated from the electronic voting system provided by Central Depository Services (India) Limited (CDSL) and the report generated electronically for voting by use of ballot paper at the meeting.

2. In accordance with the Notice of 21st Annual General Meeting sent to the shareholders and the 'Advertisement' published pursuant to Rule 20 (4) (v) of the Companies (Management and Administration) Rules 2014, (Amendment Rules 2015) on July 02, 2019 the remote e-voting opened at 09.00 a.m. on July 21, 2019 and remained open up to 05.00 p.m. on July 23, 2019.
3. The equity shareholders holding shares as on July 19, 2019, "cut-off date", were entitled to vote on the resolutions stated in the Notice of the 21st Annual General Meeting of the Company.
4. After declaration of voting by use of ballot paper by the Chairman at the meeting, ballot box was locked and kept for voting duly marked by identification mark placed on it. The ballot box subsequently on close of voting hours was unlocked in the presence of two witnesses, who are not the employees of the company, and ballots received were serially numbered, sorted, signatures verified and were scrutinized and initialled by the scrutinizer. The ballotpapers were reconciled with the records maintained by the Registrar and Transfer Agent of the Company. The voters were also scrutinised for the purpose of eliminating duplicate voting i.e. on remote e-voting as well as by use of ballot paper. As per the information given by the Company the names of the shareholders who had voted on e-voting through facility provided by Central Depository Services (India) Limited had been blocked and the ballot papers duly numbered serially were issued to those members who were present at the Annual General Meeting.
5. The ballot paper, which were incomplete and /or which were otherwise found defective have been treated as invalid and kept separately.
6. The votes on remote e-voting were unblocked at around 5.10 p. m on 23.07.2019. After conclusion of voting at the AGM in the presence of two witnesses who are not the employees of the Company and the e-voting results/list of equity shareholders who have voted for and against as downloaded from the e-voting website of Central Depository Services (India) Limited (<https://www.evotingindia.com>) is being handed over to the Chairman.



7. The votes cast through ballot were unlocked after the AGM in the presence of two (2) witnesses, Ms. Vasundhara Mishra and Mr. Srinivas Upadhyay, who are not in the employment of the Company. They have signed below in confirmation of the votes being unlocked in their presence.

Vasundhara Mishra

Srinivas UP

8. The combined report on the results of voting through remote e-voting and voting through poll (i.e ballot paper) at the Annual General Meeting is as under:

A. Resolution -1: Ordinary Resolution

To Adopt the Audited Financial Statements (including consolidated financial Statements) of the Company and reports of the Board of Directors and Auditors for the financial year ended March 31, 2019.

- i) Voted **in favor** of the resolution

Mode of Voting	Number of members present and voting (in presence or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	25	1,10,92,792	100.00
Voting at AGM by Insta Poll	83	8,665	100.00
Total	108	1,11,01,457	100.00

- ii) Voted **against** the resolution

Mode of Voting	Number of members present and voting (in presence or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	--	--	--
Voting at AGM by Insta Poll	--	--	--
Total	--	--	--



iii) **Invalid Votes**

Total number of members (In person or in proxy) whose votes were declared invalid	Total number of votes cast by them
22	0

B. Resolution -2: Ordinary Resolution

Appointment of director in place of Mr. K. Ch.Subba Rao (DIN: 01685123), who retires by rotation and being eligible, seeks re-appointment.

i) Voted **in favor** of the resolution

Mode of Voting	Number of members present and voting (in presence or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	25	1,10,92,792	100.00
Voting at AGM by Insta Poll	83	8,665	100.00
Total	108	1,11,01,457	100.00

ii) Voted **against** the resolution

Mode of Voting	Number of members present and voting (in presence or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	--	--	--
Voting at AGM by Insta Poll	--	--	--
Total	--	--	--



iii) Invalid Votes

Total number of members (In person or in proxy) whose votes were declared invalid	Total number of votes cast by them
22	0

9. All electronic data and relevant records of voting will remain in my custody until the Chairman consider, approves and signs the minutes of the 21st Annual General Meeting and Same shall be handed over thereafter to the Chairman / Company Secretary for safe keeping.

For S. S. Reddy & Associates



S. Sarveswar Reddy

Practicing Company Secretary
Scrutinizer for E- Voting Process & Poll
CP No.7478

Place: Hyderabad

Date: 24.07.2019