

September 27, 2023

To,
Department of Corporate Services
BSE Ltd.
P. J. Towers, Dalal Street,
Fort, Mumbai - 400 001

Scrip Code : 526506

Sub : Voting results of the 38th Annual General Meeting (AGM) of the Company along with Scrutinizer's Report

Dear Sir / Madam,

With reference to the aforesaid subject matter and pursuant to Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith voting results (remote e-voting and e-voting done during AGM) of the 38th Annual General Meeting (AGM) of the Company held on September 27, 2023.

Further, we are enclosing the Consolidated Report of the Scrutinizer on remote e-voting and e-voting done during AGM.

We hereby request you to kindly take the same on record.

Thanking You.

Yours faithfully,

For Systematix Corporate Services Limited

Divyesh Badiyani
Company Secretary & Compliance Officer
Membership No. A63381

Enclosed as above:

Voting Results

| | |
|---|--------------------|
| Date of the AGM | September 27, 2023 |
| Total No. of shareholders on record date i.e. September 20, 2023 | 1774 Shareholders |

Total number of shareholders present in the meeting either in person or through proxy:

| Category | Number of shareholders present in person or through Proxy |
|------------------------------|---|
| Promoters and Promoter Group | Not Applicable* |
| Public | |
| Total | |

* Since the AGM was held through Video Conferencing, the physical attendance has been dispensed with. Hence the details for number of members present in person or through proxy in the above table are mentioned as "Not Applicable" and the same are considered as having been attended through Video Conferencing.

No. of Shareholders attended the meeting through Video Conferencing:

| Category | Number of shareholders attended the meeting through Video Conferencing |
|------------------------------|--|
| Promoters and Promoter Group | 6 |
| Public | 23 |
| Total | 29 |

Details of the Agenda and Voting Results:

| Sr. No. | Item No. | Resolution required Ordinary/ Special | Mode of voting – Remote E-voting & E-voting during AGM | Remark |
|---------------------------|---|---------------------------------------|--|--------------------|
| Ordinary Business: | | | | |
| 1. | To consider and adopt the Standalone and Consolidated Audited Financial Statements of the Company for the financial year ended March 31, 2023, together with the reports of Directors and Auditors thereon. | Ordinary Resolution | Remote E-voting & E-voting during AGM | Requisite Majority |

| | | | | |
|--------------------------|---|---------------------|---------------------------------------|--------------------|
| 2. | To appoint a director in place of Mrs. Priyanka Khandelwal (DIN: 01878267) who retires by rotation and being eligible, offers herself for re-appointment. | Ordinary Resolution | Remote E-voting & E-voting during AGM | Requisite Majority |
| SPECIAL BUSINESS: | | | | |
| 3. | To appoint Mr. Sampath Kumar Kangeyam Venkatakrishnan (DIN: 10295069) as an Independent Director | Special Resolution | Remote E-voting & E-voting during AGM | Requisite Majority |

RESOLUTION NO. 1

To consider and adopt the Standalone and Consolidated Audited Financial Statements of the Company for the financial year ended March 31, 2023, together with the reports of Directors and Auditors thereon..

| Resolution required: (Ordinary/ Special) | | | Ordinary Resolution | | | | | |
|---|-------------------------------|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Whether promoter/ promoter group are interested in the agenda / resolution: | | | No | | | | | |
| Category | Mode of Voting | No. of shares held | No. of votes polled | % of Votes Polled on outstanding shares | No. of votes - in favour | No. of votes – against | % of votes in favour on votes polled | % of votes against on votes polled |
| | | (1) | (2) | (3) = $[(2)/(1)]*100$ | (4) | (5) | (6) = $[(4)/(2)]*100$ | (7) = $[(5)/(2)]*100$ |
| Promoter and Promoter Group | E-voting | 9632744 | 9632744 | 100.00 | 9632744 | - | 100 | - |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot (if applicable) | | - | - | - | - | - | - |
| | Total | | 9632744 | 100.00 | 9632744 | - | 100 | - |
| Public-Institutions | E-voting | - | - | - | - | - | - | - |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot (if applicable) | | - | - | - | - | - | - |
| | Total | | - | - | - | - | - | - |
| Public- Non Institutions | E-voting | 3347514 | 100317 | 2.99 | 100317 | - | 100 | - |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot (if applicable) | | - | - | - | - | - | - |
| | Total | | 3347514 | 100317 | 100317 | - | 100 | - |
| Total | | 12980258 | 9733061 | 74.98 | 9733061 | - | 100 | - |

Systematix Corporate Services Limited

Registered Office: 206 - 207, Banshi Trade Centre, 581/5, M. G. Road, Indore - 452 001. Tel: +91-0731-4068253
Corporate Office : The Capital, A-Wing, No. 603 - 606, 6th Floor, Bandra Kurla Complex, Bandra (East), Mumbai -400051.
 Tel: +91-22-6619 8000 / 4035 8000 Fax: +91-22-6619 8029 /40358029
 CIN: L91990MP1985PLC002969 Website: www.systematixgroup.in Email: secretarial@systematixgroup.in

SEBI Merchant Banking Registration No. : INM000004224



RESOLUTION NO. 2

To appoint a director in place of Mrs. Priyanka Khandelwal (DIN: 01878267) who retires by rotation and being eligible, offers herself for re-appointment.

| Resolution required: (Ordinary/ Special) | | | Ordinary Resolution | | | | | |
|---|-------------------------------|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Whether promoter/ promoter group are interested in the agenda / resolution: | | | Yes | | | | | |
| Category | Mode of Voting | No. of shares held | No. of votes polled | % of Votes Polled on outstanding shares | No. of votes - in favour | No. of votes – against | % of votes in favour on votes polled | % of votes against on votes polled |
| | | (1) | (2) | (3) = [(2)/(1)]*100 | (4) | (5) | (6) = [(4)/(2)]*100 | (7) = [(5)/(2)]*100 |
| Promoter and Promoter Group | E-voting | 9632744 | 9632744 | 100.00 | 9632744 | - | 100 | - |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot (if applicable) | | - | - | - | - | - | - |
| | Total | 9632744 | 9632744 | 100.00 | 9632744 | - | 100 | - |
| Public- Institutions | E-voting | - | - | - | - | - | - | - |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot (if applicable) | | - | - | - | - | - | - |
| | Total | - | - | - | - | - | - | - |
| Public- Non Institutions | E-voting | 3347514 | 100317 | 2.99 | 100317 | - | 100 | - |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot (if applicable) | | - | - | - | - | - | - |
| | Total | 3347514 | 100317 | 2.99 | 100317 | - | 100 | - |
| Total | | 12980258 | 9733061 | 74.98 | 9733061 | - | 100 | - |

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SEBI Merchant Banking Registration No. : INM000004224



RESOLUTION NO. 3

To appoint Mr. Sampath Kumar Kangeyam Venkatakrishnan (DIN: 10295069) as an Independent Director

| Resolution required: (Ordinary/ Special) | | | Special Resolution | | | | | |
|---|-------------------------------|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Whether promoter/ promoter group are interested in the agenda / resolution: | | | No | | | | | |
| Category | Mode of Voting | No. of shares held | No. of votes polled | % of Votes Polled on outstanding shares | No. of votes - in favour | No. of votes – against | % of votes in favour on votes polled | % of votes against on votes polled |
| | | (1) | (2) | (3) = [(2)/(1)]*100 | (4) | (5) | (6) = [(4)/(2)]*100 | (7) = [(5)/(2)]*100 |
| Promoter and Promoter Group | E-voting | 9632744 | 9632744 | 100.00 | 9632744 | - | 100 | - |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot (if applicable) | | - | - | - | - | - | - |
| | Total | 9632744 | 9632744 | 100.00 | 9632744 | - | 100 | - |
| Public-Institutions | E-voting | - | - | - | - | - | - | - |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot (if applicable) | | - | - | - | - | - | - |
| | Total | - | - | - | - | - | - | - |
| Public- Non Institutions | E-voting | 3347514 | 100317 | 2.99 | 100317 | - | 100 | - |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot (if applicable) | | - | - | - | - | - | - |
| | Total | 3347514 | 100317 | 2.99 | 100317 | - | 100 | - |
| Total | | 12980258 | 9733061 | 74.98 | 9733061 | - | 100 | - |

The above all Resolutions were passed with requisite majority.

For Systematix Corporate Services Limited

Divyesh Badiyani

Company Secretary & Compliance Officer

Membership No. A63381

Systematix Corporate Services Limited

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SEBI Merchant Banking Registration No. : INM000004224



CONSOLIDATED REPORT OF THE SCRUTINIZER

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies
(Management and Administration) Rules, 2014 as amended from time to time]

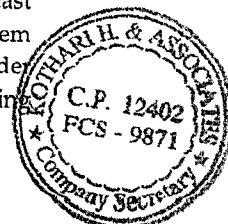
To,
The Chairman,
Systematix Corporate Services Limited
The Capital, A-wing, No. 603 – 606, 6th Floor,
Plot No. C-70, G Block, Bandra Kurla Complex,
Bandra (East), Mumbai – 400 051

Dear Sir,

Sub: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and e-voting conducted during the Annual General Meeting, for the 38th Annual General Meeting of Systematix Corporate Services Limited held on Wednesday, September 27, 2023 at 11:00 am (IST) through video conferencing ('VC') / other audio visual means ('OAVM').

We, Kothari H. & Associates, Company Secretaries, have been appointed by the Board of Directors of Systematix Corporate Services Limited ("the Company") for the purpose of scrutinizing the voting by electronic means i.e. electronic voting and through remote e-voting system at the Annual General Meeting ("AGM") pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 ("Rules") as amended and in accordance with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") on the resolution(s) contained in the notice of the shareholders of the 38th AGM of the Company, held on Wednesday, September 27, 2023 at 11:00 am through Video Conferencing (VC)/Other Audio Visual Means (OAVM).

The management of the Company is responsible to ensure compliance with the provisions Pursuant to Section 108 of Companies Act, 2013 (hereinafter "the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (hereinafter "the Rules") and pursuant to Ministry of Corporate Affairs Circular No. 14/2020 dated April 08, 2020, Circular No. 17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 05, 2020, Circular No. 02/2021 dated January 13, 2021, Circular No. 19/2021 dated December 08, 2021, Circular No. 21/2021 dated December 14, 2021, Circular No. 2/2022 dated May 05, 2022 and Circular No. 10/2022 dated December 28, 2022 ("MCA Circulars") and Circular No. SEBI/HO/ CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, Circular No. SEBI/HO/DDHS/P/CIR/2022/0063 dated May 13, 2022 and Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 issued by the Securities and Exchange Board of India ("SEBI Circulars") respectively & Secretarial Standard-2 issued by the Institute of Company Secretaries of India, relating to voting through electronic means by remote e-voting and electronic voting at the AGM by the shareholders on the resolution(s) proposed in the Notice calling AGM. Our responsibility as a scrutinizer for the e-voting process is restricted to prepare the Scrutinizer Report on the votes cast "in favour" or "against" the resolution(s) based on the reports generated from the e-voting system provided by Central Depository Services (INDIA) Limited ("CDSL"), the authorized Service provider for extending the facility of electronic voting to the shareholders of the Company, before and during the AGM, engaged by the Company.



We are pleased to submit our report as under, which is comprehensive and self-explanatory in all respect:

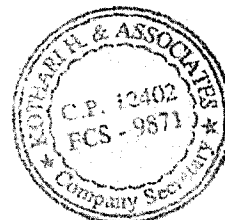
1. Pursuant to the provisions of Section 108 of the Act read with Rule 20 and Regulation 44 of Listing Regulations and MCA Circulars, the Company has availed the e-voting facility offered by CDSL for conducting remote e-voting and e-voting at the AGM by the Shareholders who attended the AGM through VC / OAVM and who had not cast their vote through Remote e-voting.
2. In terms of MCA Circulars, the Company had sent the notice of AGM containing detailed procedure to be followed by the members of the Company and Annual Report in electronic form only to its members whose name(s) appeared in the Register of members/ list of beneficiaries as on August 25, 2023.
3. Advertisement was published by the Company in English in the Free Press Journal (Indore edition & Mumbai edition), dated Saturday, 02nd September, 2023 and in Hindi in Choutha Sansar, dated Saturday, 02nd September, 2023. The notice published in the newspaper carried the required information as specified in Sub Rule 3(v) (a) to (g) of the said Rule 20.
4. The Voting rights were reckoned as on September 20, 2023, being the cut-off date for the purpose of deciding the entitlements of members at the e-voting and remote e-voting at the Meeting.
5. The remote e-voting period was open for three days which commenced on Sunday, 24th September 2023 at 9.00 a.m. and ends on Tuesday, 26th September 2022 at 5.00 p.m. on <https://www.evotingindia.com/>.
6. On Wednesday, September 27, 2023 after the conclusion of AGM, the report on the e-voting carried at the AGM was generated and diligently scrutinized thereafter the votes cast through remote e-voting process were unblocked by us in the presence of two witnesses Ms. Mansi Thakkar and Mrs. Dhvani Dogra.
7. On scrutiny, we report that 29 Shareholders were present in the meeting through Video Conferencing (VC)/Other Audio-Visual Means (OAVM).
8. Based on the results made available to us, members have casted their votes either through remote e-voting platform or through e-voting during AGM. The brief analysis of the results of the voting through Remote e-voting and e-voting at the Annual General Meeting casted by the equity shareholders, based on the report generated by CDSL, scrutinized on test-check basis and relied upon by us, are as under:

RESULTS:

The details containing interalia, no. of Equity Shareholders, who voted "for", "against" or "abstain", if any on each of the resolutions that were put to vote, were generated from the e-voting website of Central Depository Services Limited (CDSL). Taking into account the report on remote e-voting and e-voting at AGM provided by CDSL, the consolidated result with respect to each item on the business as set out in the Notice of the 38th AGM dated 29th August, 2023 is enclosed;

Item No. 1.

Ordinary Resolution, To consider and approve the standalone and consolidated audited financial statements of the Company for the financial year ended March 31, 2023, together with the reports of Directors and Auditors thereon.



| Particulars | Number of Votes Contained in | | | | | | % of total valid votes cast |
|-------------------|------------------------------|------------------------------|----------------------|------------------------------|----------------------|------------------------------|-----------------------------|
| | Remote E – Voting | | E-Voting at the AGM | | Total | | |
| | No. of member voted | Number of votes cast by them | No. of members voted | Number of votes cast by them | No. of members voted | Number of votes cast by them | |
| Voted in Favour | 26 | 9731361 | 8 | 1700 | 34 | 9733061 | 100 |
| Voted Against | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Abstain / Invalid | 0 | 0 | 0 | 0 | 0 | 0 | 0 |

Based on the aforesaid results, Ordinary Resolution as contained in item No. 1 has been passed unanimously.

Item No. 2.

Ordinary Resolution, To appoint a director in place of Mrs. Priyanka Khandelwal (DIN: 01878267) who retires by rotation and being eligible, offers herself for re-appointment.

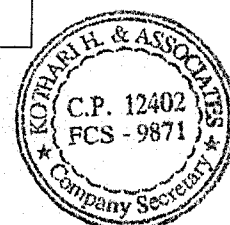
| Particulars | Number of Votes Contained in | | | | | | % of total valid votes cast |
|-------------------|------------------------------|------------------------------|----------------------|------------------------------|----------------------|------------------------------|-----------------------------|
| | Remote E – Voting | | E-Voting at the AGM | | Total | | |
| | No. of member voted | Number of votes cast by them | No. of members voted | Number of votes cast by them | No. of members voted | Number of votes cast by them | |
| Voted in Favour | 26 | 9731361 | 8 | 1700 | 34 | 9733061 | 100 |
| Voted Against | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Abstain / Invalid | 0 | 0 | 0 | 0 | 0 | 0 | 0 |

Based on the aforesaid results, Ordinary Resolution as contained in item No. 2 has been passed unanimously.

Item No.. 3.

Special Resolution, To appoint Mr. Sampath Kumar Kangeyam Venkatakrishnan (DIN: 10295069) as an Independent Director and in this regard to consider and, if thought fit, to pass, with or without modification(s), the following Resolution as Special Resolution;

| Particulars | Number of Votes Contained in | | | | | | % of total valid votes cast |
|-------------|------------------------------|------------------------------|----------------------|------------------------------|----------------------|------------------------------|-----------------------------|
| | Remote E – Voting | | E-Voting at the AGM | | Total | | |
| | No. of member voted | Number of votes cast by them | No. of members voted | Number of votes cast by them | No. of members voted | Number of votes cast by them | |



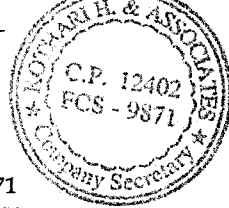
| | | | | | | | |
|-------------------|----|---------|---|------|----|---------|-----|
| Voted in Favour | 26 | 9731361 | 8 | 1700 | 34 | 9733061 | 100 |
| Voted Against | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Abstain / Invalid | 0 | 0 | 0 | 0 | 0 | 0 | 0 |

Based on the aforesaid results, Special Resolution as contained in item No. 3 has been passed unanimously.

9. The Electronic data and all other relevant records relating to the e-voting is under my safe custody and all will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

For KOTHARI H. & ASSOCIATES
Company Secretaries
(Peer Review Certificate No. 593/2019)

Sonam Jain



Sonam Jain
Membership No. F9871
Certificate of Practice No. 12402
UDIN: F009871E001096176

Place: Mumbai
Date: 27.09.2023

We, the undersigned witnesses that the votes were unblocked from e-voting website of Central Depository Services Limited (CDSL) at <https://www.evotingindia.com> in our presence at 11.49 A.M. on Wednesday, 27th September, 2023.

Mansi Thakkar

Ms. Mansi Thakkar

Dhwani Dogra

Mrs Dhwani Dogra

Countersign by the Chairman
For Systematix Corporate Services Limited

Nikhil Khandelwal

Nikhil Khandelwal
Managing Director
DIN: 00016387