

SYS/ S & L/ 006/SCSL

September 28, 2021

Department of Corporate Services

BSE Ltd.

P. J. Towers, Dalal Street,
Fort, Mumbai - 400 001.

Scrip Code : 526506

Sub : Voting results of the 36th 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 of the 36th Annual General Meeting (AGM) of the Company held on September 28, 2021.

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



Spruha Deshpande
Company Secretary
Membership No.:A25982
Encl: As Above



Systematix Corporate Services Limited

Registered Office : 206 - 207, Bansi 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 - 400 051
Tel : +91-22-6619 8000 / 4035 8000 Fax : +91-22-6619 8029 / 4035 8029
CIN : L91990MP1985PLC002969 Website : www.systematixgroup.in Email : secretarial@systematixgroup.in
SEBI Merchant Banking Registration No. : INM000004224



Voting Results

Date of the AGM	September 28, 2021
Total No. of shareholders on record date i.e. September 20, 2021	1832 Shareholders

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

Category	Number of shareholders present in person (including Authorised Representative) 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	5
Public	30
Total	35

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 approve the standalone and consolidated audited financial statements comprising balance sheet as at March 31, 2021, statement of profit and loss alongwith the schedules and cash flow statement of the company for the year ended March 31, 2021 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 Mr. Chandra Prakash Khandelwal (DIN: 00016373), who retires by rotation, and being eligible, offers himself for re-	Ordinary Resolution	Remote E-voting & E-voting during AGM	Requisite Majority



3.	To ratify the appointment of Auditors and fix their remuneration	Ordinary Resolution	Remote E-voting & E-voting during AGM	Requisite Majority
4.	To increase overall managerial remuneration of Mr. Chandra Prakash Khandelwal, Managing Director of the Company	Special Resolution	Remote E-voting & E-voting during AGM	Requisite Majority
5.	To re-appoint Mr. Nikhil Khandelwal as a Managing Director of the Company	Special Resolution	Remote E-voting & E-voting during AGM	Requisite Majority

RESOLUTION NO. 1

To consider and approve the standalone and consolidated audited financial statements comprising balance sheet as at March 31, 2021, statement of profit and loss alongwith the schedules and cash flow statement of the company for the year ended March 31, 2021 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	9611832	9611832	100	9611832	-	100	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		9611832	9611832	100	9611832	-	100
Public- Institutions	E-voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public- Non Institutions	E-voting	3368426	1885485	55.97	1885484	1	100	0.00
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		3368426	1885485	55.97	1885484	1	100
Total		12980258	11497317	88.58	11497316	1	100	0.00



RESOLUTION NO. 2

To appoint a Director in place of Mr. Chandra Prakash Khandelwal (DIN: 00016373), who retires by rotation, and being eligible, offers himself 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	9611832	9611832	100	9611832	-	100	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		9611832	9611832	100	9611832	-	100
Public- Institutions	E-voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public- Non Institutions	E-voting	3368426	1885485	55.97	1885484	1	100	0.00
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		3368426	1885485	55.97	1885484	1	100
Total		12980258	11497317	88.58	11497316	1	100	0.00

RESOLUTION NO. 3

To ratify the appointment of Auditors and fix their remuneration.

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	9611832	9611832	100	9611832	-	100	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		9611832	9611832	100	9611832	-	100
Public- Institutions	E-voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public- Non Institutions	E-voting	3368426	1885485	55.97	1885484	1	100	0.00
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		3368426	1885485	55.97	1885484	1	100
Total		12980258	11497317	88.58	11497316	1	100	0.00

RESOLUTION NO. 4

To increase the overall managerial remuneration of Mr. Chandra Prakash Khandelwal, Managing Director of the Company.

Resolution required: (Ordinary/ Special)			Special 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	9611832	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		9611832	-	-	-	-	-
Public-Institutions	E-voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public- Non Institutions	E-voting	3368426	1885485	55.97	1885484	1	100	0.00
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		3368426	1885485	55.97	1885484	1	100
Total		12980258	1885485	14.53	1885484	1	100	0.00

RESOLUTION NO. 5

To re-appoint Mr. Nikhil Khandelwal as a Managing Director of the Company.

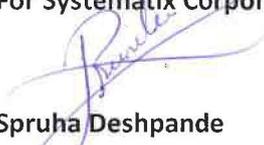
Resolution required: (Ordinary/ Special)			Special Resolution					
Whether promoter/ promoter group are interested in the agenda / resolution:			Yes					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes Polled on outstanding shares	No. of votes -in favour	No. of votes – against	% 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	9611832	9611832	100	9611832	-	100	-
	Poll		-	-	-	-	-	
	Postal Ballot (if applicable)		-	-	-	-	-	
	Total		9611832	9611832	100	9611832	-	100
Public-Institutions	E-voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	
	Postal Ballot		-	-	-	-	-	



	(if applicable)							
	Total	-	-	-	-	-	-	-
Public- Non Institutions	E-voting	3368426	1885485	55.97	1885484	1	100	0.00
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	3368426	1885485	55.97	1885484	1	100	0.00
Total		12980258	11497317	88.58	11497316	1	100	0.00

The above all Resolutions were passed with requisite majority.

For Systematix Corporate Services Limited


Spruha Deshpande
Company Secretary
Membership No. A25982



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
206-207, Bansi Trade Centre 581/5 M.G Road
Indore MP 452001

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 36th Annual General Meeting of Systematix Corporate Services Limited held on Tuesday, September 28, 2021 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 36th AGM of the Company, held on Tuesday, September 28, 2021 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 of the Companies Act, 2013 & the rules made thereunder including MCA General Circular No. 14/ 2020 dated April 8, 2020, Circular No. 17/ 2020 dated April 13, 2020, Circular No. 20/2020 dated May 5, 2020 and Circular No. 02/2021 dated January 13, 2021 and SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2021/11 dated January 15, 2021 and Listing Regulations, 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. My 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 the 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. On account of the threat posed by Covid-19 and 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 13, 2021.
3. Advertisement was published by the Company in English in The Free Press Journal, dated Saturday, 4th September, 2021 and in Hindi in Chautha Sansar, dated Saturday, 4th September 4, 2021. 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 Monday, 20 September, 2021, 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 Saturday, 25th September 2021 at 9.00 a.m. and ends on Monday, 27th September 2021 at 5.00 p.m. on <https://www.evotingindia.com/>.
6. On Tuesday, September 28, 2021 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 me in the presence of two witnesses Mr. Utsav Shah and Ms. Ishita Desai.
7. On scrutiny, we report that 35 Shareholders were present in the meeting in through Video Conferencing (VC)/Other Audio-Visual Means (OAVM).
8. Based on the results made available to me, 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 share holders, based on the report generated by CDSL, scrutinized on test-check basis and relied upon by me, 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 from CDSL and remote e-voting at AGM the consolidated result with respect to each item on the business as set out in the Notice of the 36th AGM dated 12th August, 2021 is enclosed;



Item No. 1.

Ordinary Resolution, To consider and approve the Standalone and Consolidated Audited Financial Statements comprising Balance Sheet as at 31st March, 2021, Statement of Profit and Loss along with the Schedules and Cash Flow Statement of the company for the year ended 31st March, 2021 together with the reports of Directors and Auditors thereon.

Particulars	Number of Votes Contained in						% of total valid votes cast
	E - Voting		Remote 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	25	11497316	NIL	NIL	25	11497316	100
Voted Against	1	1	NIL	NIL	1	1	Negligible
Abstain / Invalid	NIL	NIL	NIL	NIL	NIL	NIL	NIL

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

Item No. 2

Ordinary Resolution, To appoint a director in place of Mr. Chandra Prakash Khandelwal (DIN: 00016373) who retires by rotation and being eligible, offers himself for re-appointment.

Particulars	Number of Votes Contained in						% of total valid votes cast
	E - Voting		Remote 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	25	11497316	NIL	NIL	25	11497316	100
Voted Against	1	1	NIL	NIL	1	1	Negligible
Abstain / Invalid	NIL	NIL	NIL	NIL	NIL	NIL	NIL

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



Item No. 3.

Ordinary Resolution, To Ratify the Appointment of Auditors and to Fix Their Remuneration.

Particulars	Number of Votes Contained in						% of total valid votes cast
	E – Voting		Remote 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	25	11497316	NIL	NIL	25	11497316	100
Voted Against	1	1	NIL	NIL	1	1	Negligible
Abstain / Invalid	NIL	NIL	NIL	NIL	NIL	NIL	NIL

Based on the aforesaid results, Ordinary Resolution as contained in item No. 3 has been passed with requisite majority.

Item No. 4.

Special Resolution, To Increase the Overall Managerial Remuneration of Mr. Chandra Prakash Khandelwal, Managing Director of the company.

Particulars	Number of Votes Contained in						% of total valid votes cast
	E – Voting		Remote 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	19	1885484	NIL	NIL	19	1885484	100
Voted Against	1	1	NIL	NIL	1	1	Negligible
Abstain / Invalid	NIL	NIL	NIL	NIL	NIL	NIL	NIL

Based on the aforesaid results, Special Resolution as contained in item No. 4 has been passed with requisite majority.



Item No. 5.

Special Resolution, To Re-Appoint Mr. Nikhil Khandelwal as a Managing Director of the Company.

Particulars	Number of Votes Contained in						% of total valid votes cast
	E – Voting		Remote 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	25	11497316	NIL	NIL	25	11497316	100
Voted Against	1	1	NIL	NIL	1	1	Negligible
Abstain / Invalid	NIL	NIL	NIL	NIL	NIL	NIL	NIL

Based on the aforesaid results, Special Resolution as contained in item No. 5 has been passed with requisite majority.

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)



Hitesh Kothari
Membership No. F6038
Certificate of Practice No. 5502

Place: Mumbai
Date: 28.09.2021

UDIN: F006038C001024616

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 12.02 P. M. on Tuesday, 28th September, 2021.

U. S. Shah

Mr. Utsav Shah

Ishita Desai

Ms. Ishita Desai

Countersign by the Chairman

For Systematix Corporate Services Limited

Mr. Chandra Prakash Khandelwal
Managing Director
DIN: 00016373