



VBM Rao & Associates, Company Secretaries
(Consultants in Corporate and Business Laws)

M. Vijaya Bhaskara Rao LLB, FCS
Company Secretary in Practice

Flat No. 509, Elite Fort Apartments
Puppalaguda, Manikonda
HYDERABAD - 500 089, Telangana
Tel: 9642884441, 9492844441
vbmrao@gmail.com, secretaries@gmail.com

The Chairman
31st Annual General Meeting
SoftSol India Limited

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 by the Companies (Management and Administration) Amendment Rules, 2015 read with Companies (Amendment) Act, 2017 and voting by Ballot at the 31st Annual General Meeting of SOFTSOL INDIA LIMITED held on Thursday, 30th September, 2021 at 10.00 a.m.

1. I, M. Vijaya Bhaskara Rao, Proprietor of M/s. VBM Rao & Associates, Company Secretary in Practice (Membership No. FCS 6273, CP 5237) having my office at Flat 509, Elite Fort Apartments, Near Secretariat Colony, Puppalaguda, Manikonda, Hyderabad - 500089, had been appointed as the Scrutinizer of SOFTSOL INDIA LIMITED (CIN: L7220TG1990PLC011771) pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 as amended from time in respect of the 2 items (2 Resolutions) referred to in subsequent paragraphs for the purpose of scrutinizing in fair and transparent manner the Remote e-voting process and to scrutinize Ballot forms as may be received from the Shareholders at the AGM Venue in respect of the below mentioned resolutions at the 31st Annual General Meeting (AGM) held on Thursday, 30th September, 2021 at 10.00 a.m. at the Registered Office of the Company at Plot No. 4, Software Units Layout, Madhapur, Hyderabad - 500 081, Telangana.
2. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and related Rules in respect of voting through voting means i.e. Remote e-voting and Poll on the Resolutions contained in the Notice of the 31st Annual General Meeting of the Company.
3. As Scrutinizer for Remote e-voting process and for Poll conducted at the AGM, my responsibility is to provide the Scrutinizer's report of the Votes Cast in "favor" or "against" the resolutions stated in the notice, based on the votes casted through ballot papers at the meeting and reports generated from the e-voting system provided by Kfin Technologies Private Limited (Kfintech).
4. The notices of the 31st Annual General Meeting (Annual Report 2021) (softcopies) were dispatched / send on 4th September 2021 by emails to all available shareholders with emails.
5. The public advertisement with respect to dispatch of Notice of the 31st Annual General Meeting and conducting of voting through electronic means was published in "Financial Express" English News Paper and "Nava Telangana" Telugu News Paper on 6th September 2021.



6. The members were given an option to vote electronically on e-voting platform, provided by the M/s. Kfin Technologies Private Limited with which the Company had made necessary arrangement as well as by Ballot to those who had not cast their votes earlier through remote e-voting facility.
7. The Shareholders of the Company holding shares as on the "cut-off" date i.e. 23rd September 2021 were entitled to vote on the resolutions as contained in the notice of the Annual General Meeting.
8. The Remote e-voting commenced from Monday, 27th September 2021 at 09.00 A.M, and ended on Wednesday, 29th September, 2021 at 05.00 P.M. and the Remote e-voting platform was blocked thereafter by M/s. Kfin Technologies Private Limited.
9. The electronic votes cast accordingly were taken into account and at the end of the said voting period on 29th September 2021 at 5.00 PM and the M/s. Kfin Technologies Private Limited e-voting portal was blocked thereafter.
10. The votes cast by e-voting were unblocked on 30th September 2021 after 11.00 AM in the presence of a witness Mr. Sankar G, Manager-Corporate Registry | Kfin Technologies Private Limited and Mr. Suresh Babu. D, Manager-Corporate Registry | Kfin Technologies Private Limited who are not in the employment of the Company.
11. A register has been maintained electronically to record the assent and dissent votes in the respect of the resolutions.
12. I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data from Kfin Technologies Private Limited e-voting system and voting by Poll at the AGM.
13. Accordingly, I hereby submit my Consolidated Report as under on the result of the Remote e-voting and Poll conducted at the meeting in respect following Resolutions:-

Item No. 01 of the Notice of 31st AGM: Adoption of Audited Financial Statements of the Company (both standalone and consolidated basis) for the year ended March 31, 2021 and together with the Report of the Directors and the Auditors thereon.

Resolution required: Ordinary Resolution

Whether Promoters/Promoter Group are interested in the Agenda/Resolution: NO

Particulars	Remote e-voting		Vote by Poll at the AGM		Total		
	Number of Shareholders	Votes	Number of Shareholders	Votes	Number of Shareholders	Votes	%
Favour	25	412	27	12079358	52	12079770	100.00
Against	2	2	0	0	2	2	0
Invalid	0	0	0	0	0	0	0
Total	27	414	27	12079358	54	12079772	100.00

Item No. 02 of the Notice of 31st AGM: Ratifying the holding of office by M/s. PAVULURI & CO., Chartered Accountants, Hyderabad as Statutory Auditors up to the conclusion of 32nd AGM to be held in 2022 within their period of appointment.

Resolution required: Ordinary Resolution



Whether Promoters/Promoter Group are interested in the Agenda/Resolution: NO

Particulars	Remote e-voting		Vote by Poll at the AGM		Total		%
	Number of Shareholders	Votes	Number of Shareholders	Votes	Number of Shareholders	Votes	
Favour	25	412	27	12079358	52	12079770	100.00
Against	2	2	0	0	2	2	0
Invalid	0	0	0	0	0	0	0
Total	27	414	27	12079358	54	12079772	100.00

Based on the foregoing, both the resolutions as stated in the Notice of the Meeting of the Company are deemed to have been passed with the requisite majority on the date of the 31st AGM i.e. Thursday, 30th September 2021.


Yours faithfully,
For VBM Rao & Associates


M. Vijaya Bhaskara Rao
Company Secretary in Practice
M. No. FCS 6273 & CP No. 5237

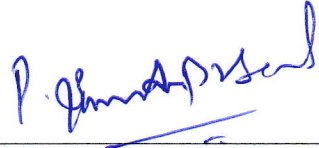

UDIN: F006273C001048688

Place: Hyderabad
Date: 30/09/2021



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For SOFTSOL INDIA LIMITED
BHASKARA RAO MADALA
Whole Time Director

Details of witnesses to the process of Polling conducted at the 31st Annual General Meeting of SOFTSOL INDIA LIMITED on Thursday, 30th day of September 2021 at 10.00 A.M. at the Registered Office at Plot No. 4, Software Units Layout, Madhapur, Hyderabad - 500 081.

Name & Address of Shareholder	Folio No. / DP ID / Client ID	Signature
P. SHYAM PRASAD 1-98/90/1/20, SAI NAGAR MADHAPUR, HYDERABAD- 500 081	IN300394 / 18332053	
MR. VITTAL CHERALA Plot No. 174,175,176, Flat No. 301, Lakshmi Nivasam Apts, Suvarna Valley, RTC Colony, Ameenpur, Hyderabad - 502032	IN300394 / 18928298	

Yours faithfully,

For VBM Rao & Associates



M. Vijaya Bhaskara Rao

Company Secretary in Practice

M. No. FCS 6273 & CP No. 5237

UDIN: F006273C001048688

Place: Hyderabad

Date: 30/09/2021



Counter signed
For SOFTSOL INDIA LIMITED

BHASKARA RAO MADALA
Whole Time Director