

# Mehta & Mehta

COMPANY SECRETARIES

REGD. OFFICE : 201-206, SHIV SMRITI, 2ND FLOOR, 49/A, DR. ANNIE BESANT ROAD, ABOVE CORPORATION BANK, WORLI, MUMBAI-400 018  
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## Report of Scrutinizer

[Pursuant to Section 110 of the Companies Act, 2013 and Rule 22 of the Companies (Management and Administration) Rules, 2014]

To,

**The Company Secretary**

Central Depository Services (India) Limited  
Unit No. A-2501, Marathon Futurex,  
Mafatlal Mills Compound,  
N. M. Joshi Marg, Lower Parel (E),  
Mumbai – 400013.

Dear Sir,

*Report on Postal Ballot Voting of Central Depository Services (India) Limited ("the Company")*

I, **Atul Mehta**, Partner, M/s. Mehta & Mehta, Practicing Company Secretaries have been appointed as a Scrutinizer by the Board of Directors of *Central Depository Services (India) Limited ("Company")* for the purpose of conducting the Postal Ballot / remote e-voting process carried out by the Company as per Section 110 and other applicable provisions, if any, of the Companies Act, 2013 and Rule 22 of the Companies (Management and Administration) Rules, 2014 on resolutions as mentioned in the Notice of Postal Ballot dated 20<sup>th</sup> June, 2019, in a fair and transparent manner and do hereby submit my report as under:

Report on Postal Ballot Voting of Central Depository Services (India) Limited



1. The dispatch of Postal Ballot Notice along with the Postal Ballot form was completed on 27<sup>th</sup> June, 2019.
2. The e-voting period commenced on Friday, 28<sup>th</sup> June, 2019, (09.00 a.m. IST) and ended on Saturday, 27<sup>th</sup> July, 2019 (05:00 p.m. IST).
3. The last date for receipt of Postal Ballot Forms was Saturday, 27<sup>th</sup> July, 2019 (05:00 p.m. IST).
4. The Members holding shares as on the "cut off" date i.e. Friday, 21<sup>st</sup> June, 2019 were entitled to vote on the proposed resolution.
5. The physical postal ballots received till the time fixed for closing of the postal ballot i.e. 05:00 p.m. IST on 27<sup>th</sup> July, 2019, were scrutinized and signatures of Members who had cast their votes were verified with their specimen signatures registered with Registrar and Transfer Agent ("RTA") and as provided by the depositories.
6. None of the incomplete, unsigned or incorrect Postal Ballot form has been considered.
7. The votes casted by the Members were scrutinized for the purpose of eliminating duplicate voting i.e. postal ballot form as well as remote e-voting and in case of votes casted by Members in both the modes; the votes casted through remote e-voting prevailed as set forth in the Postal Ballot Notice.
8. The result of the scrutiny of the above postal ballot voting including remote e-voting in respect of passing of resolutions contained in the notice dated 20<sup>th</sup> June, 2019, through Postal Ballot, is as under:



- a. **Ordinary resolution – Item No. 1: Recommend a panel of three names for appointment of MD & CEO to SEBI for seeking its prior approval:**

Voted in **favour** of the resolution:

Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
202	59133874	99.6142%

Votes against the resolution:

Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
16	229025	0.3858%

Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
7	506

- b. **Ordinary resolution - Item No. 2: Recommend the name of Shareholder Director to SEBI for seeking its prior approval:**

Voted in **favour** of the resolution:

Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
201	58276954	98.1724%

Voted against the resolution:

Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
20	1084920	1.8276%



**Invalid votes:**

Total number of members whose votes were declared invalid	Total number of votes cast by them
5	406

9. Both the resolution(s) has been passed by requisite majority since more than half of the votes are being casted in favour of the resolution.
10. The postal ballot forms and other related papers will be handed over to the Company for safe custody of the same after the Chairman signs the minutes of Postal Ballot process.

Thanking you,

Yours faithfully,  
For Mehta & Mehta  
Company Secretaries

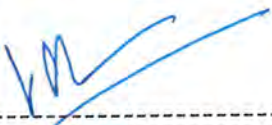
  
Atul Mehta  
Partner



FCS : 5782  
CP No : 2486

Date : 28/07/2019  
Place : Mumbai

Countersigned by

  
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**Person authorized by the Board of Directors**