



# MDS & Associates LLP

Company Secretaries

## COMBINED SCRUTINIZER'S REPORT FOR REMOTE E-VOTING AND E-VOTING AT THE ANNUAL GENERAL MEETING

(Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the  
Companies (Management and Administration) Rules, 2014 - as amended and  
Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements)  
Regulations, 2015)

To

The Chairman & Managing Director

26<sup>th</sup> Annual General Meeting of the Equity Shareholders of

**M/s. DATA PATTERNS (INDIA) LIMITED**

(CIN: L72200TN1998PLC061236)

Held on Tuesday, 30<sup>th</sup> July, 2024, at 11:00 AM (IST)

Through Video Conferencing (VC) / Other Audio-Visual Means (OAVM)

Dear Sir,

**Sub: Scrutinizer's Report on remote e-voting and e-voting conducted at the 26<sup>th</sup>  
Annual General Meeting of M/s. Data Patterns (India) Limited held on 30<sup>th</sup>  
July, 2024**

I, M D Selvaraj, FCS, Managing Partner of M/s. MDS & Associates LLP, Company Secretaries, Coimbatore, have been appointed by the Board of Directors of **M/s. Data Patterns (India) Limited** ("the Company") as the Scrutinizer for the purpose of scrutinizing the remote e-voting process and the e-voting conducted at the 26<sup>th</sup> Annual General Meeting in a fair and transparent manner and for the purpose of ascertaining the requisite majority on the remote e-voting and e-voting at the Annual General Meeting on the resolution(s) as set out in the Notice convening the 26<sup>th</sup> Annual General Meeting of the Company held on Tuesday, 30<sup>th</sup> July, 2024, at 11:00 AM (IST) through Video Conferencing (VC) / Other Audio-Visual Means (OAVM) in accordance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the relevant circulars issued by the Ministry of Corporate Affairs ("MCA Circulars") and Securities and Exchange Board of India ("SEBI Circulars") respectively from time to time permitting the conduct of the Annual General Meeting through VC/OAVM facility.



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### Responsibility of the Management

The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and the Rules made thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in relation to exercising of voting rights through electronic means, on the resolution(s) as set out in the Notice convening the 26<sup>th</sup> Annual General Meeting dated 18<sup>th</sup> May, 2024.

### Responsibility as a Scrutinizer

My responsibility, as a Scrutinizer for the remote e-voting process and for the e-voting at the 26<sup>th</sup> Annual General Meeting, is restricted to the preparation of a Scrutinizer's Report on the votes cast "in favour" or "against" the resolution(s), as set out in Item No. 1 to Item No. 6 in the Notice convening the 26<sup>th</sup> Annual General Meeting of the Company dated 18<sup>th</sup> May, 2024, based on the reports generated from the e-voting system provided by M/s. Link Intime India Private Limited ("LI IPL"), the Authorized Agency, engaged by the Company for providing e-voting facilities.

Further, since the meeting was held through VC/ OAVM facility in accordance with the said MCA Circulars and SEBI Circulars, the facility of appointment of proxies was not made available for the meeting. Accordingly, no proxy registers were made or maintained by the Company in respect of the said meeting.

Further, in addition to the above, I submit my report as under:

- a. The Notice dated 18<sup>th</sup> May 2024 convening the 26<sup>th</sup> Annual General Meeting (AGM) of the Company along with necessary statement setting out the material facts under Section 102 of the Companies Act, 2013 and the disclosure under Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), in respect of the below mentioned resolution(s) to be passed at the said 26<sup>th</sup> Annual General Meeting of the Company, were sent through electronic mail to the members who had registered their email ID with the Company / Depositories in accordance with the said MCA Circulars and SEBI Circulars. The Company has also placed the notice of the 26<sup>th</sup> Annual General Meeting on its website.
- b. The Company has availed the e-voting services offered by LI IPL for providing the remote e-voting and the facility of e-voting during the meeting to the shareholders of the Company.
- c. The remote e-voting period commenced on Saturday, the 27<sup>th</sup> day of July, 2024 at 9:00 AM (IST) and ended on Monday, the 29<sup>th</sup> day of July, 2024 at 5:00 PM (IST). During the period, the members of the Company, holding shares in physical



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and/or in dematerialized form, as on the cut-off date i.e., 23<sup>rd</sup> July 2024 were entitled to vote on the resolutions set out in the Notice of the 26<sup>th</sup> Annual General Meeting. The remote e-voting module of LIPL was disabled on Monday, the 29<sup>th</sup> day of July, 2024 at 05:00 PM (IST).

- d. Upon the commencement of the 26<sup>th</sup> Annual General Meeting, the e-voting platform was activated to enable the shareholders who were present at the 26<sup>th</sup> Annual General Meeting through video conferencing / other audio visual means and who had not cast their vote on the resolutions through remote e-voting to vote through e-voting facility at the meeting. The e-voting facility provided at the meeting was disabled at the conclusion of the Annual General Meeting
- e. I, as the Scrutinizer, unblocked the votes cast by the Shareholders of the Company through the e-voting process, on 30<sup>th</sup> day of July, 2024 at 12:13 PM (IST) in the presence of Mr. A Selten Jayaraj (Witness No.1) and Mr. MB Aadarsh (Witness No.2), who are not in employment of the Company in accordance with Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014 (as amended).
- f. Thereafter, the details containing *inter alia* the list of Equity Shareholders of the Company, who have cast "for" or "against" each of the resolution(s) that were put to vote through remote e-voting process and e-voting at the meeting, were generated from the e-voting portal of the LIPL.
- g. I have scrutinized the votes cast by remote e-voting and by e-voting at the Annual General Meeting and maintained registers in which necessary entries have been made in accordance with the Companies (Management and Administration) Rules, 2014 (as amended).
- h. Based on the reports generated from the e-voting portal of LIPL, I hereby submit my Combined Report on the results of the votes cast by the shareholders of the Company through remote e-voting and e-voting at the meeting on the resolution(s) as set out under Item No.1 to Item No.6 in the Notice convening the 26<sup>th</sup> Annual General Meeting as under:



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## Ordinary Business

### Resolution No: 1

#### Ordinary resolution

Adoption of the audited financial statements of the company for the financial year ended 31<sup>st</sup> March, 2024, together with the reports of the Board of Directors and the Auditors thereon.

#### VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	350	4,10,11,636	100.00
E-Voting at AGM	29	6,62,734	100.00
Total Voting	379	4,16,74,370	100.00

#### VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	6	92	Negligible
E-Voting at AGM	0	0	0.00
Total Voting	6	92	Negligible

#### INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
Remote E-Voting	0	0
E-Voting at AGM	0	0
Total Voting	0	0

Note: i. 3 shareholders holding 19 shares has partially abstained from voting through remote e-voting facility for 16 shares.

ii. 5 shareholders holding 68,854 shares has abstained from voting through remote e-voting facility.

Note: Thus, the Ordinary Resolution as given in Item No. 1 may be considered as passed with requisite majority.



**Ordinary Business****Resolution No: 2****Ordinary resolution**

Declaration of Final Dividend for the financial year 2023-2024.

**VOTES CAST IN FAVOUR OF THE RESOLUTION**

Mode of Voting	Number of Members Voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	356	4,10,80,411	100.00
E-Voting at AGM	29	6,62,734	100.00
Total Voting	385	4,17,43,145	100.00

**VOTES CAST AGAINST THE RESOLUTION**

Mode of Voting	Number of Members Voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	5	82	Negligible
E-Voting at AGM	0	0	0.00
Total Voting	5	82	Negligible

**INVALID VOTES**

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
Remote E-Voting	0	0
E-Voting at AGM	0	0
Total Voting	0	0

*Note: 4 shareholders holding 109 shares has partially abstained from voting through remote e-voting facility for 105 shares.*

Note: Thus, the Ordinary Resolution as given in Item No. 2 may be considered as passed with requisite majority.





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## Ordinary Business

### Resolution No: 3

#### Ordinary resolution

Re-appointment of Mr. Vijay Ananth K (DIN: 09398784) as Director, who retires by rotation and being eligible offers himself for re-appointment as a Director.

#### VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	340	4,09,65,609	99.72
E-Voting at AGM	29	6,62,734	100.00
<b>Total Voting</b>	<b>369</b>	<b>4,16,28,343</b>	<b>99.72</b>

#### VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	18	1,14,821	0.28
E-Voting at AGM	0	0	0.00
<b>Total Voting</b>	<b>18</b>	<b>1,14,821</b>	<b>0.28</b>

#### INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
Remote E-Voting	0	0
E-Voting at AGM	0	0
<b>Total Voting</b>	<b>0</b>	<b>0</b>

Note: i 4 shareholders holding 109 shares has partially abstained from voting through remote e-voting facility for 105 shares.

ii 3 shareholders holding 63 shares has abstained from voting through remote e-voting facility.

Note: Thus, the Ordinary Resolution as given in Item No. 3 may be considered as passed with requisite majority.



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## Special Business

### Resolution No: 4

#### Ordinary resolution

Ratification of remuneration payable to Mr. CMA G Sunderasan, Cost Accountant, (Membership No.11733), Cost Auditor of the Company.

#### VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	345	4,10,79,820	100.00
E-Voting at AGM	29	6,62,734	100.00
<b>Total Voting</b>	<b>374</b>	<b>4,17,42,554</b>	<b>100.00</b>

#### VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	12	584	Negligible
E-Voting at AGM	0	0	0.00
<b>Total Voting</b>	<b>12</b>	<b>584</b>	<b>Negligible</b>

#### INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
Remote E-Voting	0	0
E-Voting at AGM	0	0
<b>Total Voting</b>	<b>0</b>	<b>0</b>

Note: i 3 shareholders holding 19 shares has partially abstained from voting through remote e-voting facility for 16 shares.

ii 4 shareholders holding 178 shares has abstained from voting through remote e-voting facility.

Note: Thus, the Ordinary Resolution as given in Item No. 4 may be considered as passed with requisite majority.



## Special Business

### Resolution No: 5

#### Special resolution

Approval for adoption of new Articles of Association (AoA) of the Company.

#### VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	333	3,95,69,900	96.32
E-Voting at AGM	29	6,62,734	100.00
<b>Total Voting</b>	<b>362</b>	<b>4,02,32,634</b>	<b>96.38</b>

#### VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	24	15,10,504	3.68
E-Voting at AGM	0	0	0.00
<b>Total Voting</b>	<b>24</b>	<b>15,10,504</b>	<b>3.62</b>

#### INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
Remote E-Voting	0	0
E-Voting at AGM	0	0
<b>Total Voting</b>	<b>0</b>	<b>0</b>

Note: i 3 shareholders holding 19 shares has partially abstained from voting through remote e-voting facility for 16 shares.

ii 4 shareholders holding 178 shares has abstained from voting through remote e-voting facility.

Note: Thus, the Special Resolution as given in Item No. 5 may be considered as passed with requisite majority.





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## Special Business

### Resolution No: 6

#### Special resolution

Approval for creation of Charges on the movable and immovable properties of the Company, both present and future, in respect of the borrowings.

#### VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	275	3,39,33,362	82.60
E-Voting at AGM	29	6,62,734	100.00
Total Voting	304	3,45,96,096	82.88

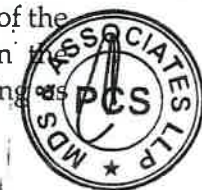
#### VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	81	71,47,041	17.40
E-Voting at AGM	0	0	0.00
Total Voting	81	71,47,041	17.12

#### INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
Remote E-Voting	0	0
E-Voting at AGM	0	0
Total Voting	0	0

- i. Further, pursuant to proviso to Regulation 37A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, special resolution passed by the members for creation of Charges on the movable and immovable properties of the Company, both present and future, in respect of the borrowings shall be acted upon only if the votes cast by public shareholders in favour of the resolution exceeds the votes cast by such public shareholders against the resolution. Accordingly, based on the reports generated from the e-voting portal of LIPL, I hereby submit the voting results of the votes cast by the public shareholders of the Company through remote e-voting and e-voting during the meeting on resolution as set out in the Item No. 6 of the Notice convening the meeting under:



## VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	271	1,01,90,979	58.78
E-Voting at AGM	29	6,62,734	100.00
<b>Total Voting</b>	<b>300</b>	<b>1,08,53,713</b>	<b>60.30</b>

## VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	81	71,47,041	41.22
E-Voting at AGM	0	0	0.00
<b>Total Voting</b>	<b>81</b>	<b>71,47,041</b>	<b>39.70</b>

## INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
Remote E-Voting	0	0
E-Voting at AGM	0	0
<b>Total Voting</b>	<b>0</b>	<b>0</b>

Note: i 3 shareholders holding 19 shares has partially abstained from voting through remote e-voting facility for 16 shares.

ii 5 shareholders holding 179 shares has abstained from voting through remote e-voting facility.

Note: Thus, the Special Resolution as given in Item No. 6 may be considered as passed with requisite majority.

Date : 31<sup>st</sup> July 2024

Based on the Scrutinizer's Report, the Resolution  
Nos. 1 to 6 have been duly passed with requisite majority

For MDS & Associates LLP  
Company Secretaries

*M.D. Selvaraj*

M D Selvaraj  
Managing Partner  
FCS No.: 960; C P No.: 411  
Peer Review No. 3030/2023  
UDIN: F000960F000863855

For DATA PATTERNS (INDIA) LIMITED

*S. Ravi*  
Chairman and Managing Director

