

Regd. / Corporate / Share Dept. Office:

901/902, Atlanta Centre, Sonawala Lane, Opp. Udhog Bhuvan,
Goregaon (E), Mumbai 400 063 Tel.: 91 22 4321 1800 Fax : 91 22 4321 1875
Email : clio_infotech@yahoo.com



CIN No.: L65990MH1992PLC067450

October 2, 2020

To,
The Manager - CRD
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai - 400001.

Dear Sir,

Sub: Scrutinizer Report of 28th Annual General Meeting held on Wednesday, 30th September, 2020

Ref: Company Code 530839

With reference to the captioned subject and pursuant to Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, please find enclosed the Scrutinizer Report of 28th Annual General Meeting held on Wednesday, 30th September, 2020 at 11:00 AM at Office no. 901/902, 9th Floor, Atlanta Centre, Opp. Udhog Bhavan, Sonawala road, Goregaon East, Mumbai 400063 and concluded at 12.00 P.M.

You are requested to take the above information in your records.

Thanking You,

Yours faithfully,

For Clio Infotech Limited

VShah



Vatsal Shah
Company Secretary & Compliance Officer
Membership No: A58032

Encl.: Consolidated Scrutinizer's Report

VIJAY KUMAR MISHRA

B. Com (Hons.), A C A . F C S

PARESH D PANDYA

B. Com., A.C.S.

VKM & ASSOCIATES

PRACTISING COMPANY SECRETARIES

116, Trinity Building, 1st Floor, 227, Dr. C. H. Street, Behind

Parsi Dairy, Marine Lines (E), Mumbai - 2. Tel. : 2207 7267

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**Form No. MGT-13
Report of Scrutinizer(s)**

**Combined Scrutinizer's Report (E-Voting & Poll)
For CLIO INFOTECH LIMITED**

**To,
The Chairman,
Clio Infotech Limited
901/902, 9th Floor, Atlanta Centre,
Sonawala Road, Goregaon (East),
Mumbai - 400063.**

Dear Sir,

Subject: 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 Companies (Management and Administration) Amendment Rules, 2015 and voting by poll at the Twenty Eighth Annual General Meeting of Clio Infotech Limited held on Wednesday, September 30, 2020 at 11:00 A.M. at Registered Office of the Company at 901/902, 9th Floor, Atlanta Centre, Sonawala Road, Goregaon (East), Mumbai - 400063.



I, Vijay Kumar Mishra, of VKM & Associates, Practising Company Secretaries, had been appointed as the Scrutinizer by the Board of Directors of Clio Infotech Limited (“the Company”) pursuant to Section 108 of the Companies Act, 2013 (“the Act”) read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, to conduct the remote e-voting process in respect of the below mentioned resolutions proposed at the 28th Annual General Meeting (“AGM”) of Clio Infotech Limited on Wednesday, September 30, 2020 at 11:00 A.M.

I was also appointed as Scrutinizer on September 05, 2020 to scrutinize the voting process at the said AGM.

At the request of the management, we hereby submit our Combined Scrutinizer report on e-voting and poll as under:

- a. The notice dated September 05, 2020, along with a statement setting out material facts under Section 102 of the Act as confirmed by the Company was sent to the shareholders in respect of the below-mentioned resolutions passed at the 28th AGM of the Company.
- b. The Company had availed the e-voting facility offered by National Securities Depository Limited (NSDL) for conducting remote e-voting by the Shareholders of the Company.
- c. The Company had also provided voting by way of the poll to the shareholders present at the 28th AGM and who had not cast their vote earlier through remote e-voting facility.
- d. The shareholders of the company holding shares as on the "cut-off" date of 23rd September, 2020 were entitled to vote on the resolutions as contained in the Notice of the 28th AGM.



- e. The voting period for remote e-voting commenced on Saturday, 26th September, 2020 (9.00 a.m.) and ended on Tuesday, 29th September, 2020 at (5.00 p.m.) and the NSDL e-voting platform was blocked thereafter.
- f. After the closure of the voting at the 28th AGM, the report on voting done at the meeting was generated in my presence and the voting was diligently scrutinized by me.
- g. The votes cast under remote e-voting facility were thereafter unblocked in the presence of two witnesses who were not in the employment of the Company and after the conclusion of the voting at the 28th AGM the votes cast there under were counted.
- h. I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the NSDL e-voting system and voting by the poll at the 28th AGM.
- i. The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting and the poll conducted at the venue of the meeting on the resolutions contained in the notice of the 28th AGM.
- j. My responsibility as scrutinizer for the remote e-voting and the voting conducted through a poll at the venue of the meeting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolutions.

I now submit my consolidated Report as under on the result of the remote e-voting and voting by the electronic voting system at the 28th AGM in respect of the said resolutions.



Resolution No. 1: Ordinary Resolution

To receive, consider, approve and adopt the audited Financial Statement for the Financial Year ended 31st March 2020 and the Reports of the Board of Directors and the Auditors thereon.

(i) Voted in favour of resolution.

Mode of Voting	Number of Members Voted	Number of valid votes cast by them	% of the total number of valid votes cast
Remote e-Voting	31	1085770	99.99%
Voting at AGM by Insta Poll	18	860862	100%
Total	49	1890254	99.99%

(ii) Voted against the resolution.

Mode of Voting	Number of Members Voted	Number of valid votes cast by them	% of the total number of valid votes cast
Remote e-Voting	1	21	0.01%
Voting at AGM by Insta Poll	0	0	0
Total	1	21	0.01%

(iii) Invalid votes.

Number of Members whose votes were declared invalid	Number of invalid votes cast by them
2	11



Resolution No. 2: Ordinary Resolution

To appoint Director in place of Mr. Suresh Bafna (DIN:01569163), who retires by rotation and being eligible, offers himself for re-appointment.

(i) Voted in favour of resolution.

Mode of Voting	Number of Members Voted	Number of valid votes cast by them	% of the total number of valid votes cast
Remote e-Voting	29	846115	77.92%
Voting at AGM by Insta Poll	18	860862	100%
Total	47	1706977	87.68%

(ii) Voted against the resolution.

Mode of Voting	Number of Members Voted	Number of valid votes cast by them	% of the total number of valid votes cast
Remote e-Voting	2	121	0.01%
Voting at AGM by Insta Poll	0	0	0
Total	2	121	0.01%

(iii) Invalid votes.

Number of Members whose votes were declared invalid	Number of invalid votes cast by them
3	239566



Resolution No. 3: Special Resolution**To re-appoint Mr. Suresh Bafna (DIN:01569163) as the Managing Director of the Company.****(i) Voted in favour of resolution.**

Mode of Voting	Number of Members Voted	Number of valid votes cast by them	% of the total number of valid votes cast
Remote e-Voting	29	846115	77.92%
Voting at AGM by Insta Poll	18	860862	100%
Total	47	1706977	87.68%

(ii) Voted against the resolution.

Mode of Voting	Number of Members Voted	Number of valid votes cast by them	% of the total number of valid votes cast
Remote e-Voting	2	121	0.01%
Voting at AGM by Insta Poll	0	0	0
Total	2	121	0.01%

(iii) Invalid votes.

Number of Members whose votes were declared invalid	Number of invalid votes cast by them
3	239566



Resolution No. 4: Special Resolution

To appoint Ms. Renuka Marwah (DIN:07322611) as an Independent Director of the Company.

(i) Voted in favour of resolution.

Mode of Voting	Number of Members Voted	Number of valid votes cast by them	% of the total number of valid votes cast
Remote e-Voting	30	1085670	99.99%
Voting at AGM by Insta Poll	18	860862	100%
Total	48	1890254	99.99%

(ii) Voted against the resolution.

Mode of Voting	Number of Members Voted	Number of valid votes cast by them	% of the total number of valid votes cast
Remote e-Voting	2	121	0.01%
Voting at AGM by Insta Poll	0	0	0
Total	2	121	0.01%

(iii) Invalid votes.

Number of Members whose votes were declared invalid	Number of invalid votes cast by them
2	11



k. The above Resolutions No 1 to No. 4 were passed with majority of Votes.

l. All electronic data and relevant records of voting will remain in my custody until the Chairman considers, approves and sign the Minutes of 28th Annual General meeting of the Company and after, the same will be handed over to Mr. Vatsal Shah, Company Secretary of the Company, for safe-keeping.

Thanking you,

For VKM & ASSOCIATES
Company Secretaries



Vijay Kumar Mishra

(Vijay Kumar Mishra)
Partner
C.P.No.4279

UDIN No. : F005023B000842783

Place : Mumbai

Date : 01/10/2020