

**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 1, 2021

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

Dear Sir,

**Sub: Scrutinizer Report of 29<sup>th</sup> Annual General Meeting held on Thursday, 30<sup>th</sup> September, 2021**

**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 29<sup>th</sup> Annual General Meeting held on Thursday, 30<sup>th</sup> September, 2021 at 10:00 AM at Office no. 901/902, 9<sup>th</sup> Floor, Atlanta Centre, Opp. Udhog Bhavan, Sonawala road, Goregaon East, Mumbai 400063 and concluded at 11.30 A.M.

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

Thanking You,

Yours faithfully,

For Clio Infotech Limited

A handwritten signature in blue ink that reads 'Vatsal Shah'.



**Vatsal Shah**  
**Company Secretary & Compliance Officer**  
**Membership No: A58032**

Encl.: Consolidated Scrutinizer's Report

**Clio Infotech Limited - Voting Results for 29th Annual General Meeting held on 30th September, 2021**

Date of AGM/EGM/Postal Ballot	30 <sup>th</sup> September, 2021
Record Date/ Cut-off date	23 <sup>rd</sup> September, 2021
Total number of shareholders on record date	8519
No. of Shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	3
Public:	29
No. of Shareholders attended the meeting through Video Conferencing:	<b>Not Applicable</b>
Promoters and Promoter Group:	
Public:	
No. of Resolution passed	4



**Agenda wise Disclosure  
Ordinary Business**

Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To receive, consider and adopt the Audited Financial Statements of the Company for the year ended 31st March, 2021 together with the Reports of the Board of Directors' and the Auditors' thereon				
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	762606	762606	100.0000	762606	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		762606	762606	100.0000	762606	0	100.0000
Public-Institutions	E-Voting	800	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		800	0	0.0000	0	0	0.0000
Public-Non Institutions	E-Voting	10247544	293807	2.8671	293807	0	100.0000	0.0000
	Poll		458644	4.4756	458644	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total		10247544	752451	7.3427	752451	0	100.0000
Total	Total	11010950	1515057	13.7595	1515057	0	100.0000	0.0000
Whether resolution is Passed or Not.							Yes	

VV Shah  


## Resolution (2)

Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint Director in place of Mr. Suresh Bafna (DIN: 01569163), Whole Time Director, who retires by rotation and being eligible, offers himself for re-appointment.				
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		762606	100.0000	762606	0	100.0000	0.0000
	Poll	762606						
	Postal Ballot (if applicable)							
	Total	762606	762606	100.0000	762606	0	100.0000	0.0000
Public-Institutions	E-Voting		0	0.0000	0	0	0	0
	Poll	800						
	Postal Ballot (if applicable)							
	Total	800	0	0.0000	0	0	0.0000	0.0000
Public-Non Institutions	E-Voting		293607	2.8651	293407	200	99.9319	0.0681
	Poll	10247544	458644	4.4756	458644	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total	10247544	752251	7.3408	752051	200	99.9734	0.0266
Total	Total	11010950	1514857	13.7577	1514657	200	99.9868	0.0132
Whether resolution is Pass or Not.							Yes	



### Resolution (3)

Resolution required: (Ordinary / Special) Whether promoter/promoter group are interested in the agenda/resolution?				Ordinary No				
Description of resolution considered				To appoint M/s. Parekh Shah & Lodha, Chartered Accountants, Mumbai (FRN: 107487W) as Statutory Auditors of the Companyhold office for a first term of five consecutive years from the conclusion of 29thAnnual General Meeting till the conclusion of 34thAnnual General Meeting to be held in the year 2026.				
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		762606	100.0000	762606	0	100.0000	0.0000
	Poll	762606						
	Postal Ballot (if applicable)							
	<b>Total</b>	762606	762606	100.0000	762606	0	100.0000	0.0000
Public-Institutions	E-Voting		0	0.0000	0	0	0	0
	Poll	800						
	Postal Ballot (if applicable)							
	<b>Total</b>	800	0	0.0000	0	0	0.0000	0.0000
Public-Non Institutions	E-Voting		293607	2.8651	293607	0	100.0000	0.0000
	Poll	10247544	458644	4.4756	458644	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	<b>Total</b>	10247544	752251	7.3408	752251	0	100.0000	0.0000
<b>Total</b>	<b>Total</b>	11010950	1514857	13.7577	1514857	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	



## Special Business

Resolution (4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint Mrs. Sejal Jain (DIN: 09092276) as an Independent Director of the Company.				
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	762606	762606	100.0000	762606	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		762606	762606	100.0000	762606	0	100.0000
Public-Institutions	E-Voting	800	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		800	0	0.0000	0	0	0.0000
Public-Non Institutions	E-Voting	10247544	292707	2.8564	291607	1100	99.6242	0.3758
	Poll		458644	4.4756	458644	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total		10247544	751351	7.3320	750251	1100	99.8536
<b>Total</b>	<b>Total</b>	11010950	1513957	13.7496	1512857	1100	99.9273	0.0727
Whether resolution is Pass or Not.							Yes	



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

Fax : 2207 7542 Mob.: 93229 77388

E-mail: vkmassociales@yahoo.com

**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,  
Opp. Udyog Bhavan, Sonawala Road,  
Goregaon (E), 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 29th (Twenty-Ninth) Annual General Meeting of Clio Infotech Limited held on Thursday, September 30, 2021 at 10.00 a.m. at Registered Office at 901-902, 9th Floor, Atlanta Centre, Opp. Udyog Bhavan, Sonawala Road, Goregaon (E), 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 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 29<sup>th</sup> Annual General Meeting (AGM) of Clio Infotech Limited on Thursday, September 30, 2021 at 10.00 a.m.

We were appointed as Scrutinizer on September 06, 2021 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 Ballot poll as under:

- a. The notice dated September 06, 2021, 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 29<sup>th</sup> 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 Ballot poll to the shareholders present at the 29<sup>th</sup> 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 23<sup>rd</sup> September, 2021 were entitled to vote on the resolutions as contained in the Notice of the 29<sup>th</sup> AGM.



- e. The voting period for remote e-voting commenced on Sunday, 26<sup>th</sup> September, 2021 (09.00 a.m.) and ended on Wednesday, 29<sup>th</sup> September, 2021 at (5.00 p.m.) and the NSDL e-voting platform was blocked thereafter.
- f. After the closure of the voting at the 29<sup>th</sup>AGM, the report on voting done at the meeting was generated in our presence and the voting was diligently scrutinized by us.
- 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 29<sup>th</sup> AGM the votes cast thereunder were counted.
- h. We 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 Ballot poll at the 29<sup>th</sup> 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 Ballot poll conducted at the venue of the meeting on the resolutions contained in the notice of the 29<sup>th</sup> AGM.
- j. Our responsibility as scrutinizer for the remote e-voting and the voting conducted through a Ballot 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.

We now submit our consolidated Report as under, based on the result of the remote e-voting and voting by Ballot poll at the 29<sup>th</sup> AGM in respect of the said resolutions.



### Resolution No. 1: Ordinary Resolution

To receive, consider and adopt the Audited Financial Statements of the Company for the year ended 31st March, 2021 together with 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	56	10,56,413	100%
Voting at AGM by Insta Poll	17	4,58,644	100%
Total	73	15,15,057	100%

**(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	0	0	0
Voting at AGM by Insta Poll	0	0	0
Total	0	0	0

**(iii) Invalid votes.**

Number of Members whose votes were declared invalid	Number of invalid votes cast by them
N A	NIL



## Resolution No. 2: Ordinary Resolution

To appoint Director in place of Mr. Suresh Bafna (DIN: 01569163), Whole Time Director, 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	54	10,56,213	99.99%
Voting at AGM by Insta Poll	17	4,58,644	100%
Total	71	15,14,857	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	200	0.01%
Voting at AGM by Insta Poll	0	0	0
Total	2	200	0.01%

**(iii) Invalid votes.**

Number of Members whose votes were declared invalid	Number of invalid votes cast by them
N A	NIL



### Resolution No. 3: Ordinary Resolution

To appoint M/s. Parekh Shah & Lodha, Chartered Accountants, Mumbai (FRN: 107487W) as Statutory Auditors of the Company hold office for a first term of five consecutive years from the conclusion of 29<sup>th</sup> Annual General Meeting till the conclusion of 34<sup>th</sup> Annual General Meeting to be held in the year 2026.

**(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	56	10,56,413	100%
Voting at AGM by Insta Poll	17	4,58,644	100%
Total	73	15,15,057	100%

**(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	0	0	0
Voting at AGM by Insta Poll	0	0	0
Total	0	0	0

**(iii) Invalid votes.**

Number of Members whose votes were declared invalid	Number of invalid votes cast by them
N A	NIL



#### Resolution No. 4: Ordinary Resolution

To appoint Mrs. Sejal Jain (DIN: 09092276) 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	54	10,55,313	99.90%
Voting at AGM by Insta Poll	17	4,58,644	100%
Total	71	15,13,957	99.90%

**(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	1100	0.10%
Voting at AGM by Insta Poll	0	0	0
Total	0	0	0.10%

**(iii) Invalid votes.**

Number of Members whose votes were declared invalid	Number of invalid votes cast by them
N A	NIL



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

l. All electronic data and relevant records of voting will remain in our custody until the Chairman considers, approves and sign the Minutes of 29<sup>th</sup> 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.

For VKM & ASSOCIATES  
Company Secretaries



*Vijay Kumar Mishra*

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

**UDIN : F005023C001061199**

**Place : Mumbai**

**Date : 01/10/2021**