

September 26, 2020

TAKE/BSE/2020-21

The Manager
Dept. of Corporate Services-Listing
Bombay Stock Exchange Limited,
P. J. Towers, Dalal Street,
Mumbai - 400001
Scrip Code: 532890

TAKE/NSE/2020-21

The Manager-Listing Department
National Stock Exchange of India Limited
Exchange Plaza,
Bandra - Kurla Complex, Bandra (East),
Mumbai - 400051
Symbol: TAKE

Dear Sir/ Madam,

Sub: Nineteenth Annual General Meeting and Voting Results

We wish to inform the Stock Exchange that, the Nineteenth Annual General Meeting of the Company was held on September 25, 2020. In this regard, please find enclosed the following:

- i. Summary of proceedings of the AGM as required under Regulation 30, Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015 as Annexure – I.
- ii. Report of Scrutinizer dated September 25, 2020, pursuant to Section 108 of the Companies Act, 2013, read with Rules made thereunder as Annexure - II.
- iii. Voting Results as required under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as Annexure - III.

Thanking you.

Yours Sincerely,

For TAKE Solutions Limited



Avaneesh Singh
Company Secretary



Encl: As above



Annexure - I

PROCEEDINGS OF THE NINETEENTH ANNUAL GENERAL MEETING OF TAKE SOLUTIONS LIMITED HELD ON FRIDAY, SEPTEMBER 25TH 2020 AT 4.30 PM

The Nineteenth Annual General Meeting of the Members of the Company ("AGM") was held on September 25, 2020 through video conferencing (VC)/Other Audio Visual Means (OAVM) at 4.30 PM.

Mr. N. Kumar, Chairman of the Board of the Company took the Chair and welcomed the Members present at the Annual General Meeting of the Company. He informed the members that in view of the government advisories issued on travel / public gatherings, in combating the COVID-19 pandemic and to support the health and well-being of all stakeholders, the 19th AGM is being conducted through video conferencing in compliance with applicable MCA and SEBI Circulars. He confirmed that the members forming requisite quorum have logged-in and that the Independent Directors / Auditors have also logged in and present in the meeting. The following Directors /officials attended the AGM:

1. Mr. N Kumar, Independent Director, Chairman of Board & Chairman of Stakeholders' Relationship Committee
2. Mr. Srinivasan H.R., Vice-Chairman & Managing Director
3. Mr. R. Sundara Rajan, Independent Director, Chairman of the Audit Committee & Chairman of Nomination and Remuneration Committee
4. Mr. V. Murali, Independent Director
5. Mr. B. Srinivasan, Independent Director
6. Ms. Uma Krishnan, Independent Director
7. Ms. N S Shobana, Executive Director
8. Mr. S. Srinivasan, Non- Executive Director
9. Mr. Lalit Mahapatra, CFO
10. Mr. Avaneesh Singh – Company Secretary

The representatives of the Statutory Auditors and Secretarial Auditors were also present at the AGM.

Total 100 Members, holding 9,91,24,898 shares, participated through video conferencing (VC)/Other Audio Visual Means in the Annual General Meeting.

The Chairman ascertained the requisite quorum and called the meeting to order.

He introduced the Directors and officials present in the meeting and then delivered his speech on the performance of the Company for the financial year 2019-20.

The Chairman, *inter-alia*, informed the Members that the Registers as required under the Companies Act, 2013 were available for inspection by the Members. He also informed that Auditor's Report and Secretarial Auditor's Report do not have any audit qualification, reservation or adverse remarks.

The Chairman explained the members that pursuant to the provisions of Companies Act, 2013 and Regulation 44 of SEBI (Listing Obligation & Disclosure Requirements), Regulations, 2015, the Company had provided e-Voting facility to its Members for the businesses proposed in the AGM Notice through CDSL platform. E- Voting commenced on Tuesday, September 22, 2020 at 9:00 am and ended on Thursday, September 24, 2020 at 5:00 pm.

**TAKE SOLUTIONS LIMITED
CHENNAI**



The Chairman further informed that M. Alagar & Associates, Practicing Company Secretary, Chennai was appointed by the Board, as an Independent Scrutinizer for conducting the remote e-voting and e-voting at the 19th AGM in a fair and transparent manner.

On the invitation of the Chairman, Speaker Shareholders addressed the Meeting, gave their suggestions and raised queries on the Company's accounts, business and operations, which were duly responded to by the Vice-Chairman & Managing Director and the Company Secretary.

The following resolutions, which were circulated to the members as part of the notice to the AGM, were proposed to the Members for voting:

Ordinary Business:

1. a. Adoption of Audited Standalone Financial Statements for the Financial Year ended March 31, 2020 together with the Report of the Board of Directors and the Auditors thereon
- b. Adoption of Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2020 together with the report of the Auditors thereon
2. Re-appointment of Mr. S. Srinivasan (DIN 00014652), Director retiring by rotation.

Special Business:

3. Appointment of Mr. Balasubramanian Srinivasan (DIN 07121117) as a Non - Executive Independent Director (Ordinary Resolution)
4. Re-classification of certain Individuals and Entities from Promoter Group to Public Category (Ordinary Resolution)

The Chairman requested the scrutinizer to initiate the poll. He also informed the Members that the combined results of the remote e-voting and e-voting at the AGM would be announced to the Stock Exchanges in the format prescribed under Regulation 44 of SEBI (Listing Obligation & Disclosure Requirements), Regulations, 2015 and will also be made available on the website of the Company.

The Chairman thanked the Members of the Company for their participation.

The poll was initiated thereafter, and the Meeting concluded at 5:05 PM

For TAKE Solutions Limited

Avaneesh Singh
Company Secretary



Annexure II

CONSOLIDATED REPORT OF THE SCRUTINIZER

(Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended)

To,
The Chairperson,
Take Solutions Limited,
No.27, Tank Bund Road,
Nungambakkam,
Chennai - 600034.

Sub: Consolidated Scrutinizer's Report of the Remote E-Voting and E-Voting conducted at the 19th Annual General Meeting (AGM) of TAKE Solutions Limited held on Friday, September 25, 2020 at 4:30 PM (IST) through Video Conferencing (VC)/ Other Audio Visual Means (OAVM).

1. I, M. Alagar, Practising Company Secretary (COP No.8196), have been appointed as the Scrutinizer by the Board of Directors of Take Solutions Limited ("the Company") for the Annual General meeting held on Friday, September 25, 2020 at 4:30 PM (IST) through Video Conferencing / Other Audio Visual Means, 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 to time and subject to Regulation 44 of SEBI (LODR) Regulations, 2015 to conduct the Remote E-Voting for passing the items on the agenda as contained in the AGM Notice dated June 24, 2020 of the 19th Annual General Meeting ("AGM") of the Equity Shareholders of the Company.

2. In view of the continuing COVID-19 pandemic, the Ministry of Corporate Affairs vide its Circular No.20/2020 dated May 05, 2020 read with Circular No.14/2020 dated April 8, 2020 and Circular No.17/2020 dated April 13, 2020 has permitted conducting of Annual General Meeting of the Company through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM") without the physical presence of the members for the meeting at a common venue. Since the AGM is held in pursuance of the above-mentioned circulars, the physical presence of the members has been dispensed with and the facility for appointment of proxies by the members was also dispensed with.

Members attended the meeting through VC or OAVM had been counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

3. The management of the Company is responsible to ensure compliance with the requirements of the following for conducting the AGM of the Company through VC / OAVM:

- i. The Companies Act, 2013 and the rules made thereunder and the Circulars published by Ministry of Corporate Affairs (MCA) in this regard and



- ii. SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("LODR") relating to Remote E-Voting and E-Voting at the AGM on the resolutions contained in the Notice calling the AGM.
- 4.** The Company had availed the voting facility offered by Central Depository Securities Limited (CDSL), for conducting Remote E-voting and E-voting at the AGM, to enable the members to exercise their right to vote by electronic means.
- 5.** My Responsibility as a scrutinizer for the voting process is restricted to preparing a Scrutinizer Report on the votes cast "in favour" or "against" the resolution(s) based on the reports generated from the E-Voting system provided by the Central Depository Services (India) Limited (CDSL).
- 6.** The Shareholders of the Company holding shares as on the "**Cut-off**" date of (i.e. on Friday, September 18, 2020) were entitled to vote on the resolution as set out in the AGM Notice.
- 7.** The remote E-Voting commenced on Tuesday, 22nd September, 2020, 9:00 AM (IST) and ended on Thursday, 24th September, 2020 at 5:00 PM (IST) and the CDSL E-Voting platform was closed in due time. After declaration of voting by the Chairperson, the shareholders present at the AGM through VC / OAVM voted through e-voting facility provided by CDSL at the AGM.
- 8.** The shareholders who had voted by remote e-voting through the facility provided by CDSL had been blocked and only those members who were present at the AGM through VC and who had not voted on remote E-Voting were allowed to cast their votes through E-Voting system during the AGM.
- 9.** After closure of E-Voting at the AGM, the votes cast through E-Voting at the AGM and through remote E-Voting prior to the date of AGM were unblocked in the presence of two witnesses, who are not in the employment of the company. The e-voting data/results downloaded from the e-voting system of CDSL were scrutinized and reviewed, the votes were counted, and the results were prepared.
- 10.** Based on the data downloaded from CDSL e-voting system, the total votes cast in "favour" or "against" on all the resolutions proposed in the Notice of the AGM are submitted by me as under:

Resolution No.1

To consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2020, together with the Reports of the Board of Directors and Auditors thereon. (**Ordinary Resolution**)

S. No	Particulars	Total	Assent	Dissent
1.	Number of members voting	140	129	11
2.	Number of votes cast by them	105641060	105640442	618



3.	% of votes cast	100%	99.999%	0.001%
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RESULT:

I report that the Ordinary Resolution with regard to Resolution No.1 as set out in the Notice of the AGM has been passed by members through E-Voting at the AGM and remote e-voting with requisite majority.

Resolution No.2

To appoint Mr. S Srinivasan (DIN: 00014652) who retires by rotation in terms of Section 152(6) of the Companies Act, 2013, at this Annual General Meeting and being eligible, offers himself for re-appointment. (**Ordinary Resolution**)

S.No	Particulars	Total	Assent	Dissent
1.	Number of members voting	140	108	32
2.	Number of votes cast by them	105711549	103526911	2184638
3.	% of votes cast	100%	97.93%	2.07%

RESULT:

I report that the Ordinary Resolution with regard to Resolution No.2 as set out in the Notice of the AGM has been passed by members through E-Voting at the AGM and remote e-voting with requisite majority.

Resolution No.3

Appointment of Mr. Balasubramanian Srinivasan (DIN: 07121117), as a Non - Executive Independent Director (**Ordinary Resolution**)

S.No	Particulars	Total	Assent	Dissent
1.	Number of members voting	140	126	14
2.	Number of votes cast by them	105711549	105708478	3071
3.	% of votes cast	100%	99.999%	0.001%

RESULT:

I report that the Ordinary Resolution with regard to Resolution No.3 as set out in the Notice of the AGM has been passed by members through E-Voting at the AGM and remote e-voting with requisite majority.



Resolution No.4

Re-classification of Promoter Group to Public Category (**Ordinary Resolution**)

S.No	Particulars	Total	Assent	Dissent
1.	Number of members voting	141	126	15
2.	Number of votes cast by them	105711570	105708176	3394
3.	% of votes cast	100%	99.999%	0.001%

RESULT:

I report that the Ordinary Resolution with regard to Resolution No.4 as set out in the Notice of the AGM has been passed by members through E-Voting at the AGM and remote e-voting with requisite majority.

You may accordingly declare the result of the remote E-Voting and E-Voting during the AGM.

The Electronic data and relevant records relating to Remote e-voting/E-voting at the AGM shall remain in our safe custody until the Chairperson considers, approves and signs the minutes of the aforesaid Annual General Meeting and thereafter the same will be handed over to the Company Secretary for the safe keeping.

Thanking you,

Yours truly,

For **M. Alagar & Associates**

Digitally signed by M
M ALAGAR
ALAGAR
Date: 2020.09.26
13:10:53 +05'30'

M.Alagar
F.C.S. – 7488
C.P No. 8196
UDIN: F007488B000777444



Date: September 26, 2020

Place: Chennai

Take Solutions Limited								
Resolution Required : (Ordinary)			1 - Consideration and adoption of Audited Standalone & Consolidated Financial Statements for the financial year ended March 31, 2020, together with the Reports of the Board of Directors and Auditors thereon.					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting		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
		No. of shares held	[1]	[2]	[3]=[2]/[1]*100	[4]	[5]	[6]=[4]/[2]*100
Promoter and Promoter Group	E-Voting	86758565	86523565	99.7291	86523565	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		86523565	99.7291	86523565	0	100.0000	0.0000
Public Institutions	E-Voting	10118665	6511687	64.3532	6511687	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		6511687	64.3532	6511687	0	100.0000	0.0000
Public Non Institutions	E-Voting	51056770	12491158	24.4652	12490540	618	99.9951	0.0049
	Poll		114650	0.2246	114650	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		12605808	24.6898	12605190	618	99.9951	0.0049
Total		147934000	105641060	71.4109	105640442	618	99.9994	0.0006



Take Solutions Limited							
Resolution Required : (Ordinary)			2 - To appoint Mr. S Srinivasan (DIN: 00014652) who retires by rotation				
Whether promoter/ promoter group are interested in the agenda/resolution?			NO				
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
			[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]
Promoter and Promoter Group	E-Voting	86758565	86523565	99.7291	86523565	0	100.0000
	Poll		0	0.0000	0	0	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000
	Total		86523565	99.7291	86523565	0	100.0000
Public Institutions	E-Voting	10118665	6582197	65.0501	4400435	2181762	66.8536
	Poll		0	0.0000	0	0	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000
	Total		6582197	65.0501	4400435	2181762	66.8536
Public Non Institutions	E-Voting	51056770	12491137	24.4652	12490407	730	99.9942
	Poll		114650	0.2246	112504	2146	98.1282
	Postal Ballot		0	0.0000	0	0	0.0000
	Total		12605787	24.6897	12602911	2876	99.9772
Total		147934000	105711549	71.4586	103526911	2184638	97.9334
							2.0666



Take Solutions Limited

Resolution Required : (Ordinary)			3 - Appointment of Mr. Balasubramanian Srinivasan as a Non - Executive Independent Director					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
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
Promoter and Promoter Group	E-Voting	86758565	86523565	99.7291	86523565	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		86523565	99.7291	86523565	0	100.0000	0.0000
Public Institutions	E-Voting	10118665	6582197	65.0501	6582197	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		6582197	65.0501	6582197	0	100.0000	0.0000
Public Non Institutions	E-Voting	51056770	12491137	24.4652	12490212	925	99.9926	0.0074
	Poll		114650	0.2246	112504	2146	98.1282	1.8718
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		12605787	24.6897	12602716	3071	99.9756	0.0244
Total		147934000	105711549	71.4586	105708478	3071	99.9971	0.0029



Take Solutions Limited

Resolution Required : (Ordinary)			4 - Re-classification of Promoter Group to Public Category					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
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
			[1]	[2]	[3]={[2]/[1]>*100}	[4]	[5]	[6]={[4]/[2]}*100
Promoter and Promoter Group	E-Voting	86758565	86523565	99.7291	86523565	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		86523565	99.7291	86523565	0	100.0000	0.0000
Public Institutions	E-Voting	10118665	6582197	65.0501	6582197	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		6582197	65.0501	6582197	0	100.0000	0.0000
Public Non Institutions	E-Voting	51056770	12491158	24.4652	12490085	1073	99.9914	0.0086
	Poll		114650	0.2246	112329	2321	97.9756	2.0244
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		12605808	24.6898	12602414	3394	99.9731	0.0269
Total		147934000	105711570	71.4586	105708176	3394	99.9968	0.0032

