

August 12, 2021

TAKE/BSE/2021-22

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

TAKE/NSE/2021-22

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: Twentieth Annual General Meeting and Voting Results

We wish to inform the Stock Exchange that, the Twentieth Annual General Meeting of the Company was held on August 11, 2021. 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 August 11, 2021, 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



Srinivasan. P
Company Secretary
Encl: As above



Annexure - I

PROCEEDINGS OF THE TWENTIETH ANNUAL GENERAL MEETING OF TAKE SOLUTIONS LIMITED HELD ON WEDNESDAY, AUGUST 11, 2021, AT 11:00 A.M

The Twentieth Annual General Meeting of the Members of the Company (“AGM”) was held on August 11, 2021, through video conferencing (VC)/Other Audio-Visual Means (OAVM) at 11:00 A.M.

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 20th 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. V. Murali, Independent Director
4. Mr. B. Srinivasan, Independent Director & Chairman of Nomination and Remuneration Committee
5. Ms. Uma Krishnan, Independent Director & Chairman of the Audit Committee
6. Ms. N S Shobana, Executive Director
7. Mr. Lalit Mahapatra, CFO
8. Mr. Srinivasan. P – Company Secretary

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

Total 45 Members, holding 7,88,13,534 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 2020-21.

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 Sunday, August 8, 2021, at 9:00 am and ended on Tuesday August 10, 2021, at 5:00 pm.



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 20th 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.

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, 2021 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, 2021, together with the report of the Auditors thereon
2. Re-appointment of Ms. Shobana N.S (DIN: 01649318), Director retiring by rotation.

Special Business:

3. Approval for payment of Commission to Independent Directors for a period of three financial years from April 1, 2021 (**Special 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 11:35 A.M.

For TAKE Solutions Limited




**Srinivasan. P
Company Secretary**

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 20th Annual General Meeting (AGM) of Take Solutions Limited held on Wednesday, 11th August, 2021 at 11.00 AM held 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 Wednesday, August 11th, 2021 at 11.00 AM 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, 2021 of the 20th Annual General Meeting ("AGM") of the Equity Shareholders of the Company.

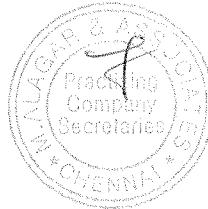
2. In view of the continuing COVID-19 pandemic, the Ministry of Corporate Affairs ("MCA") has vide its General Circular No.02/2021 dated January 13, 2021, read with General Circular No.39/2020 dated December 31, 2020, read with General Circular No.20/2020 dated May 5, 2020 read with General Circular No.14/2020 dated April 8, 2020 read with General Circular No.17/2020 dated April 13, 2020 (collectively referred to as "MCA Circulars") (collectively referred to as "MCA Circulars**") 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 MCA Circulars.
 - 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 Tuesday, 03rd August, 2021) were entitled to vote on the resolution as set out in the AGM Notice.
- 7.** The remote E-Voting commenced on Sunday, 08th August, 2021, 9:00 AM (IST) and ended on Tuesday, 10th August, 2021 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 31,2021, 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	96	95	1
2.	Number of votes cast by them	79428768	79428668	100
3.	% of votes cast	100%	99.9999%	0.0001%

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 Ms. Shobana N.S (DIN: 01649318) who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 at this Annual General Meeting and being eligible, seeks reappointment. (**Ordinary Resolution**)

S. No	Particulars	Total	Assent	Dissent
1.	Number of members voting	98	93	5
2.	Number of votes cast by them	79499279	79498572	707
3.	% of votes cast	100%	99.9991%	0.0009%

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

Approval for payment of Commission to Independent Directors for a period of three financial years from April 1, 2021 (**Special Resolution**)

S. No	Particulars	Total	Assent	Dissent
1.	Number of members voting	98	89	9
2.	Number of votes cast by them	79499279	79497256	2023
3.	% of votes cast	100%	99.9975%	0.0025%

RESULT:

I report that the Special 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.

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

Voting details as required under Regulation 44 of SEBI LODR is enclosed as **Annexure I** of this report.

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**


M. Alagar
Managing Partner
F.C.S. - 7488
C.P No. 8196
UDIN: F007488C000768688



Date: August 11, 2021

Place: Chennai

Annexure - III

Annexure I

The details of Voting Results with regard to the Ordinary/Special Resolution as required under Regulation 44 of the SEBI Listing Regulations, as under:

Resolution No.			1. To Consider and adoption of Audited Standalone & Consolidated Financial Statements for the financial year ended March 31, 2021, together with the Reports of the Board of Directors and Auditors thereon.						
Resolution required: (Ordinary / Special)			Ordinary Resolution						
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	
Promoter and Promoter Group	E-Voting	79011371	78876371	99.8291	78876371	0	100	0	
	Poll		0	0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total		78876371	99.8291	78876371	0	100	0	
Public- Institutions	E-Voting	2718207	490116	18.0309	490116	0	100	0	
	Poll		0	0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total		490116	18.0309	490116	0	100	0	
Public- Non Institutions	E-Voting	66204422	62277	0.0941	62177	100	99.8394	0.1606	
	Poll		4	0	4	0	100	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total		62281	0.0941	62181	100	99.8394	0.1606	
Total			147934000	79428768	53.6920	79428668	100	99.9999	
								0.0001	



Resolution No.			2. To appoint Ms. Shobana N.S (DIN: 01649318) who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 at this Annual General Meeting and being eligible, seeks reappointment.						
Resolution required: (Ordinary/ Special)			Ordinary Resolution						
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	
Promoter and Promoter Group	E-Voting	79011371	78876371	99.8291	78876371	0	100	0	
	Poll		0	0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total	79011371	78876371	99.8291	78876371	0	100	0	
Public- Institutions	E-Voting	2718207	560626	20.6248	560626	0	100	0	
	Poll		0	0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total	2718207	560626	20.6248	560626	0	100	0	
Public- Non Institutions	E-Voting	66204422	62278	0.0941	61571	707	98.8648	1.1352	
	Poll		4	0	4	0	100	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total	66204422	62282	0.0941	61575	707	98.8648	1.1352	
Total		147934000	79499279	53.7397	79498572	707	99.9991	0.0009	



Resolution No.			3. Approval for payment of Commission to Independent Directors for a period of three financial years from April 1, 2021.						
Resolution required: (Ordinary/ Special)			Special Resolution						
Whether promoter/ promoter group are interested in the agenda /resolution?			Yes						
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	
Promoter and Promoter Group	E-Voting	79011371	78876371	99.8291 <small>(3)=[(2)/(1)] *100</small>	78876371	0	100	0	
	Poll		0	0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total		78876371	99.8291	78876371	0	100	0	
Public- Institutions	E-Voting	2718207	560626	20.6248	560626	0	100	0	
	Poll		0	0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total		560626	20.6248	560626	0	100	0	
Public- Non Institutions	E-Voting	66204422	62278	0.0941	60255	2023	96.7517	3.2483	
	Poll		4	0	4	0	100	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total		62282	0.0941	60259	2023	96.7519	3.2481	
Total		147934000	79499279	53.7397	79497256	2023	99.9975	0.0025	

