

**May 2, 2022**

TAKE/BSE/2022-23

The Manager

Dept. of Corporate Services-Listing  
BSE Limited,  
P. J. Towers, Dalal Street,  
Mumbai - 400001

**Scrip: 532890**

TAKE/NSE/2022-23

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: Declaration of Voting Results in connection with the Postal Ballot of the Company pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements), 2015.**

We wish to inform that the Company had conducted Postal Ballot for passing special resolution pursuant to Sections 108 and 110 of the Companies Act, 2013 (“Act”), and other applicable provisions of the Act, if any, read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014. The last date for receipt of the postal ballot e-votes was fixed as Friday, April 29, 2022 (5.00 p.m. IST).

On the basis of the report received from the Scrutinizer, the Company declares that the resolution as set forth in the Postal Ballot Notice dated February 8, 2022, was not approved with the requisite majority.

In this regard, please find enclosed the following:

1. Report of Scrutinizer dated May 2, 2022, pursuant to Sections 108 and 110 of the Companies Act, 2013 and Rules made thereunder as Annexure-I.
2. Voting Results as required under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements), 2015 as Annexure-II.



Kindly take the same on record and acknowledge.

Thanking you.

Yours faithfully,  
For TAKE Solutions Limited



*P.Srinivasan*

**Srinivasan. P**  
**Company Secretary**  
Encl: As above

**SCRUTINIZER'S REPORT**

*(Pursuant to Section 108, 110 of the Companies Act, 2013,  
Rule 20, 21 & 22 of the Companies (Management and Administration) Rules, 2014 and  
Regulation 44 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015)*

To,  
The Chairperson,  
M/s. Take Solutions Limited,  
No 27, Tank Bund Road, Nungambakkam,  
Chennai – 600 034, Tamil Nadu, India.

Dear Sir,

**Sub: Scrutinizer's Report on Postal Ballot conducted through Remote Electronic Voting in respect of passing of the resolution contained in the Postal Ballot Notice dated 08<sup>th</sup> February 2022.**

I, Mohan Rao Prathyusha, Practising Company Secretary and Designated Partner, M/s. AKB & Associates Company Secretaries LLP, Practising Company Secretaries, having office at No. 9, Adwave Towers, B & C Block, 2<sup>nd</sup> Floor, South Boag Road, T. Nagar, Chennai – 600 017, Tamil Nadu, India, have been appointed as Scrutinizer by the Board of Directors of M/s. Take Solutions Limited ("the Company") vide their resolution on 08<sup>th</sup> February, 2022 for the purpose of conducting the Postal Ballot process through remote voting by electronic means ("remove e-voting") in a fair and transparent manner as per the provisions of the Companies Act, 2013 and Rule 22(5) of the Companies (Management and Administration) Rules, 2014 on the Special Resolution as set out in the Postal Ballot Notice dated 08<sup>th</sup> February, 2022 ("Notice") in respect of the following Special Business:

- (i) Re-appointment and fixing the Remuneration of Ms. Shobana N. S., having DIN: 01649318 as the Whole Time Director.
- 1. In accordance with the guidelines prescribed by the Ministry of Corporate Affairs ("MCA") for holding General Meetings/conducting postal ballot process through e-voting vide General Circulars No. 14/2020 dated April 08, 2020, No. 17/2020 dated April 13, 2020, No. 22/2020 dated June 15, 2020, No. 33/2020 dated September 28, 2020, No. 39/2020, dated December 31, 2020, No. 10/2021 dated June 23, 2021 and No. 20/2021 dated December 08, 2021 in view of Covid-19 pandemic (collectively referred to as "MCA Circulars"), the Special Resolution as set out in the Notice was proposed to be passed by the Members of the Company by way of Postal Ballot only through remote e-voting.
- 2. The Notice was sent on 24<sup>th</sup> March, 2022 to the Members whose name(s) appeared in the Register of Members / list of beneficiaries as on March 18, 2022 (Cut-off date/record date).
- 3. The Notice was also uploaded on the website of the Company- [www.takesolutions.com](http://www.takesolutions.com), the Stock Exchanges viz., National Stock Exchange of India Limited (NSE)- [www.nseindia.com](http://www.nseindia.com) and Bombay Stock Exchange Limited (BSE)- [www.bseindia.com](http://www.bseindia.com) and e-voting service provider viz., Central Depository Services (India) Limited (CDSL)- [www.evotingindia.com](http://www.evotingindia.com).



A circular stamp with the text:  
**PRATHYUSHA**  
**PRACTICING COMPANY SECRETARY**  
**India 1526**

4. The Company on 24<sup>th</sup> March, 2022 released an advertisement in Financial Express (Newspaper – English) and Makkal Kural (Newspaper – Tamil) which was published on 25<sup>th</sup> March 2022 informing the Members about dispatch of Notice.
5. The Company had appointed Central Depository Services (India) Limited (hereinafter “CDSL” or “Service Provider”) as the e-Voting Service Provider, for extending the facility of electronic voting (remote e-voting) to the Members of the Company from 9.00 A.M. (IST) on Thursday, 31<sup>st</sup> March 2022 till 5.00. P.M. (IST) on Friday, 29<sup>th</sup> April, 2022.
6. The Service Provider had provided a system for recording the votes of the Members electronically on the above-mentioned item/ special business. The Service Provider accordingly had set up e-Voting facility on their website- [www.evotingindia.com](http://www.evotingindia.com).
7. The Notice sent contained the detailed instructions to be followed by the Members who were desirous of casting their vote as provided in the Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014.
8. The Cut-Off date (record date) for the purpose of identifying the Members who were entitled to vote on the resolution placed for approval of Members was fixed as March 18, 2022.
9. At the end of the voting period on April 29, 2022 at 5:00 P.M. IST, the voting portal of the Service Provider was blocked forthwith and thereupon we had unblocked the list of members who have exercised their votes through remote e-voting. The votes cast through remote e-Voting facility were duly unblocked and the results were downloaded from CDSL Portal by us the Scrutinizer in the presence of Mr. Balaji. V and Ms. Anuja. H, who are not in employment of the Company and acted as witnesses, as prescribed in sub-rule 4 (xii) of the Rule 20 of Companies (Management and Administration) Rules, 2014.
10. Compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder and SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, relating to voting through electronic means (by remote e-voting) by the shareholders on the resolutions proposed in the Postal Ballot Notice is the responsibility of the management of the Company. My responsibility as a Scrutinizer is to ensure that the voting process both through e-voting in the Postal Ballot is being conducted in a fair and transparent manner and render a Scrutinizer's Report on the total votes cast in favour or against, if any, to the Chairperson/Authorised Person, on the resolution, based on the reports generated from the e-Voting system provided by the Central Depository Services (India) Limited, (CDSL).
11. On scrutiny, I report that 201 Members have cast their vote electronically.
12. Results of electronic voting are based on the data made available to the undersigned by CDSL through their website.
13. The following resolution was submitted by the Company to its Members for approval as **Special Resolution** as stated in the Notice:



**Re-appointment and fixing the Remuneration of Ms. Shobana N. S. having DIN: 01649318 as the Whole Time Director.**

**"RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198 and 203 read with Schedule V and all other applicable provisions, if any, of the Companies Act, 2013 ("Act") read along with the Companies (Appointment and Qualification of Directors) Rules, 2014 and any other applicable provisions made thereunder, including any statutory modification(s) or re-enactment thereof, or any other law as amended from time to time, the Memorandum of Association, Articles of Association, and as recommended by Nomination and Remuneration Committee ("Committee") and approved by the Board of Directors ("Board"), the consent of the members of the Company be and is hereby accorded towards re-appointment of Ms. Shobana N. S., having DIN: 01649318, as the Wholetime Director of the Company in Executive Capacity for a period of five years from February 02, 2022, on such terms of appointment out in the Explanatory Statement annexed to the Notice of this Postal Ballot, including the remuneration to be paid in the event of loss or inadequacy of profits in any Financial Year, during the term of office of Ms. Shobana N. S., with liberty to the Board (including Committee) to alter and vary the terms and conditions of the said re-appointment in such manner as may be agreed to between the Board and Ms. Shobana N. S., subject to the limits as set out in Section II of Part II of Schedule V of the Companies Act, 2013.

**RESOLVED FURTHER THAT** the Board of Directors of the Company (which term shall be deemed to include any Committee of the Board constituted to exercise its powers, including the powers conferred by this Resolution), be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary, proper and expedient to give effect to this Special Resolution."

14. Based on the data downloaded from the official website of CDSL for the remote e-voting system, the results of the remote e-voting is as under:

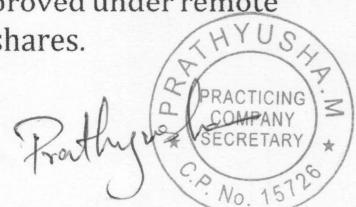
#### **Special Business**

**Item No. 1:** Re-appointment and fixing the Remuneration of Ms. Shobana N. S. having DIN: 01649318 as the Whole Time Director:

Type of Resolution: **Special Resolution**

Manner of Voting	Votes IN FAVOUR of the Resolution	Votes AGAINST the resolution	Votes INVALID
<b>Remote e-Voting</b>	3,49,240	7,85,65,812	-
<b>Total - % (approx.)</b>	0.44%	99.56%	-

The resolution placed as item no. 1 as indicated in the Notice was not approved under remote e-voting with the requisite majority of three fourth value of holders of shares.



**AKB & ASSOCIATES**  
COMPANY SECRETARIES LLP

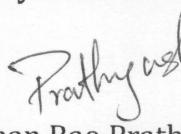
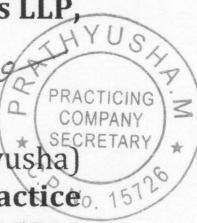
I hereby confirm that we are maintaining the Registers received from the Service provider electronically, in respect of the votes cast through e-voting by the Members of the Company.

We shall be arranging to handover these records to the Company Secretary of the Company as prescribed in Rule 20 of Companies (Management and Administerion).

Yours faithfully,  
For M/s. AKB & Associates Company Secretaries LLP,

Place: Chennai

Date: 02<sup>nd</sup> May, 2022

  
  
(Mohan Rao Prathyusha)  
**Company Secretary in Practice**  
FCS- 10960; CP. No.: 15726  
UDIN: F010960D000257074

**Witness 1:**

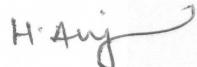


Name: BALAJI. V

Occupation: SERVICE

Address: NO: 10/5, RAGHAVENDRA  
ST, GANAPATHY NAGAR,  
THIRUMULLAIYOVIL,  
CHENNAI - 600 062

**Witness 2:**



Name: ANUJA .H

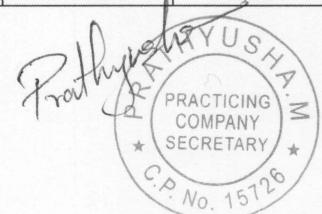
Occupation: SERVICE

Address: JAINS ASHRAYA PHASE -2  
KKG, VENKULAMMAN  
KOIL ST, VIRUGAMBakkAM,  
CHENNAI - 600 018

**Annexure-I**

The details of e-voting results with regards to the Special Resolution as required under Regulation 44 of SEBI Listing Regulations, as under:

Resolution No. 1				Re-appointment and fixing the Remuneration of Ms. Shobana N. S., having DIN: 01649318 as the Whole Time Director.				
Resolution required: (Ordinary/Special)				Special Resolution				
Whether Promoter/Promoter Group are interested in the Agenda/ Resolution?				No				
Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	% of Votes polled on Outstanding Shares (3) [(2)/(1)*100]	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6) [(4)/(2)]*100	% of Votes against on votes polled (7) [(5)/(2)]*100
PROMOTER & PROMOTER GROUP	E-Voting	79011371	78253450	99.0407	0	78253450	0.0000	100.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		<b>78253450</b>	<b>99.0407</b>	<b>0</b>	<b>78253450</b>	<b>0.0000</b>	<b>100.0000</b>
PUBLIC INSTITUTIONS	E-Voting	1879040	336392	17.9023	34600	301792	10.2856	89.7144
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		<b>336392</b>	<b>17.9023</b>	<b>34600</b>	<b>301792</b>	<b>10.2856</b>	<b>89.7144</b>
PUBLIC- NON INSTITUTIONS	E-Voting	67043589	325210	0.4851	314640	10570	96.7498	3.2502
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		<b>325210</b>	<b>0.4851</b>	<b>314640</b>	<b>10570</b>	<b>96.7498</b>	<b>3.2502</b>
<b>Total</b>		<b>147934000</b>	<b>78915052</b>	<b>53.3448</b>	<b>349240</b>	<b>78565812</b>	<b>0.4426</b>	<b>99.5574</b>




PROF. JAYASHREE  
PRACTICING COMPANY SECRETARY  
★ C.P. No. 15726 ★