



# MDS & Associates LLP

Company Secretaries

**COMBINED SCRUTINIZER'S REPORT FOR REMOTE E-VOTING AND  
E-VOTING AT THE ANNUAL GENERAL MEETING  
(Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the  
Companies (Management and Administration) Rules, 2014 - as amended and  
Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements)  
Regulations, 2015)**

To

The Chairman & Managing Director

25<sup>th</sup> Annual General Meeting of the Equity Shareholders of  
**M/s. DATA PATTERNS (INDIA) LIMITED**

(CIN: L72200TN1998PLC061236)

Held on Wednesday, 09<sup>th</sup> August, 2023, at 11:00 AM (IST)

Through Video Conferencing (VC) / Other Audio-Visual Means (OAVM)

Dear Sir,

**Sub: Scrutinizer's Report on remote e-voting and e-voting conducted at the 25<sup>th</sup> Annual General Meeting of M/s. Data Patterns (India) Limited held on 09<sup>th</sup> August, 2023**

I, M D Selvaraj, FCS, Managing Partner of M/s. MDS & Associates LLP, Company Secretaries, Coimbatore, have been appointed by the Board of Directors of **M/s. Data Patterns (India) Limited** ("the Company") as the Scrutinizer for the purpose of scrutinizing the remote e-voting process and the e-voting conducted at the 25<sup>th</sup> Annual General Meeting in a fair and transparent manner and for the purpose of ascertaining the requisite majority on the remote e-voting and e-voting at the Annual General Meeting on the resolution(s) as set out in the Notice convening the 25<sup>th</sup> Annual General Meeting of the Company held on Wednesday, 09<sup>th</sup> August, 2023, at 11:00 AM (IST) through Video Conferencing (VC) / Other Audio-Visual Means (OAVM) in accordance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the relevant circulars issued by the Ministry of Corporate Affairs ("MCA Circulars") and Securities and Exchange Board of India ("SEBI Circulars") respectively from time to time permitting the conduct of the Annual General Meeting through VC/OAVM facility.



### Responsibility of the Management

The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and the Rules made thereunder in relation to exercising of voting rights through electronic means, on the resolution(s) as set out in the Notice convening the 25<sup>th</sup> Annual General Meeting dated 13<sup>th</sup> May, 2023.

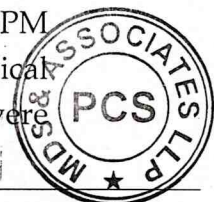
### Responsibility as a Scrutinizer

My responsibility, as a Scrutinizer for the remote e-voting process and for the e-voting at the 25<sup>th</sup> Annual General Meeting, is restricted to the preparation of a Scrutinizer's Report on the votes cast "in favour" or "against" the resolution(s), as set out in Item No. 1 to Item No. 8 in the Notice convening the 25<sup>th</sup> Annual General Meeting of the Company dated 13<sup>th</sup> May, 2023, based on the reports generated from the e-voting system provided by M/s. Link Intime India Private Limited ("LI IPL"), the Authorized Agency, engaged by the Company for providing e-voting facilities.

Further, since the meeting was held through VC/ OAVM facility in accordance with the said MCA Circulars and SEBI Circulars, the facility of appointment of proxies was not made available for the meeting. Accordingly, no proxy registers were made or maintained by the Company in respect of the said meeting.

Further, in addition to the above, I submit my report as under:

- a. The Notice dated 13<sup>th</sup> May, 2023 convening the 25<sup>th</sup> Annual General Meeting (AGM) of the Company along with necessary statement setting out the material facts under Section 102 of the Companies Act, 2013 and the disclosure under Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), in respect of the below mentioned resolution(s) to be passed at the said 25<sup>th</sup> Annual General Meeting of the Company, were sent through electronic mail to the members who had registered their email ID with the Company / Depositories in accordance with the said MCA Circulars and SEBI Circulars. The Company has also placed the notice of the 25<sup>th</sup> Annual General Meeting on its website.
- b. The Company has availed the e-voting services offered by LI IPL for providing the remote e-voting and the facility of e-voting during the meeting to the shareholders of the Company.
- c. The remote e-voting period commenced on Sunday, the 06<sup>th</sup> day of August, 2023 at 9:00 AM (IST) and ended on Tuesday, the 08<sup>th</sup> day of August, 2023 at 5:00 PM (IST). During the period, the members of the Company, holding shares in physical and/or in dematerialized form, as on the cut-off date i.e., 2<sup>nd</sup> August, 2023 were



entitled to vote on the resolutions set out in the Notice of the 25<sup>th</sup> Annual General Meeting. The remote e-voting module of LI IPL was disabled on Tuesday, the 08<sup>th</sup> day of August, 2023 at 05:00 PM (IST).

- d. Upon the commencement of the 25<sup>th</sup> Annual General Meeting, the e-voting platform was activated to enable the shareholders who were present at the 25<sup>th</sup> Annual General Meeting through video conferencing / other audio visual means and who had not cast their vote on the resolutions through remote e-voting to vote through e-voting facility at the meeting. The e-voting facility provided at the meeting was disabled at the conclusion of the Annual General Meeting
- e. I, as the Scrutinizer, unblocked the votes cast by the Shareholders of the Company through the e-voting process, on 09<sup>th</sup> day of August, 2023 at 12.15 PM (IST) in the presence of Ms. Monika Nagaraj (Witness No.1) and Mr. P. B. Sheshanth (Witness No.2), who are not in employment of the Company in accordance with Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014 (as amended).
- f. Thereafter, the details containing *inter alia* the list of Equity Shareholders of the Company, who have cast "for" or "against" each of the resolution(s) that were put to vote through remote e-voting process and e-voting at the meeting, were generated from the e-voting portal of the LI IPL.
- g. I have scrutinized the votes cast by remote e-voting and by e-voting at the Annual General Meeting and maintained registers in which necessary entries have been made in accordance with the Companies (Management and Administration) Rules, 2014 (as amended).
- h. Based on the reports generated from the e-voting portal of LI IPL, I hereby submit my Combined Report on the results of the votes cast by the shareholders of the Company through remote e-voting and e-voting at the meeting on the resolution(s) as set out under Item No.1 to Item No.8 in the Notice convening the 25<sup>th</sup> Annual General Meeting as under:



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## Company Secretaries

Continuation Sheet...

### Ordinary Business

#### Resolution No: 1

#### Ordinary resolution

Adoption of the audited financial statements of the company for the financial year ended 31<sup>st</sup> March, 2023, together with the reports of the Board of Directors and the Auditors thereon.

#### VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	179	3,62,22,906	100.00
E-Voting at AGM	100	29,70,859	100.00
<b>Total Voting</b>	<b>279</b>	<b>3,91,93,765</b>	<b>100.00</b>

#### VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	1	8	Negligible
E-Voting at AGM	0	0	0.00
<b>Total Voting</b>	<b>1</b>	<b>8</b>	<b>Negligible</b>

#### INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
Remote E-Voting	0	0
E-Voting at AGM	0	0
<b>Total Voting</b>	<b>0</b>	<b>0</b>

Note: 1. One shareholder holding 25 shares has partially abstained from voting through remote e-voting facility for 24 shares.

2. One shareholder holding 2 shares has abstained from voting through remote e-voting facility and One shareholder holding 64,500 shares has abstained from voting through e-voting during the AGM.

Note: Thus, the Ordinary Resolution as given in Item No. 1 may be considered as passed with requisite majority.



### Ordinary Business

### Resolution No: 2

### Ordinary resolution

Declaration of Final Dividend for the financial year 2022-2023.

### VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	179	3,62,22,906	100.00
E-Voting at AGM	101	30,35,359	100.00
<b>Total Voting</b>	<b>280</b>	<b>3,92,58,265</b>	<b>100.00</b>

### VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	1	8	Negligible
E-Voting at AGM	0	0	0.00
<b>Total Voting</b>	<b>1</b>	<b>8</b>	<b>Negligible</b>

### INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
Remote E-Voting	0	0
E-Voting at AGM	0	0
<b>Total Voting</b>	<b>0</b>	<b>0</b>

Note: 1. One shareholder holding 25 shares has partially abstained from voting through remote e-voting facility for 24 shares.

2. One shareholder holding 2 shares has abstained from voting through remote e-voting facility.

Note: Thus, the Ordinary Resolution as given in Item No. 2 may be considered as passed with requisite majority.



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Company Secretaries

Continuation Sheet...

## Ordinary Business

### Resolution No: 3

#### Ordinary resolution

Re-appointment of Mr. Mathew Cyriac (DIN: 01903606) as Director, who retires by rotation and being eligible offers himself for re-appointment as a Director.

#### VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	173	3,61,97,472	99.93
E-Voting at AGM	100	29,70,859	100.00
<b>Total Voting</b>	<b>273</b>	<b>3,91,68,331</b>	<b>99.94</b>

#### VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	7	25,442	0.07
E-Voting at AGM	0	0	0.00
<b>Total Voting</b>	<b>7</b>	<b>25,442</b>	<b>0.06</b>

#### INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
Remote E-Voting	0	0
E-Voting at AGM	0	0
<b>Total Voting</b>	<b>0</b>	<b>0</b>

Note: 1. One shareholder holding 25 shares has partially abstained from voting through remote e-voting facility for 24 shares.

2. One shareholder holding 2 shares has abstained from voting through remote e-voting facility and One shareholder holding 64,500 shares has abstained from voting through e-voting during the AGM.

Note: Thus, the Ordinary Resolution as given in Item No. 3 may be considered as passed with requisite majority.



**Ordinary Business**

**Resolution No: 4**

**Ordinary resolution**

Appointment of M/s. Deloitte Haskins & Sells, Chartered Accountants, as Statutory Auditors of the Company.

**VOTES CAST IN FAVOUR OF THE RESOLUTION**

Mode of Voting	Number of Members Voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	173	3,54,72,328	97.93
E-Voting at AGM	101	30,35,359	100.00
<b>Total Voting</b>	<b>274</b>	<b>3,85,07,687</b>	<b>98.09</b>

**VOTES CAST AGAINST THE RESOLUTION**

Mode of Voting	Number of Members Voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	7	7,50,586	2.07
E-Voting at AGM	0	0	0.00
<b>Total Voting</b>	<b>7</b>	<b>7,50,586</b>	<b>1.91</b>

**INVALID VOTES**

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
Remote E-Voting	0	0
E-Voting at AGM	0	0
<b>Total Voting</b>	<b>0</b>	<b>0</b>

Note: 1. One shareholder holding 25 shares has partially abstained from voting through remote e-voting facility for 24 shares.

2. One shareholder holding 2 shares has abstained from voting through remote e-voting facility.

Note: Thus, the Ordinary Resolution as given in Item No. 4 may be considered as passed with requisite majority.



### Special Business

#### Resolution No: 5

#### Ordinary resolution

Appointment of CMA Sunderasan, Cost Accountant, (Membership No.11733), as Cost Auditor of the Company.

#### VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	155	3,23,35,925	89.27
E-Voting at AGM	100	29,70,859	100.00
<b>Total Voting</b>	<b>255</b>	<b>3,53,06,784</b>	<b>90.08</b>

#### VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	25	38,86,989	10.73
E-Voting at AGM	0	0	0.00
<b>Total Voting</b>	<b>25</b>	<b>38,86,989</b>	<b>9.92</b>

#### INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
Remote E-Voting	0	0
E-Voting at AGM	0	0
<b>Total Voting</b>	<b>0</b>	<b>0</b>

Note: 1. One shareholder holding 25 shares has partially abstained from voting through remote e-voting facility for 24 shares.

2. One shareholder holding 2 shares has abstained from voting through remote e-voting facility and One shareholder holding 64,500 shares has abstained from voting through e-voting during the AGM.

Note: Thus, the Ordinary Resolution as given in Item No. 5 may be considered as passed with requisite majority.





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Continuation Sheet...

## Special Business

### Resolution No: 6

#### Special resolution

Approval to continue the directorship of Mr. Sowmyan Ramakrishnan [DIN: 00005090], as Non-Executive Independent Director of the Company beyond the age of 75 years.

#### VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	177	3,62,22,849	100.00
E-Voting at AGM	101	30,35,359	100.00
<b>Total Voting</b>	<b>278</b>	<b>3,92,58,208</b>	<b>100.00</b>

#### VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	3	65	Negligible
E-Voting at AGM	0	0	0.00
<b>Total Voting</b>	<b>3</b>	<b>65</b>	<b>Negligible</b>

#### INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
Remote E-Voting	0	0
E-Voting at AGM	0	0
<b>Total Voting</b>	<b>0</b>	<b>0</b>

Note: 1. One shareholder holding 25 shares has partially abstained from voting through remote e-voting facility for 24 shares.

2. One shareholder holding 2 shares has abstained from voting through remote e-voting facility.

Note: Thus, the Special Resolution as given in Item No. 6 may be considered as passed with requisite majority.



**Special Business**

**Resolution No: 7**

**Special resolution**

Approval to continue the directorship of Dr. Sastry Venkata Rama Vadlamani, [DIN: 00005090], as Non-Executive Independent Director of the Company beyond the age of 75 years.

**VOTES CAST IN FAVOUR OF THE RESOLUTION**

Mode of Voting	Number of Members Voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	177	3,62,22,849	100.00
E-Voting at AGM	100	29,70,859	100.00
<b>Total Voting</b>	<b>277</b>	<b>3,91,93,708</b>	<b>100.00</b>

**VOTES CAST AGAINST THE RESOLUTION**

Mode of Voting	Number of Members Voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	3	65	Negligible
E-Voting at AGM	0	0	0.00
<b>Total Voting</b>	<b>3</b>	<b>65</b>	<b>Negligible</b>

**INVALID VOTES**

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
Remote E-Voting	0	0
E-Voting at AGM	0	0
<b>Total Voting</b>	<b>0</b>	<b>0</b>

Note: 1. One shareholder holding 25 shares has partially abstained from voting through remote e-voting facility for 24 shares.

2. One shareholder holding 2 shares has abstained from voting through remote e-voting facility and One shareholder holding 64,500 shares has abstained from voting through e-voting during the AGM.

Note: Thus, the Special Resolution as given in Item No. 7 may be considered as passed with requisite majority.



# MDS & Associates LLP

Company Secretaries

Continuation Sheet...

Special Business

Resolution No: 8

Special resolution

Approval for payment of commission to Non-Executive Directors.

## VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	175	3,59,14,149	99.15
E-Voting at AGM	100	30,26,984	99.72
<b>Total Voting</b>	<b>275</b>	<b>3,89,41,133</b>	<b>99.19</b>

## VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	5	3,08,765	0.85
E-Voting at AGM	1	8,375	0.28
<b>Total Voting</b>	<b>6</b>	<b>3,17,140</b>	<b>0.81</b>

## INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
Remote E-Voting	0	0
E-Voting at AGM	0	0
<b>Total Voting</b>	<b>0</b>	<b>0</b>

Note: 1. One shareholder holding 25 shares has partially abstained from voting through remote e-voting facility for 24 shares.

2. One shareholder holding 2 shares has abstained from voting through remote e-voting facility.

Note: Thus, the Special Resolution as given in Item No. 8 may be considered as passed with requisite majority.

Date : 10<sup>th</sup> August 2023

For MDS & Associates LLP

Based on the Scrutinizer's Report, the Resolution

Company Secretaries

Nos. 1 to 8 have been duly passed with requisite majority



M D Selvaraj  
Managing Partner

FCS No.: 960; C P No.: 411  
Peer Review No. 3030/2023  
UDIN: F000960E000774700