

05<sup>th</sup> April, 2021

To,  
**The Deputy Manager**  
Department of Corporate Services  
**BSE Limited**  
P. J. Towers, Dalal Street, Fort  
Mumbai - 400 001

**Scrip Code: 535647 (BSE-SME)**

Dear Sir,

**Sub: Submission of Scrutinizer's Report**

Please find enclosed the Scrutinizer's report dated 05<sup>th</sup> April, 2021 issued by Mr. Vishal Kumar Garg, Proprietor of M/s. Vishal Garg & Associates, Company Secretaries, the Scrutinizer on the Voting (e-voting) process undertaken by the Company for the resolution as mentioned in the Postal Ballot Notice dated 02<sup>nd</sup> March, 2021.

You are requested to take on record the above information and oblige.

For SDC TECHMEDIA LIMITED



FAYAZ USMAN FAHEED  
(DIN: 00252610)  
MANAGING DIRECTOR

**SDC TECHMEDIA LIMITED**

*Formerly known as Onesource Techmedia Limited*

No. 33/1, Wallajah Road, Chepauk, Chennai - 600 002. Tel : +91 44 2854 5757

E-mail : info@sdctech.in customercare@sdctech.in Website : www.sdctech.in

CIN : L72900TN2008PLC067982 An ISO 9001:2015 Certified Company



# Vishal Garg & Associates Company Secretaries

## SCRUTINIZER'S REPORT

*[Pursuant to Section 110 of the Companies Act, 2013 and  
Rule 22 of the Companies (Management and Administration) Rules, 2014]*

To,  
Mr. Fayaz Usman Faheed  
Managing Director  
**SDC Techmedia Limited**  
{Formerly known as Onesource Techmedia Limited}  
33/1, Wallajah Road,  
Chepauk,  
Chennai-600002

Dear Sir,

I, Vishal Kumar Garg, Proprietor of M/s. Vishal Garg & Associates, Company Secretaries, have been appointed as Scrutinizer for the purpose of the scrutinizing the **VOTING PROCESS** in a fair and transparent manner & ascertaining the requisite majority on **VOTING** carried out as per the provisions of Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014, ("Rules") on resolution(s) as mentioned in the Postal Ballot Notice dated 02<sup>nd</sup> March, 2021 during the Voting period from 05<sup>th</sup> March, 2021 (09.00 A.M. IST.) to 03<sup>rd</sup> April, 2021 (05.00 P.M. IST.).

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to E-Voting on the resolutions contained in the Notice of Postal Ballot dated 02<sup>nd</sup> March, 2021, sent to the members of the Company. My responsibility as a scrutinizer for the E-Voting is restricted to making of a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions stated in the Notice of Postal Ballot, based on the reports generated from the E-Voting system provided by Central Depository Services (India) Limited, the authorized agency engaged by the Company to provide E-Voting facilities for E-Voting. I submit my report as under:

1. The Company has informed me that, in terms with the provisions of the General Circular number 39/2020, 14/2020, 17/2020 & all other applicable laws and circulars issued by the Ministry of Corporate Affairs (MCA) and Securities and Exchange Board of India (SEBI), the Physical dispatch of Postal Ballot Notice is dispensed with and all the items being considered through Postal Ballot are to be considered only through e-voting mechanism till 30<sup>th</sup> June, 2021. Accordingly the Company has provided to its shareholders the facility of e-voting for casting their votes.
2. The Company has completed on 05<sup>th</sup> March, 2021 the dispatch of Notice of Postal Ballot via Email to its members whose name(s) appears on the List of Members/List of Beneficiaries as on 26<sup>th</sup> February, 2021
3. The shareholders holding shares as on the "cut off" date i.e. 26<sup>th</sup> February, 2021 were entitled to vote on the proposed resolution as set out in the Postal Ballot Notice of M/s. SDC Techmedia Limited dated 02<sup>nd</sup> March, 2021.
4. The E-Voting period remained open from 05<sup>th</sup> March, 2021 (09.00 A.M. IST.) to 03<sup>rd</sup> April, 2021 (05.00 P.M. IST.).



# Vishal Garg & Associates Company Secretaries

- The votes casted though E-Voting were unblocked on 05<sup>th</sup> April, 2021 at 12.34 P.M. IST in the presence of two witnesses, who are not in employment of the Company. Thereafter the details containing, inter alia, list of equity shareholders, who voted "for" and "against", were downloaded from the E-voting website of Central Depository Services Limited (<https://www.evotingindia.com>).
- Since e-voting is the only mechanism for voting which can be used by the members to cast their votes, the question of physical filled in Postal Ballot Forms does not arise.
- The voting result is as under:

## RESOLUTION 1 -: FILING OF CASUAL VACANCY IN THE OFFICE OF STATUTORY AUDITOR:

Particulars	Remote e-votes		Voting through ballot		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	5	59,55,200	NA	NA	5	59,55,200	100
Dissent	-	-	NA	NA	-	-	-
Invalid	-	-	NA	NA	-	-	-
Total	5	59,55,200	NA	NA	5	59,55,200	100

Based upon the aforesaid results, Resolution set out in the Item No. 1 of the Notice of Postal Ballot dated 02<sup>nd</sup> March, 2021 has been passed as an **Ordinary Resolution**.

## RESOLUTION 2 -: INCREASE IN AUTHORISED SHARE CAPITAL OF THE COMPANY:

Particulars	Remote e-votes		Voting through ballot		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	5	59,55,200	NA	NA	5	59,55,200	100
Dissent	-	-	NA	NA	-	-	-
Invalid	-	-	NA	NA	-	-	-
Total	5	59,55,200	NA	NA	5	59,55,200	100

Based upon the aforesaid results, Resolution set out in the Item No. 2 of the Notice of Postal Ballot dated 02<sup>nd</sup> March, 2021 has been passed as an **Ordinary Resolution**.

## RESOLUTION 3 -: ALTERATION IN THE CAPITAL CLAUSE OF THE MEMORANDUM OF ASSOCIATION:

Particulars	Remote e-votes		Voting through ballot		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	5	59,55,200	NA	NA	5	59,55,200	100
Dissent	-	-	NA	NA	-	-	-
Invalid	-	-	NA	NA	-	-	-
Total	5	59,55,200	NA	NA	5	59,55,200	100

