

15-02-2024

To

The Members,  
Archana Software Limited,  
Land Marvel Nest, First Floor, 3  
First Main Road Indira Nagar,  
Adyar Chennai - 600020.

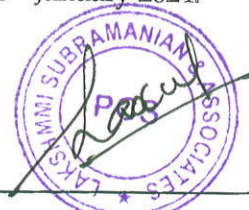
**Sub: Report of Scrutinizer for e-voting Process vide Notice Dated 19th January 2024 under section 108 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014 by Archana Software Limited ('the Company').**

In the meeting of the Board of Directors of Archana Software Limited held on 23<sup>rd</sup> December 2023 I, Mrs. Lakshmi Subramanian, Senior Partner, M/s Lakshmmi Subramanian & Associates, Practising Company Secretary, was appointed as Scrutinizer for process of voting through electronic means ("e-voting") issued in accordance with General Circular No. 14/2020 dated April 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020, MCA Circular No. 20/2021 dated May 05, 2020, Circular No. 02/2021 dated January 13, 2021 an General Circular No. 21/2021 dated 14.12.2021, and Circular No. 2/2022 dated 5th May 2022 and Circular No. 10/2022 dated 28th December 2022, issued by Ministry of Corporate Affairs (MCA) (hereinafter referred to as "MCA Circulars"), Government of India, hereby calling the Extraordinary General Meeting of its Equity Shareholders ("the Meeting" / "EGM") through VC / OAVM. The EGM was convened on Wednesday, 14<sup>th</sup> February 2024 at 11:30 A.M. through VC / OAVM as per section 108 of the Companies Act, 2013 ('Cos Act') for passing of the item of Special business as Special resolution by the members of the Company:

The Company has availed the e-voting facility from Central Depository Services (India) Limited ("CDSL") for the shareholders to cast their votes for the aforesaid resolution through electronic mode. Section 108 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014 recognizes voting by electronic mode, which prescribed the appropriate mechanism for e-Voting.

The e-Voting process was accordingly conducted and concluded as below:

- The Company on 23<sup>rd</sup> January 2024 dispatched the notice under section 110 of the Companies Act, 2013 through email to 2999 shareholders of the Company whose mail ids are registered with RTA and whose names appeared on the Register of Members/ List of Beneficiaries as on the Cut-off date.
- The Company issued an advertisement in Maalai Murasu and Business Standard about the dispatch of EGM Notice on 24<sup>th</sup> January 2024 and 25<sup>th</sup> January 2024.



**"Murugesha Naicker Office Complex", 81, Greaves Road, Chennai 600 006.**

**Ph: 28292272, 28292273 e-mail : lakshmmi6@gmail.com & customerservices@lsa-india.com**

- The e-voting process commenced on Sunday, 11<sup>th</sup> February 2024 (09.00 A.M.) and was open up to the close of working hours at 17.00 hours IST on Tuesday 13<sup>th</sup> February 2024.
- All electronic votes received up to the close of working hours at 17.00 hours IST on, 13<sup>th</sup> February 2024 and venue voting allowed after EGM (15 minutes) were considered for my scrutiny.
- The votes cast by the members through electronic voting system was downloaded and collected from the website <https://www.evotingindia.com>.
- A register containing the details of assent or dissent, received, mentioning the particulars of name, address, folio number / client ID of the shareholders, the number of shares held by them, the nominal value of shares held etc is maintained in electronic form.

Based on the data, reports and statements collected as mentioned above, the scrutiny was completed and the results were as under.

**SUMMARY OF EGM E-VOTING RESULTS:**

**1. APPROVAL FOR ISSUANCE OF 25,02,443 FULLY CONVERTIBLE WARRANTS ON PREFERENTIAL BASIS TO PROMOTER.**

**Nature of resolution:** Special Resolution

**Voting requirement:** Three-Fourth majority

Particulars	Number of Members	Representing Number of Shares
Total number of E-votes received (Equity)	18	1365530
Total number of E-votes considered Valid	18	1365530
Total number of E-votes considered invalid	0	0
Out of the above E-Voting:		
i. Number of votes cast in favor of the Resolution (E-voting)	17	1365430
ii. Number of votes cast against the Resolution (E-voting)	1	100
iii. Percentage to the total votes received in favor of the resolution	99.99%	



**Result:** The Three-Fourth Majority for passing the above resolution as a Special Resolution was received.

Place: Chennai

Date: 15-02-2024

For Lakshmmi Subramanian & Associates



Lakshmi Subramanian

Senior Partner

CP No. 1087

PR No. 1670/2022

UDIN: F003534E003423841