

SCRUTINIZER'S REPORT

[E-voting Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Amendment Rules, 2014 read with circular issued by MCA of meeting of unsecured creditors through Video Conferencing (VC) or Other Audio Visual Means (OAVM)]

To,

Harnam Singh

The Hon'ble Chairperson of National Company Law Tribunal (NCLT) convened meeting of the Unsecured Creditors of

CAPGEMINI TECHNOLOGY SERVICES INDIA LIMITED ('the Company')

(CIN: U85110PN1993PLC145950)

Registered Office Address: Plot No.14, Rajiv Gandhi Infotech Park, Hinjewadi Phase-III, MIDC-SEZ, Village Man, Taluka Mulshi Pune 411057 MH IN

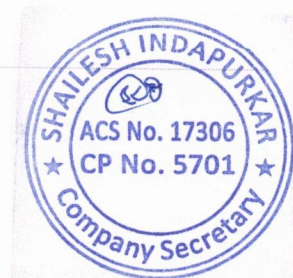
SUB: Scrutinizer's report on the National Company Law Tribunal (NCLT) convened meeting of Unsecured Creditors of Capgemini Technology Services India Limited on remote e-voting and insta poll held on 29th July 2022 at 03.00 PM.

Dear Sir/Madam,

I, Shailesh Indapurkar, Practicing Company Secretary (M.No.17306 and C.P.No.5701), appointed as Scrutinizer(s) by the National Company Law Tribunal, Mumbai Bench, (The "Tribunal" or "NCLT") vide its Order dated 10 June 2022 passed in the Company Application No. CA(CAA) No. 56 of 2022 for the purpose of scrutinizing the

- (i) E-voting process (remote e-voting) under the provisions of Section 108 of the Companies Act, 2013 (the Act) read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2014 and
- (ii) Voting through Insta poll as the meeting is being held through VC or OAVM pursuant to MCA Circulars;

in a fair and transparent manner and for ascertaining the requisite majority on voting for the resolution contained in the Notice dated 17th June 2022, of the Meeting of Unsecured creditors of the company, held on Friday 29th July 2022 at 03.00 PM (IST) through video conferencing / other audio-visual means ("VC/OAVM"), as per the provisions of the Act read with the rules framed thereunder.



The Management of the Company was responsible to ensure the compliance with the requirements of the Act and rules relating to voting, through E-voting process (remote e-voting) and by Insta poll voting at the Meeting of Unsecured Creditors, for the item/ resolution contained in Notice of meeting of the Company.

Our responsibility as scrutinizer for the voting, through E-voting process and by using Insta poll facility at the Meeting of Unsecured Creditors, was restricted to make a 'Consolidated Scrutinizers Report' of the votes cast as "assent" or "dissent" / "for" or "against" for the resolutions as stated in the notice of the meeting, based on the reports generated from the Electronic voting service facility provided by KFin Technologies Limited (formerly known as KFin Technologies Private Limited) ("KFin"), the authorized agency, engaged by the Company, to provide voting through electronic means i.e. by remote e-voting and on voting through Instapoll process conducted at the Meeting of Unsecured Creditors.

In this connection, we submit hereunder the Consolidated Scrutinizer's Report on the results of voting, through remote e-voting, voting by using Insta poll at the meeting of Unsecured Creditors:

- i. The Unsecured Creditors of the Company as on "Cut-off" date i.e. Friday, 31st December 2021, were entitled to vote on the proposed resolutions as set out in the notice of meeting of the Company,
- ii. The remote e-voting period remained open from Tuesday, 26 July 2022 at 9:00 a.m. to Thursday 28 July 2022 at 5:00 p.m. (both days inclusive).
- iii. At the end of remote e-voting period on Thursday 28 July 2022 at 5.00 p.m. voting portal of the agency (KFin) was disabled forthwith.
- iv. Insta poll system was available during the meeting of Unsecured Creditors of the company, at the given time slot and facility of voting through Insta poll was provided by KFin.
- v. On completion of the voting at the NCLT convened meeting, KFin provided to us a list of Unsecured creditors who had cast their votes through e-voting and through Insta Poll on the website of Kfin i.e. <https://evoting.kfintech.com>.
- vi. Thereafter, the votes casted by remote e-voting process and Insta Poll were unblocked by us on 03.34 P.M in the presence of two witnesses viz. CS Mamta Phalak and CS Tushar Deshmukh who are not in the employment of the Company.



vii. The results of the E voting and Insta poll are as under:

Item no. of the notice	Mode of voting	Total No. of valid votes cast	Votes in favour of the Resolution / Assent		Votes against the Resolution/ Dissent		Nos. of Invalid or Abstained voting	
			Nos.	% of total number of valid votes cast	N o s.	% of total number of valid votes cast	N o	Votes
Item no. 1								
To consider and approve the Scheme of Amalgamation between Aricent Technologies (Holdings) Limited (“ATHL / Transferor Company”) with Capgemini Technology Services India Limited (“CTSIL / Transferee Company”) (“Scheme”) and their respective shareholders.	Remote e-voting	983982622	983982622	100%	-	-	-	37816404
	Insta Poll	118856336	118856336	100%	-	-	-	4525621
	TOTAL	1102838958	1102838958	100%	-	-	-	42342025

RESULT

The results of remote e-voting and voting by Insta poll conducted at meeting of Unsecured Creditors of the company for the above said items, may accordingly be declared.



Scrutinizers register for e-voting, the electronic data and other relevant records relating to the Remote e-voting and Insta Poll are under our safe custody and will be handed over to the Chairman of the meeting of Unsecured Creditors of the company for preserving safely after the said Chairman considers, approves and signs, the Minutes of the meeting.

Thanking you,

Yours sincerely,



CS Shailesh Indapurkar
Company Secretary
ACS:17306 CP: 5701
UDIN: A017306D000715146



Date: 30/07/2022
Place: Pune