

Date: January 16, 2023

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| To, BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai - 400001 BSE Scrip Code: 543451 | To, National Stock Exchange of India Limited, Exchange Plaza, Bandra Kurla Complex, Bandra (East), Mumbai - 400051 NSE Scrip Symbol: AGSTRA |
|---|--|

Ref: Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Sub: Voting Results in terms of Postal Ballot Notice dated November 9, 2022 alongwith Scrutinizer's Report

This is to further to our letter dated December 14, 2022, submitting the Postal Ballot Notice along with the explanatory statement ("Notice"), seeking approval of the Members by way of a Special Resolution for the special business stated as under:

| Sr. No. | Particulars | Resolution required |
|---------|---|---------------------|
| 1. | To approve continuation of Directorship of Mr. Subrata Kumar Atindra Mitra (DIN - 00029961) as Non-Executive, Independent Director beyond the age of 75 years in his current tenure | Special Resolution |

Ms. Manisha Maheshwari (Membership No.: A30224), failing her, Mr. S.N. Bhandari (Membership No.: F761), of M/s. Bhandari & Associates, Company Secretaries were appointed as Scrutinizers for conducting the Postal Ballot/e-voting process in fair and transparent manner. The e-voting period commenced at 9:00 a.m. (IST) on Thursday, December 15, 2022 and concluded at 5:00 p.m. IST on Friday, January 13, 2023.

In accordance with Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), please find enclosed, the details of voting results and the report of the Scrutinizer thereon. The special resolution as per the Postal Ballot Notice dated November 09, 2022, was approved by the Members with the requisite majority and is deemed to have been passed on last day of voting i.e. January 13, 2023.

The copy of the said voting results is also available on the Company's website at www.agsindia.com. We request you to take the voting results on records.

Thanking You,
Yours Sincerely,
For AGS Transact Technologies Limited

Sneha Kadam
Company Secretary
(Mem No: ACS 31215)
Place: Mumbai

Encl: As above



AGS Transact Technologies Ltd.

www.agsindia.com

REGISTERED OFFICE

601 - 602, B-Wing, Trade World,
Kamala City, Senapati Bapat Marg,
Lower Parel (W), Mumbai - 400 013

Phone: +91-22-6781 2000

Fax: +91-22-2493 5384

CIN-L72200MH2002PLC138213

CORPORATE OFFICE

1401-A & 1402,
One International Centre,
Tower-3, 14th Floor, S.B. Marg,
Prabhadevi (W), Mumbai - 400 013
Phone: +91-22-7181 8181

AGS Transact Technologies Limited

| Resolution Required : (Special) | | | To approve continuation of directorship of Mr. Subrata Kumar Atindra Mitra (DIN - 00029961) as Non-Executive, Independent Director beyond the age of 75 years till the expiry of his current term on July 19, 2026 | | | | | |
|---|----------------|--------------------|--|---|--------------------------|-----------------------|--------------------------------------|------------------------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | NO | | | | | |
| Category | Mode of Voting | No. of shares held | No. of votes polled | % of Votes Polled on outstanding shares | No. of Votes – in favour | No. of Votes –Against | % of Votes in favour on votes polled | % of Votes against on votes polled |
| | | [1] | [2] | [3]={[2]/[1]}*100 | [4] | [5] | [6]={[4]/[2]}*100 | [7]={[5]/[2]}*100 |
| Promoter and Promoter Group | E-Voting | 79545799 | 79545799 | 100.0000 | 79545799 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 79545799 | 100.0000 | 79545799 | 0 | 100.0000 | 0.0000 |
| Public Institutions | E-Voting | 12317574 | 6041987 | 49.0518 | 6041987 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 6041987 | 49.0518 | 6041987 | 0 | 100.0000 | 0.0000 |
| Public Non Institutions | E-Voting | 28529203 | 128517 | 0.4505 | 112583 | 15934 | 87.6016 | 12.3984 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 2409 | 0.0084 | 2224 | 185 | 92.3205 | 7.6795 |
| | Total | | 130926 | 0.4589 | 114807 | 16119 | 87.6885 | 12.3115 |
| Total | | 120392576 | 85718712 | 71.1993 | 85702593 | 16119 | 99.9812 | 0.0188 |

B&A

BHANDARI & 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,
The Chairman
AGS Transact Technologies Limited
CIN: L72200MH2002PLC138213
601-602, Trade World, B-Wing,
Kamala Mill Compound,
Senapati Bapat Marg, Lower Parel,
Mumbai-400013

Dear Sir,

Pursuant to the resolution passed by the Board of Directors of AGS Transact Technologies Limited (hereinafter referred as "the Company") on November 09, 2022, I, Manisha Maheshwari, Partner of M/s Bhandari and Associates, Company Secretaries, have been appointed as a Scrutinizer for conducting Postal Ballot including voting by electronic means in respect of passing of the resolution contained in the Postal Ballot Notice dated November 09, 2022 read with the Corrigendum to the Postal Ballot Notice dated December 16, 2022 ("Notice") in a fair and transparent manner.

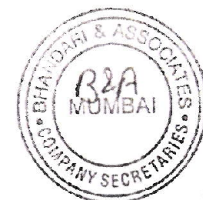
The management of the Company is responsible to ensure compliance with provisions of section 110 of the Companies Act, 2013 ("the Act") and Rules 20 and 22 of the Companies (Management and Administration) Rules, made thereunder including General Circular No. 14/2020 dated April 08, 2020, No. 17/2020 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, and No. 10/2021 dated June 23, 2021, No. 20/2021 dated December 08, 2021 and No. 03/2022 dated May 05, 2022 (collectively referred to as "MCA Circulars") and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), relating to postal ballot including voting by electronic means.

My responsibility as a scrutinizer for the voting process is restricted to make a scrutinizer report on the votes cast "in favour" or "against" the resolution based on the Postal Ballot Forms submitted by the shareholders of the Company and on the reports generated from the e-voting system provided by the Registrar and Share Transfer Agent of the Company viz. Link Intime India Private Limited ("Link Intime" or "RTA"), the authorized service provider for extending the facility of electronic voting to the members of the Company.

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



1. In terms of Section 110 of the Companies Act, 2013, read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 the Company has issued a Postal Ballot Notice dated November 09, 2022 for passing of Special Resolution mentioned in the said Notice to its members. The Company has also issued a Corrigendum dated December 16, 2022 to the shareholders to whom the Postal Ballot Notice was sent through physical mode.
2. In terms of MCA Circulars, the Company had sent the Notice in electronic form to its members whose name(s) appeared in the Register of members/ list of beneficiaries as on Friday, December 09, 2022. The Company has also dispatched Postal Ballot Forms along with self-addressed postage-prepaid business reply envelopes to those shareholders whose email addresses were not registered with Link Intime on December 14, 2022.
3. In accordance with the Companies Act, 2013, MCA Circulars and applicable SEBI Circulars, the Company has published an advertisement in 'Free Press Journal' (English Newspaper) and 'Navshakti' (Vernacular Newspaper) in their respective editions dated December 15, 2022, giving due notice to the members of the Company including those who were either holding shares in physical or in respect of whom, the email addresses were not available in the records of Depositories or the RTA, as to the manner in which they can register their email ID and receive the notice of Postal Ballot and necessary instructions to vote on the resolution forming part of the notice.
4. Pursuant to the provisions of Section 108, 110 and other applicable provisions, if any of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 (including any amendments thereto) Regulation 44 of the SEBI Listing Regulations, the Secretarial Standard on General Meetings ('SS-2') issued by Institute of Company Secretaries of India, MCA Circulars and any amendments thereto, the Company had provided the option to vote either by Postal Ballot Forms or through electronic voting facility ("e-voting") to the members of the Company whose name appears in the Register of Members/Record of Depositories as on the cut-off date being Friday, December 09, 2022 and had engaged Link Intime for providing e-voting platform.
5. The voting commenced on Thursday, December 15, 2022 at 9:00 a.m. and ended on Friday, January 13, 2023 at 5:00 p.m. and thereafter e-voting portal was blocked forthwith.
6. After completion of e-voting, votes cast by members, were unblocked in the presence of two witnesses Ms. Swati Warriar and Ms. Sakshi Khandelwal who are not in the employment of the Company and the details containing, *inter-alia*, list of the members, who voted "In favour" or "Against" on the resolution were derived from report generated from the e-voting website of Link Intime i.e. <https://instavote.linkintime.co.in>.



7. The Postal Ballot Forms were duly opened in my presence and scrutinized and the shareholding was confirmed with the Register of Members of the Company/list of beneficiaries as on the cut-off date i.e. Friday, December 09, 2022, as made available by Link Intime. Postal Ballot Forms received upto 5.00 p.m. on January 13, 2023 have only been considered in scrutiny and Forms received thereafter were not considered.
8. A summary of the Postal Ballot Forms and electronic voting confirmations received for the following resolution is as under:

Item No. 1: Special Resolution

To approve continuation of directorship of Mr. Subrata Kumar Atindra Mitra (DIN - 00029961) as Non-Executive, Independent Director beyond the age of 75 years till the expiry of his current term on July 19, 2026.

(i) Voted for the Resolution: -

| Mode | Number of members voted | Number of votes cast in favour of the resolution | % of total number of valid votes cast |
|---------------------|-------------------------|--|---------------------------------------|
| Postal Ballot Forms | 17 | 2,224 | 92.32 |
| E-voting | 86 | 8,57,00,369 | 99.98 |
| Total | 110 | 8,57,02,593 | 99.98 |

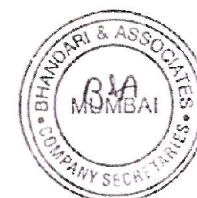
(ii) Voted against the Resolution: -

| Mode | Number of members voted | Number of votes cast against the resolution | % of total number of valid votes cast |
|---------------------|-------------------------|---|---------------------------------------|
| Postal Ballot Forms | 1 | 185 | 7.68 |
| E-voting | 30 | 15,934 | 0.02 |
| Total | 31 | 16,119 | 0.02 |

(iii) Invalid votes: -

| Number of Members | Number of votes cast |
|-------------------|----------------------|
| 5 | 350 |

9. The Resolution mentioned in the Postal Ballot Notice dated November 09, 2022 as per the details above stands passed with requisite majority on January 13, 2023.
10. The Postal Ballot Forms and all other papers relating to Postal Ballot including voting by electronic means, shall be under my safe custody till the Chairman or person authorized by him, considers, approves and signs the minutes of this Postal Ballot and thereafter, the same shall be returned to the Company Secretary of the Company.



You may accordingly declare the result of the "voting by Postal Ballot".

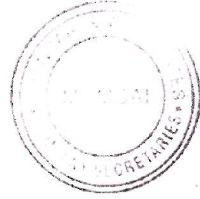
Thanking you,
Yours truly,

**For Bhandari & Associates
Company Secretaries**

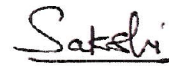


Manisha Maheshwari
Partner

ACS No. 30224 | C. P. No. 11031
Mumbai | January 16, 2023
ICSI UDIN: A030224D002981282



Witness 1: Ms. Swati Warriar



Witness 2: Ms. Sakshi Khandelwal

COUNTER SIGNED BY:
For AGS Transact Technologies Limited



Ms. Sneha Kadam
Company Secretary
(Under Authority by the Chairman)