

Date: May 22, 2023

<b>To,</b> <b>BSE Limited,</b> Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai - 400001  <b>BSE Scrip Code: 543451</b>	<b>To,</b> <b>National Stock Exchange of India Limited,</b> Exchange Plaza, Bandra Kurla Complex, Bandra (East), Mumbai - 400051  <b>NSE Scrip Symbol: AGSTRA</b>
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**Ref: Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

**Sub: Voting Results in terms of Postal Ballot Notice dated March 29, 2023 alongwith Scrutinizer's Report**

This is to further to our letter dated April 20, 2023, submitting the Postal Ballot Notice along with the explanatory statement ("Notice"), seeking approval of the Members for the special business stated as under:

Sr. No.	Particulars	Resolution required
1.	To approve the appointment of Directorship of Mr. Sivanandhan Dhanushkodi (DIN: 03607203) as a Non-Executive, Independent Director on the Board of the Company	Special Resolution
2.	To approve the appointment of Directorship of Mr. Sudip Bandyopadhyay (DIN: 00007382) as a Non-Executive, Non-Independent Director on the Board of the Company	Ordinary Resolution

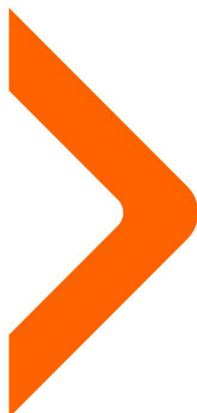
Ms. Manisha Maheshwari (Membership No.: A30224), failing her, Mr. S.N. Bhandari (Membership No.: F761), of M/s. Bhandari & Associates, Company Secretaries were appointed as Scrutinizers for conducting the Postal Ballot/e-voting process in fair and transparent manner. The e-voting period commenced on Friday, April 21, 2023 at 9:00 a.m. (IST) and concluded on Saturday, May 20, 2023 at 5:00 p.m. (IST).

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 resolutions as per the Postal Ballot Notice dated March 29, 2023 were approved by the Members with the requisite majority and are deemed to have been passed on last day of voting i.e. May 20, 2023.

The copy of the said voting results is also available on the Company's website at [www.agsindia.com](http://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](http://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)			1 - To approve the appointment of Directorship of Mr. Sivanandhan Dhanushkodi (DIN: 03607203) as a Non-Executive, Independent Director on the Board of the Company					
Whether promoter/ promoter group are interested in the agenda/resolution?								
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
	<b>Total</b>		<b>79545799</b>	<b>100.0000</b>	<b>79545799</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	6559727	4587241	69.9304	4587241	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
	<b>Total</b>		<b>4587241</b>	<b>69.9304</b>	<b>4587241</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	35297550	48485	0.1374	23309	25176	48.0747	51.9253
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>48485</b>	<b>0.1374</b>	<b>23309</b>	<b>25176</b>	<b>48.0747</b>	<b>51.9253</b>
<b>Total</b>		<b>121403076</b>	<b>84181525</b>	<b>69.3405</b>	<b>84156349</b>	<b>25176</b>	<b>99.9701</b>	<b>0.0299</b>

## AGS Transact Technologies Limited

Resolution Required : (Special)			2 - To approve the appointment of Directorship of Mr. Sudip Bandyopadhyay (DIN: 00007382) as a Non-Executive, Non-Independent Director on the Board of the Company					
Whether promoter/ promoter group are interested in the agenda/resolution?								
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
	<b>Total</b>		<b>79545799</b>	<b>100.0000</b>	<b>79545799</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	6559727	4587241	69.9304	4587241	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
	<b>Total</b>		<b>4587241</b>	<b>69.9304</b>	<b>4587241</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	35297550	48400	0.1371	23269	25131	48.0764	51.9236
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>48400</b>	<b>0.1371</b>	<b>23269</b>	<b>25131</b>	<b>48.0764</b>	<b>51.9236</b>
<b>Total</b>		<b>121403076</b>	<b>84181440</b>	<b>69.3405</b>	<b>84156309</b>	<b>25131</b>	<b>99.9701</b>	<b>0.0299</b>

**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 March 11, 2023, 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 March 29, 2023 ("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, No. 03/2022 dated May 05, 2022 and 11/2022 dated December 28, 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 resolutions based on 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 March 29, 2023 for passing of Resolutions mentioned in the said Notice to its members.
2. In terms of MCA Circulars, the Company had sent the Notice in electronic form only to its members whose name(s) appeared in the Register of members/ list of beneficiaries as on Friday, April 14, 2023. The hard copy of postal ballot notice along with postal ballot forms and pre-paid business envelope was not sent to the members for the postal ballot in accordance with the provisions specified under the MCA Circulars. Accordingly, the communication of the assent or dissent of the members had taken place through the remote e-voting system only.
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 April 21, 2023, 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 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, April 14, 2023 and had engaged Link Intime for providing e-voting platform.
5. The e-voting commenced on Friday, April 21, 2023 at 9:00 a.m. (IST) and ended on Saturday, May 20, 2023 at 5:00 p.m. (IST) 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. Palak Vora and Ms. Vidhi Maheshwari 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. A summary of electronic voting confirmations received for the following resolution is as under:

**Item No. 1: Special Resolution**

Approval for appointment of Mr. Sivanandhan Dhanushkodi (DIN: 03607203) as a Non-Executive, Independent Director of the Company.

(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
E-voting	100	8,41,56,349	99.97
<b>Total</b>	<b>100</b>	<b>8,41,56,349</b>	<b>99.97</b>

(ii) Voted against the Resolution: -

Mode	Number of members voted	Number of votes cast against the resolution	% of total number of valid votes cast
E-voting	29	25,176	0.03
<b>Total</b>	<b>29</b>	<b>25,176</b>	<b>0.03</b>

(iii) Invalid votes: -

Number of Members	Number of votes cast
0	0



## Item No. 2: Ordinary Resolution

Approval for appointment of Mr. Sudip Bandyopadhyay (DIN: 00007382) as a Non-Executive, Non-Independent Director of the Company.

(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
E-voting	99	8,41,56,309	99.97
<b>Total</b>	<b>99</b>	<b>8,41,56,309</b>	<b>99.97</b>

(ii) Voted against the Resolution: -

Mode	Number of members voted	Number of votes cast against the resolution	% of total number of valid votes cast
E-voting	29	25,131	0.03
<b>Total</b>	<b>29</b>	<b>25,131</b>	<b>0.03</b>

(iii) Invalid votes: -

Number of Members	Number of votes cast
0	0

- The Resolution mentioned in the Postal Ballot Notice dated March 29, 2023 as per the details above stands passed with requisite majority on May 20, 2023.
- The relevant records 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*

Manisha Maheshwari  
**Partner**

ACS No. 30224 | C. P. No. 11031  
Mumbai | May 22, 2023  
ICSI UDIN: A030224E000352667



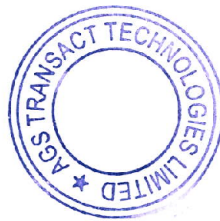
*Palak Vora*

Witness 1: Ms. Palak Vora

*Vidhi Maheshwari*

Witness 2: Ms. Vidhi Maheshwari

COUNTER SIGNED BY:  
For **AGS Transact Technologies Limited**



*Sneha Kadam*

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