M. Maheshwari & Associates
Company Secretary
Manish Maheshwari
M.COM., LL.B., FCS

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Consolidated Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 (4) (xii) of the Companies (Management and Administration) Rules, 2015 as amended]

To,
The Chairman,
INFOBEANS TECHNOLOGIES LIMITED
CIN: L72200MP2011PLC025622
Crystal IT Park, STP-I 2nd Floor,
Ring Road, Indore (MP) - 452001 IN

Dear Sir,

Ref. **10th Annual General Meeting (AGM) of the Equity Shareholders of Infobeans Technologies Limited held on the Monday, August 24, 2020 At 04.00 P.M. through Video Conferencing (VC)/Other Audio Visual Means (OAVM):**

Subject: **Passing of Resolution(s) through remote electronic voting, pursuant to Section 108 of Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2015 as amended and Regulation 44(3) of the SEBI (LISTING OBLIGATIONS ANDDISCLOSURE REQUIREMENTS) REGULATIONS, 2015.**

1. I, **Manish Maheshwari, Practicing Company Secretary,** have been appointed by the Board of Directors of **INFOBEANS TECHNOLOGIES LIMITED** ("the Company") as a Scrutinizer for the purpose of scrutinizing the process of voting through electronic means ("e-voting") on the resolutions contained in the notice dated 28th July 2020 ("Notice") issued in accordance with General Circular No. 14/2020, 17/2020 and 20/2020 dated 8 April 2020, 13 April 2020 and 5 May 2020 respectively, issued by Ministry of Corporate Affairs (MCA) (hereinafter referred to as "MCA Circulars"), Government of India, calling the tenth Annual General Meeting of its Equity Shareholders ("the Meeting" /"AGM") through **Video Conferencing (VC)/Other Audio Visual Means (OAVM)**. The AGM was convened on **Monday, August 24, 2020 At 04.00 P.M.** IST through VC / OAVM.

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2. The said appointment as Scrutinizer is under the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("the Rules"). As the Scrutinizer, I have to scrutinize:

(i) Process of e-voting remotely, before the AGM, using an electronic voting system on the dates referred to in the Notice calling the AGM ("remote evoting"); and

(ii) Process of e-voting at the AGM through electronic voting system ("evoting")

Management's Responsibility

3. The management of the Company is responsible to ensure compliance with the requirements of (i) the Act and the Rules made thereunder; (ii) the MCA Circulars; and (iii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("LODR") relating to e-voting on the resolutions contained in the Notice calling the AGM. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

Scrutinizer's Responsibility

4. My responsibility as Scrutinizer for e-voting process (i.e. remote e-voting and evoting) is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions contained in the Notice, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited ("CDSL"), and the Agency authorized under the Rules and engaged by the Company to provide e-voting facility and attendant papers / documents furnished to me electronically by the Company and/ or CDSL for my verification.

5. Further to the above, we submit our report as under:

i. The Members of the Company as on the "Cut Off" date i.e. **17th August, 2020** were entitled to vote on the resolutions (Items Number 1 to 4 as set out in Notice of 10th AGM of the Company).

ii. The voting period for E-voting commenced on **21st August, 2020 (09.00 AM) and ends on 23rd August, 2020 (05.00 PM)** and the CDSL-voting platform was blocked thereafter and the votes cast under E-voting facilities were then unblocked and we downloaded the results.

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iii. The votes cast were unblocked on Monday, 24th August 2020 after the conclusion of the AGM and was witnessed by two witnesses, Ms. Prerna Jain and Ms. Aayushi Sharda, who are not in the employment of the Company. They have signed below in confirmation of the same.

Prerna Jain

Aayushi Sharda

iv. Thereafter, the details containing, interalia, the list of Equity Shareholders who voted "in favour" or "against" on each of the resolutions that was put to vote, were generated from the e-voting website of CDSL. Based on the report generated by CDSL and relied upon by me, data regarding the remote e-voting was scrutinized on test check basis.

6. I submit herewith the Consolidated Scrutinizer's Report on the results of the remote e-voting and e-voting, based on the reports generated by CDSL, scrutinized on test check basis and relied upon by me as under:-

Details	Remote e-voting	Venue e-voting	Total Voting
Number of members who cast their votes	11	2	13
Total Number of Shares held by them	1,32,12,289	4,000	1,32,16,289
Valid Votes	As per details provided under each one of the Resolution(s) mentioned hereunder.		
Abstained/ Invalid Votes	NIL		

ITEM NO. 1 - ORDINARY RESOLUTION

Adoption of Audited Balance Sheet and Statement of Profit & Loss Account for the year ended March 31, 2020 together with the Reports of the Board of Directors and the Auditors thereon.

Manner of Voting	Remote e-voting		Venue e-voting		TOTAL	
	No	% age	No	% age	No	% age
Votes in favour of the Resolution	1,32,12,289	99.97	4,000	0.03	1,32,16,289	100.00
Votes against the Resolution	0	0.00	0	0.00	0	0.00
Abstained /Invalid Votes	0	0.00	0	0.00	0	0.00
Total	1,32,12,289	99.97	4,000	0.03	1,32,16,289	100.00

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ITEM NO. 2 - ORDINARY RESOLUTION

Appointment of Mr. Avinash Sethi (DIN: 01548292) who retires by rotation as a Director and being eligible offer himself for re- appointment

Manner of Voting	Remote e-voting		Venue e-voting		TOTAL	
	No	% age	No	% age	No	% age
Votes in favour of the Resolution	1,32,12,289	99.97	4,000	0.03	1,32,16,289	100.00
Votes against the Resolution	0	0.00	0	0.00	0	0.00
Abstained /Invalid Votes	0	0.00	0	0.00	0	0.00
Total	1,32,12,289	99.97	4,000	0.03	1,32,16,289	100.00

ITEM NO. 3 - ORDINARY RESOLUTION

Appointment of M/S Basant Jain & Co. as Statutory Auditor:

Manner of Voting	Remote e-voting		Venue e-voting		TOTAL	
	No	% age	No	% age	No	% age
Votes in favour of the Resolution	1,32,12,289	99.97	4,000	0.03	1,32,16,289	100.00
Votes against the Resolution	0	0.00	0	0.00	0	0.00
Abstained /Invalid Votes	0	0.00	0	0.00	0	0.00
Total	1,32,12,289	99.97	4,000	0.03	1,32,16,289	100.00

SPECIAL BUSINESS

ITEM NO. 4 – SPECIAL RESOLUTION

Re- appointment of Mrs. Shilpa Saboo as an Independent Director:

Manner of Voting	Remote e-voting		Venue e-voting		TOTAL	
	No	% age	No	% age	No	% age
Votes in favour of the Resolution	1,32,12,289	99.97	4,000	0.03	1,32,16,289	100.00
Votes against the Resolution	0	0.00	0	0.00	0	0.00
Abstained /Invalid Votes	0	0.00	0	0.00	0	0.00
Total	1,32,12,289	99.97	4,000	0.03	1,32,16,289	100.00

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7. We hereby confirm that we are maintaining electronic voting data received from the Service Provider, in respect of the votes cast through e- voting. The electronic data and all other relevant records relating to e- voting is under mysafe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approve and signs the minutes of the AGM.

Restriction on Use

8. This report has been issued at the request of the Company for (i) submission to Stock Exchanges, (ii) placing on website of the Company and (iii) website of CDSL. This report is not to be used for any other purpose or to be distributed by the Company to any other parties. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior consent in writing.

Thanking you,
Yours Faithfully,

Scrutinizer
Name: Manish Maheshwari
Practicing Company Secretary
FCS: 5174; CP: 3860

Place: Indore
Date: 25.08.2020
UDIN : F005174B000617896