



Capgemini Technology Services India Limited
 Capgemini Knowledge Park SEZ, IT3/IT4
 Airoli Knowledge Park, Thane - Belapur Road
 Airoli, Navi Mumbai - 400 708, Maharashtra, India
 Tel.: +91 22 7144 4283 | Fax: +91 22 7141 2121
www.capgemini.com/in-en

Capgemini Technology Services India Limited

Declaration of the results of remote e-voting and instapoll conducted at the 27th Annual General Meeting (AGM) held on 25 September 2020 through Video Conference (VC) or Other Audio Visual Means (OAVM)

Pursuant to COVID 19 pandemic, the Ministry of Corporate Affairs (MCA) had vide its circular dated 05 May 2020 read together with circulars dated 08 April 2020 and 13 April 2020 (collectively referred to as “MCA Circulars”) permitted convening of the AGM through VC or OAVM without physical presence of members at a common venue. In accordance with the provisions of Companies Act, 2013 and MCA Circulars, AGM was held through VC or OAVM. In compliance with MCA Circulars, notice of the AGM along with Annual Report 2019-20 was sent only through electronic mode to those members whose email addresses are registered with Company’s Registrar and Share Transfer Agent, Kfin Technologies Private Limited (formerly known as Karvy Fintech Private Limited) as on Friday, 14 August 2020.

As per the requirements of the Companies Act, 2013, the Company had provided remote e-voting facility to all its members entitled to cast their vote as on the cut-off date i.e. 19 September 2020 on all the resolutions as set out in the Notice of the 27th AGM. Remote e-voting opened on 22 September 2020 (09:00 AM) and closed on 24 September 2020 (05:00 PM). Shailesh Indapurkar & Associates, Company Secretaries, Pune were appointed as Scrutinizer to scrutinize the remote e-voting process as well as instapoll conducted at the AGM.

They submitted the consolidated result on remote e-voting as well as voting through instapoll at the AGM vide their report dated 28 September 2020. The consolidated results of e-voting and poll as per the Scrutinizers’ Report is as follows:

Item No.	Details of the Agenda	Resolution required (Ordinary/ Special)	Total No. of Valid Vote Casted	% Votes in favor	% Votes Against
1	A. To consider and adopt: the Audited Standalone Financial Statement of the Company for the Financial Year ended 31 March 2020, together with the Reports of the Board of Directors and the Auditor thereon; and B. the Audited Consolidated Financial Statement of the Company for the Financial Year ended 31 March 2020 together with the Report of the Auditor therein.	Ordinary	59002459	100	NIL
2	To appoint a Director in place of Mr. Srinivasa Rao Kandula (DIN: 07412426) who retires as per article 14 (8) (a) of the Articles of Association of the Company at the ensuing Annual General Meeting and being eligible, offers himself for re-appointment.	Ordinary	59002459	100	NIL
3	To appoint a Director in place of Mr. Ashwin Yardi (DIN: 07799277) who retires as per article 14 (8) (a) of the	Ordinary	59002459	100	NIL

Capgemini Technology Services India Limited
 Regd. Off.: No.14, Rajiv Gandhi Infotech Park, Hinjawadi Phase III
 MIDC - SEZ, Village Man, Taluka Mulshi, Pune - 411057, Maharashtra, India
 Corporate Identity Number: U85110PN1993PLC145950
 Tel.: +91 20 6699 1000 | Fax: + 91 20 6699 5050



	Articles of Association of the Company at the ensuing Annual General Meeting and being eligible, offers himself for re-appointment.				
4	To appoint a Director in place of Ms. Aruna Jayanthi (DIN: 00817860) who retires as per article 14 (8) (a) of the Articles of Association of the Company at the ensuing Annual General Meeting and being eligible, offers herself for re-appointment.	Ordinary	59002459	100	NIL
5	To appoint a Director in place of Mr. Hubert Giraud (DIN: 00817709) who retires as per article 14 (8) (a) of the Articles of Association of the Company at the ensuing Annual General Meeting and being eligible, offers himself for re-appointment.	Ordinary	59002459	100	NIL
6	To appoint a Director in place of Mr. Paul Hermelin (DIN: 07887276) who retires as per article 14 (8) (a) of the Articles of Association of the Company at the ensuing Annual General Meeting and being eligible, offers himself for re-appointment.	Ordinary	59002459	100	NIL
7	Appointment of M/s Price Waterhouse Chartered Accountants LLP (Registration No. 012754N/N500016) as Statutory Auditor of the Company for a period of 5 (five) years.	Ordinary	59002459	100	NIL

Based on the aforesaid Report of the Scrutinizer, all Resolutions set out in the Notice of 27th AGM have been duly approved by the shareholders with requisite majority.

For Capgemini Technology Services India Limited

Armin Billimoria
Company Secretary

28 September 2020



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 Airoli Knowledge Park, Thane - Belapur Road
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Capgemini Technology Services India Limited
Declaration of the results of Postal Ballot process voting by electronic means (e-voting)

Pursuant to General Circular No. 14/2020 dated 08 April 2020 read with General Circular No. 17/2020 dated 13 April 2020 and General Circular No. 22/2020 dated 15 June 2020, in relation to "Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by COVID - 19" issued by the Ministry of Corporate Affairs (the "MCA Circulars") the Company had sent notice in electronic form only. In compliance with the provisions of Sections 108 and 110 of the Act read with the Rules framed thereunder and the MCA Circulars, the Company had extended only the remote e-voting facility for its Members to enable them to cast their votes electronically. The hard copy of this Postal Ballot Notice along with Postal Ballot forms and pre-paid business envelope were not sent to the Members for this Postal Ballot.

Pursuant to Sections 108 and 110 of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management and Administration) Amendment Rules, 2014 the Company had provided e-voting facility through Postal Ballot process to all its members entitled to cast their vote as on cut-off date i.e. 31 July 2020 on the resolution as set out in the Notice of Postal Ballot. Remote e-voting period remained opened from Wednesday, 12 August 2020 (09:00 AM) to Thursday, 10 September 2020 (05:00 PM). Mr. Shailesh Indapurkar, Shailesh Indapurkar & Associates, Company Secretaries, Pune was appointed as Scrutinizer to scrutinize the Postal Ballot process through e-voting.

Mr. Shailesh Indapurkar submitted the result on Postal Ballot process through e-voting vide his report dated 11 September 2020. The result of Postal Ballot process through e-voting as per the Scrutinizers' Report is as follows:

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	Nos.	% of total number of valid votes cast	Ballot No.	Votes
SPECIAL BUSINESS								
Item no. 1: Special Resolution								
Approval to provide for money and/or loan/financial assistance to	Remote e-voting	59002659	59002608	100.00	51	00.00	-	-
	TOTAL	59002659	59002608	100.00	51	00.00	-	-



employees to subscribe to Capgemini SE Employee Stock Ownership Plan, 2020								
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Based on the aforesaid Report of the Scrutinizer, resolution set out in the Notice of Postal Ballot dated 04 August 2020 have been duly approved by the shareholders with requisite majority.

For Capgemini Technology Services India Limited

Armin Billimoria
Company Secretary
11 September 2020

**SHAILESH INDAPURKAR & ASSOCIATES
COMPANY SECRETARIES**

Radha Ramkrishna Society, Flat No. 5,
1st Floor, 1626, Sadashiv Peth,
Gopal Gayan Samaj Road,
Pune 411 030.
Phone No: 020-24338629
Mobile No: 98812 57930
E-mail: indapurkarcs@gmail.com

**SCRUTINIZER'S REPORT FOR E-VOTING FOR CAPGEMINI TECHNOLOGY SERVICES
INDIA LIMITED**

[Pursuant to Section 108, Section 110 of the Companies Act, 2013 and Rule 20 and Rule 22 of the Companies (Management and Administration) Amendment Rules, 2014 read with General Circular No. 14/2020 dated 08 April 2020 read with General Circular No. 17/2020 dated 13 April 2020 and General Circular No. 22/2020 dated 15 June 2020, in relation to Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by COVID - 19" issued by the Ministry of Corporate Affairs (the "MCA Circulars")]

To,
Board of Directors,
CAPGEMINI TECHNOLOGY SERVICES INDIA LIMITED ('the Company')
(CIN: U85110PN1993PLC145950)
Address: Plot No.14, Rajiv Gandhi Infotech Park, Hinjawadi,
Phase III, MIDC-SEZ, Village Man, Taluka Mulshi,
Pune - 411 057

Subject: Passing of special resolution through Postal Ballot

Dear Sir,

I, Shailesh Indapurkar, Proprietor Shailesh Indapurkar & Associates, Company Secretaries, Pune, have been appointed as the Scrutinizer by the Board of Directors of the Company for the purpose of scrutinizing the,

Postal Ballot under the provisions of Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 and MCA Circulars in a fair and transparent manner and for ascertaining the requisite majority on e-voting for the resolution contained in the notice dated 4th August 2020.

The Management of the Company was responsible to ensure the compliance with the requirements of the Act and rules relating to e-voting.

Our responsibility as scrutinizer for the e-voting for resolution restricted to make a 'Scrutinizers Report' of the votes cast as "assent" or "dissent" / "for" or "against" for the resolution as stated in the notice of Postal Ballot, based on the reports generated from the Electronic voting service facility provided by Kfin Technologies Private Limited (Formerly known as Karvy Fintech Private Limited) (KfinTech), the authorized agency, engaged by the Company, to provide voting through electronic means i.e. by e-voting.

In this connection, we submit hereunder the Scrutinizer's Report on the results of voting, through e-voting;



CS

- i. The Members of the Company as on "Cut-off" date i.e. Friday 31st July 2020 were entitled to vote on the proposed resolution set out in the notice of postal ballot of the Company.
- ii. KfinTech has, on 11th August, 2020, transmitted the notice of postal ballot through email to its members whose names appeared on the Register of Members, as on 31st July 2020.
- iii. As per the General circular no-17/2020 dated 13 April 2020 read with General circular No- 14/2020 dated 8th April 2020 relating to passing of certain items only through postal ballot without convening a general meeting, companies are exempted from dispatching physical notice and postal ballot due to threat of COVID-19 and voting can only be done by e-voting process.
- iv. The remote e-voting period remained open from Wednesday, 12th August 2020 (09:00 A.M) to Thursday, 10th September 2020 at (05:00 P.M.)
- v. At the end of e-voting period on Thursday, 10th September 2020 at (05:00 P.M) voting portal of the agency (KfinTech) was disabled forthwith.
- vi. The votes cast by E-voting process (remote e-voting) were unblocked on, Thursday, 10th September 2020 at around 5.12 P.M. in the presence of two witnesses viz. CS Mamta Phalak and Tushar Deshmukh who are not in the employment of the Company.
- vii. Thereafter, the details containing, inter alia, list of members who assented or dissented / voted for or against on resolution that was put to vote was generated from the e-voting website of Kfin Tech i.e. <https://evoting.karvy.com> The results of the E voting 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	Nos.	% of total number of valid votes cast	Ballot No.	Votes
SPECIAL BUSINESSES								
Item no. 1:								
APPROVAL TO PROVIDE FOR MONEY AND/OR LOAN/FINANCIAL ASSISTANCE TO EMPLOYEES TO SUBSCRIBE TO CAPGEMINI SE EMPLOYEE STOCK OWNERSHIP PLAN, 2020	Remote e-voting	59002659	59002608	100.00	51	00.00	-	-
	TOTAL	59002659	59002608	100.00	51	00.00	-	-



RESULT

The results of remote e-voting conducted 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 are under our safe custody and will be handed over to Ms. Armin Billimoria, Company Secretary who has been appointed by the Board of Directors to supervise postal ballot process.

Thanking you,

Yours sincerely,



CS Shailesh Indapurkar
Company Secretary
ACS: 17306 CP: 5701
UDIN: A017306B000696457
Date: Sep 11, 2020
Place: Pune

