

Date: 01.10.2017

To,

The Deputy General Manager
Department of Corporate Services
BSE Limited
25th Floor,
Phiroze jeejeebhoy Towers,
Dalal Street Mumbai-400001

The General Manager
Listing Exchange
The Calcutta Stock Exchange Association Ltd
7, Lyons Range
Kolkata-700001

Security Code No.: 532402

Sub: Voting Results of 18th Annual General Meeting held on 29th September 2017

We refer to our letter dated 30<sup>th</sup> September 2017 and we wish to inform you that at the 18<sup>th</sup> Annual General Meeting (AGM) of the members of the Company held on September 29, 2017 at Oyster Airport Hotel, 5-12/1, Nehru Outer Ring Road, Brindavan Gardens, Kishanguda, Shamshabad, Hyderabad, Telangana -501218, the members of the Company have duly approved, through e-voting and voting through Ballot at the venue of the meeting, all the businesses as specified in the Notice convening the AGM.

Simarjeet Singh & Associates, Company Secretaries in Practice, appointed as the Scrutinizer by the Board of Directors has submitted his report dated October 01,2017 on e- Voting and Voting Through Ballot at the meeting, to the Company Secretary of the Company.

The Details of the Voting results are enclosed in the format Prescribed under Regulation 44(3) of the SEBI (LODR) Regulations, 2015

We request you to kindly bring the aforesaid information to the notice of your members.

Thanking you

Yours faith fully

agen

For USG Tech Solutions Limited

For USG TECH SOLUTIONS LIMITED

Jagpree Kaur Company Secretary

Company Secretary

Date: 01.10.2017

Place: Delhi





## **USG Tech Solutions Limited**

## **Details of Voting Results**

Date of Annual General Meeting		September 29, 2017
Total Number of Equity shareholder as on Record date	:	September 22, 2017, Cut-off Date for reckoning the Voting rights of the Shareholders
		Total Number of Shareholder: 1194
No. of Shareholder present in the meeting either in		21
person or through proxy No. of Person voted through e-voting		27

For USG TECH SOLUTIONS LIMITED



# AGENDA-WISE DISCLOSURE

Resolution No. 1 - To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2017, the Reports of the Board of Directors and the report of Auditors thereon:

Whether Promote	Whether Promoter/promoter group are	ial)	Ordinary Resolution No	ition				
interested in the a	interested in the agenda/resolution?	d	NO					
Category	Mode of Voting	No. of shares held	No. of votes polled	%age of votes polled on outstanding shares	No. of votes- in favour	No. of votes- against	%age of votes No. of votes-No. of votes in polled on in favour against favour on votes outstanding shares	%age of votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*400
Promoter and	E-Voting		8209050	100 00	8209050		100 (1/L/O)(1/L/O) (1/L/O)(1/L/O)	(1)[(2)/(2)]
dnote atomb	Poll				000000	-	00 001	0.00
			C	0.00	0	0	0.00	0.00
	lotal	8209050	8209050	100.00	8209050	0	100.00	0.00
holders	E-Voting		354073	4 88	354073	0	100 00	
	Poll		0	0 00	0	0	0.00	
	Total	7251020	354073	4.88	354073	0 0	000000000000000000000000000000000000000	0.00
Public-others	E-Votino					C	100.00	0.00
	r-voing		13913170	58 08	13913019	151	100.00	0.00
	TOI		24858	0 10	24858	0	100 00	0 00
	Total	23954140	13938028	58.19	13937877	151	100 00	
lotal		39414210	22501151	57.08	22501000	151		

OF USG TECH SOLUTIONS LIMITED

Company Secretary

Required (Ordinary/Special)   Ordinary Resolution		400 00		22501000	57.08	19110077	01741400		
No. of votes   No.	0.00	100.00	151	13937877	58.19	73938028	39414010		Total
Required (Ordinary/Special)   Ordinary Resolution   No of votes   No o	0.00	100 00	0	24858	0.10	24858	330544	Total	
Required (Ordinary/Special)	0.00	100.00	151	13913019	58 08	13913170			
	0.00	100.00	0	3540/3	4.00	100101		E-Voting	Public-others
	0.00	000			A 00 00 00 00 00 00 00 00 00 00 00 00 00	354073	7251020	Total	
			0	0	0.00	0		Poll	
	0.00	100 00	0	354073	4.88	354073		E-VOUNG	holders
	0.00	100.00	0	8209050	100.00	0000000	0000	E Votes	Public-Institutional
	0.00	טוטט	c	(			8200050	Total	
Auired (Ordinary/Special)  Ordinary Resolution  No  No  No  No  No  No  No  No  No			0	0	0.00	0		Poll	
Required (Ordinary/Special)  Ordinary Resolution  Motor promoter group are the agendal resolution?  No. of votes wage of votes of votes in polled polled on outstanding shares  (1)  Ordinary Resolution  No. of votes wage of votes of votes in polled on outstanding shares  (1)  (2)  (3)=[(2)/(1)]*100  (4)  (5)  (6)=[(4)/(2)]*100  (7)	0.00	100 00	0	8209050	100.00	8209050		E-voting	Promoter Group
No. of No. of votes   %age of votes   No. of votes   %age of votes in polled on outstanding shares   %age of votes in polled   shares   %age of votes in polled   shares   %age of votes in polled   %ag	(7)=[(5)/(2)]*100	001. [(7)/(4)]-(0)	(0)	1.1					Promoter and
No. of No. of votes polled on polled outstanding shares		(6)-[////////	(4)	(4)	(3)=[(2)/(1)]*100	(2)	(1)		
Ordinary Resolution	%age of votes against or votes polled	%age of votes in favour on votes polled	No. of votes- against	No. of votes- in favour	%age of votes polled on outstanding shares	No. of votes polled	No. of shares held	Mode of Voting	Category
Ordinary Resolution						No	are	agenda/resolution	interested in the
					ution	Ordinary Resol	cial)	red (Ordinary/Spe	Whether Bromet
or retiring by rotation, as a director of the Company, liable to retire by Rotation	on	to retire by Rotati	ompany, liable	ector of the Co	y rotation, as a dire	Supra, reuring by		10	100

USG TECH SOLUTIONS MATTED

Resolution Requi	Resolution Required (Ordinary/Special) Ordinary Resolution	cial)	Ordinary Resolution	rtion			The second second	
Whether Promote interested in the	Whether Promoter/promoter group are interested in the agenda/resolution?	re	No					
		No. of shares held	No. of votes polled	%age of votes	No. of votes- in favour against	No. of votes- against	%age of votes in favour on votes	%age of votes against on
Category	Mode of Voting			outstanding shares			polled	votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100 (7)=[(5)/(2)]*100	(7)=[(5)/(2)]*100
Promoter Group	E-Voting		8209050	100.000	8209050	0	100 00	0 00
	Poll		0	0.000	0	0	0.00	0.00
	Total	8209050	8209050	100.000	8209050	0	100.00	
Public-Institutional	E-Voting		0	0.000	)			0.00
							000	0.00
	701		0	0.000	0	0	0,00	0.00
Public-others	Ca	7251020	0	0.000	0	0	0.00	0.00
	E-Voting	+	13913170	58.083	13913019	151	100 00	0.00
	Poll		24858	0.104	24858	0	100.00	0 00
	Total	23954140	13938028	58.186	13937877	151	100 00	0 00
		39414210	22147028	70 400				

For USC TEMPORATIONS LIMITED Company Secretary

Resolution Requi	Resolution Required (Ordinary/Special)		Ordinary Resolution	ition				
Category	Mode of Voting	No. of res held	No. of votes polled	%age of votes polled on outstanding shares	No. of votes- in favour	No. of votes- against	%age of votes No. of votes- No. of votes- %age of votes in polled on in favour against favour on votes outstanding shares	%age of votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100 (7)=[(5)/(2)]*100	(7)=[(5)((5)1*400
Promoter and	E-Voting		8209050	100.00				(,) [(2),(2)] (,)
Promoter Group	Poll				0000000	0	100.00	0.00
			0	0.00	0	0	0.00	0.00
	Total	8209050	8209050	100.00	8209050	0	100.00	0 00
holders	E-Voting		354073	4.88	354073	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	
	Total	7251020	354073	× 00				0.00
Public-others	E Viction		334073	4.000	354073	0	100.00	0.00
	E-voting		13913170	58.08	13913019	151	100.00	0.00
	Poll		24858	0.10	24858	0	100 00	
	Total	23954140	13938028	58.19	13937877	151	4 0000	0.00
					The second secon		100.00	0.00

For USG TECH SOLUZIONS LIMITED

Company Secretary

the Companies Act 2013 read with relevant Rules thereto (including any statutory modification(s) or re-enactment thereof. of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation 2015 and applicable provisions of Resolution No.5 - Approval of Related Party Transactions with (Retail Information System Pty Ltd) pursuant to the provisions of Regulation 23

Resolution Requi	Resolution Required (Ordinary/Special)	)	Special Resolution	tion				
interested in the	whether Promoter/promoter group are interested in the agenda/resolution?	ire	yes					
Category	Mode of Voting	No. of shares held	No. of votes polled	%age of votes No. of votes-No. of votes-polled on in favour against outstanding shares	No. of votes- in favour		of votes - %age of votes in against favour on votes polled	%age of votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100 (7)=[(5)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and	□ Votino						17/1/1/1/2/	1001 [(2)/(2)]
Promoter Group	E-Voting		8209050	100.00	8209050	0	100.00	0 00
	TOI		0	0.00	0	0	0.00	0 00
	Total	8209050	8209050	100.00	8209050	0	100 00	
Public-Institutional	F-Vatina		2012				100.00	0.00
holders	Carlo		354073	4 88	0	354073	0.00	100 00
	Poll		0	0.00	0	0	0.00	0.00
	Total	7251020	354073	4.88	0	354073	0.00	100 00
applic-ottlets	E-Voting		13913170	58 08	13013010	151	10000	
	Poll		0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	0			100.00	0.00
	7 (3)		24858	0 10	24858	0	100.00	0.00
	IOTAL	23954140	13938028	58.19	13937877	151	100.00	0 00
IOIdi		39414210	22501151	57.08	22146927	354224	27 80	

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Resolution Required (Ordinary/Special) Special Resolution	red (Ordinary/Spe	cial)	Special Resolution	ion	, , , , , ,	- Apparain	כוונרבר	
Whether Promoter/promoter group are	r/promoter group		No					
Category	Mode of Voting	No. of shares held	No. of votes polled	%age of votes polled on outstanding	No. of votes- in favour	No. of votes- against	%age of votes No. of votes- No. of votes- %age of votes in polled on in favour against favour on votes outstanding polled	%age of votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100 (7)=[(5)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and	E-Voting		8209050	100 00	8209050		10000	
L'ouloier Pronb	Poll		0	0.00	0			0.00
	Total	8209050	8209050	100.00	8209050		000	0 00
nstitutional	E-Voting		354073	4 88	0	354073	00.00	0.00
TOIGETS	TO!!		0	000	0	0 0	0.00	100.00
	Total	7251020	354073	4.88	0	354073	0.00	0.00
Public-others	E-Voting		13913170	58 08	13913019	101		100.00
	Poll		24858	0 10	24848	0 -	100.00	0.00
	Total	23954140	12020000		27000		100 00	0 00
Total		39/1/010	0700000	61.80	13937877	151	100.00	0.00
		01741700	10110077	57.08	22146927	354224	98.43	1.57

For USG TECH SOLD TONS LIMITED

Company Secretary



# SIMARJEET SINGH & ASSOCIATES

# **COMPANY SECRETARIES**

# Scrutinizer's Report on E-voting carried out for the purpose of the Annual General Meeting of USG Tech Solutions Limited

To, The Chairman, USG Tech Solutions Limited Level 7 Maximus Towers Building 2A Mindspace Complex, Hi-Tech City Hyderabad, Telangana - 500081

18<sup>th</sup> Annual General Meeting of the Equity Shareholders of USG Tech Solutions Limited held on Friday, 29<sup>th</sup> September, 2017 at 11:00 A.M. at Oyster Airport Hotel, 5-12/1, Nehru Outer Ring Road, Brindavan Gardens, Kishanguda, Shamshabad, Hyderabad, Telangana -501218.

Sub: Scrutinizer's Report on e-voting Conducted in terms of passing of Resolution(s) through E-voting pursuant to section 108 of the Companies Act 2013 read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015

Dear Sir.

I, Simarjeet Singh, Company Secretary in whole time practice having office at WZ 27A, Krishna Puri, Tilak Nagar, New Delhi - 110018 was appointed on 12<sup>th</sup> August, 2017 as the Scrutinizer by the Board of Directors of the USG Tech Solutions Limited purpose of scrutinizing the E-voting process in a fair and transparent manner and ascertaining the requisite majority on E-voting carried out as per the provisions of the Companies Act, 2013 and Rule 20 of Companies (Management and Administration) Amendment Rules, 2015 on the agenda items to be transacted, at the 18<sup>th</sup> Annual General Meeting of the Equity Shareholders of USG Tech Solutions Limited Held on Friday, 29<sup>th</sup> September, 2017 at 11:00 A.M at Oyster Airport Hotel, 5-12/1, Nehru Outer Ring Road, Brindavan Gardens, Kishanguda, Shamshabad, Hyderabad, Telangana -501218.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules made there under, provisions of the listing agreement and other applicable provisions, relating to voting through electronic means on the resolution contained in the notice to the AGM of the members of the Company. My responsibility as a Scrutinizer for the e-voting process is restricted only to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by CDSL, the authorized agency to provide e-voting facilities, engaged by the Company.

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

- E-voting period commenced on Tuesday, 26<sup>th</sup> September, 2017 (9:00 a.m. IST) and ended on Thursday, 28<sup>th</sup> September, 2017 (5:00 p.m. IST).
- b. Shareholder of the Company were entitled to cast their votes electronically, who were holding shares of the Company as on the cut-off date  $-22^{nd}$  September, 2017.
- c. The e-voting results with details of equity shareholders who have voted in favour of the Resolutions or against the Resolutions and those who have abstained from voting were downloaded from the online system of the website of Central Depository Services Limited (CDSL), i.e., (https://www.evotingindia.com).

WZ-27A, Krishna Puri, Tilak Nagar, New Delhi - 110 018 Mob.: +91-9582456496, E-mail: cssimarjeetsingh@gmail.com

As a scrutinizer the report of the e-Voting carried out by the shareholders was duly complied, the details of which are as follows:

		Ordinary/	No. of Sha	Total No. of	Votes in favo	ur	Votes Agai	nst	Invali d Votes
SI. No.	Particulars of resolution	Special resolution	reh olde rs Vot ed	shares e- voted	No. of Shares	% of total valid Votes	No. of Shares	% of total valid Votes	No. of Shares
1	Adoption of Financial Statements for the financial year ended 31st March, 2017	Ordinary Resolution	27	22476293	22476142	100	151	0	0
2	Re-appointment of director retiring by rotation- Mr. Servesh Gupta	Ordinary Resolution	27	22476293	22476142	100	151	0	0
3	Appointment of Statutory Auditors in place of retiring Auditor	Ordinary Resolution	26	22122220	22122069	100	151	0	0
4	Appointment of Independent Director	Special Resolution	27	22476943	22476142	100	151	0	0
5	Approval of Related Party Transactions	Special Resolution	27	22476293	22122069	98.42	354224	1.58	0
6	Approval/ ratification of the Related Party Transaction of the Company	Special Resolution	27	22476293	22122069	98.42	354224	1.58	0

You may accordingly declare the result of the voting in due course and take other necessary steps in this regard.

Thanking You,

For Simarjeet Singh & Associates

ANY SECRETA

Company Secretaries SINGH &

Simarjeet Singh Proprietor

ACS No.- 40311

CP No.- 18054

Witness, in whose presence the voting was unlocked by the Scrutinizer:

1.

Signature Symmet

Date: 01st October, 2017 Place: New Delhi

Signature Jalwan



# SIMARJEET SINGH & ASSOCIATES

## **COMPANY SECRETARIES**

#### FORM No. MGT-13

Report of Scrutinizer(s)

[Pursuant to rule section 109 of the Companies Act, 2013and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman,
USG Tech Solutions Limited
Level 7 Maximus Towers Building
2A Mindspace Complex, Hi-Tech City
Hyderabad, Telangana – 500081

Re: 18<sup>th</sup> Annual General Meeting of the Equity Shareholders of USG Tech Solutions Limited held on Friday, 29<sup>th</sup> September, 2017 at 11:00 A.M. at Oyster Airport Hotel, 5-12/1, Nehru Outer Ring Road, Brindavan Gardens, Kishanguda, Shamshabad, Hyderabad, Telangana -501218.

Dear Sir.

I, Simarjeet Singh, proprietor of M/s. Simarjeet Singh & Associates, Company Secretaries, having office at WZ 27A, Krishna Puri, Tilak Nagar, New Delhi - 110018, was appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolution(s), at the 18<sup>th</sup> Annual General Meeting of the Equity Shareholders of USG Tech Solutions Limited, held on Friday, 29<sup>th</sup> September, 2017 at 11:00 A.M at Oyster Airport Hotel, 5-12/1, Nehru Outer Ring Road, Brindavan Gardens, Kishanguda, Shamshabad, Hyderabad, Telangana -501218.

I, submit my report as under:

- i. After the time fixed for closing of the poll by the Chairman, one (1) ballot box kept for polling was locked in my presence with due identification marks placed by me.
- ii. The locked ballot boxes were subsequently opened in my presence and in presence of two witnesses namely Mr. Sumit Davar and Mr. Satinder Singh, who were not the employee of the Company and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorizations/proxies lodged with the Company.
- iii. All the poll papers were duly completed, there were no invalid votes casted by any shareholder(s).
- iv. The result of the Poll is as under:
  - 1. Ordinary Resolution Item No.1

Adoption of Financial Statements for the financial year ended 31st March, 2017

	Number of Members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
(i) Voted in favour of the resolution	20	24858	100
(ii) Voted against the resolution	0	0	0
	Total number of members (in person or by proxy) whose votes were declared invalid	Total Number of	of votes cast by them
(iii) Invalid votes	0		0

WZ-27A, Krishna Puri, Tilak Nagar, New Delhi - 110 018 Mob.: +91-9582456496, E-mail: cssimarjeetsingh@gmail.com

#### 2. Ordinary Resolution – Item No. 2

#### Re-appointment of director retiring by rotation- Mr. Servesh Gupta (DIN 01451093)

	Number of Members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
(i) Voted in favour of the resolution	20	24858	100
(ii) Voted against the resolution	0	0	0
	Total number of members (in person or by proxy) whose votes were declared invalid	Total Number o	f votes cast by them
(iii) Invalid votes	0		0

#### 3. Ordinary Resolution – Item No. 3

#### Appointment of Statutory Auditors in place of retiring Auditor

	Number of Members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
(i) Voted in favour of the resolution	20	24858	100
(ii) Voted against the resolution	0	0	0
	Total number of members (in person or by proxy) whose votes were declared invalid	Total Number o	f votes cast by them
(iii) Invalid votes	0		0

#### 4. Ordinary Resolution – Item No. 4

## Appointment of Independent Director Mr. Mr. Deepak Kumar Bansal (DIN: 03081849)

	Number of Members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
(i) Voted in favour of the resolution	20	24858	100
(ii) Voted against the resolution	0	0	0
	Total number of members (in person or by proxy) whose votes were declared invalid	Total Number o	of votes cast by them
(iii) Invalid votes	0		0



#### 5. Special Resolution - Item No. 5

### Approval of Related Party Transactions

(i) Vistad in C.	Number of Members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast			
(i) Voted in favour of the resolution	.20	24858	100			
(ii) Voted against the resolution	0	0	0			
	Total number of members (in person or by proxy) whose votes were declared invalid	Total Number o	Number of votes cast by them			
iii) Invalid votes	0	0				

#### 6. Special Resolution - Item No. 6

Approval/ ratification of the Related Party Transaction of the Company

(i) Voted in C	Number of Members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast		
(i) Voted in favour of the resolution	20	24858	100		
(ii) Voted against the resolution	0	()	0		
	Total number of members (in person or by proxy) whose votes were declared invalid	Total Number of votes cast by them			
(iii) Invalid votes	0	0			

The poll papers and all other relevant records were sealed and handed over to the Company Secretary, authorized by the Board for safe keeping.

In connection with the aforesaid annual general meeting and voting thereat, it is clarified that the Management of the Company is responsible for compliance with the requirements of the Companies Act, 2013 and rules made there under, provisions of the listing agreement and other applicable provisions. My responsibility as a Scrutinizer is restricted only to the extent of scrutinizing the Ballot Papers and other responsibilities as per Rule 21 of the Companies (Management & Administration) Rules.

2. Balonder

Thanking You,

For Simarjeet Singh & Associates

NEW DELIN

AT SECRET

Company Secretaries SINGH &

Simarjeet Sing Proprietor

ACS No.- 40311

CP No.- 18054

Witness, in whose presence the voting was unlocked by the Scrutinizer:

Summert

Date: 01st October, 2017

Place: New Delhi

Received and Signed by the Company Secretary



# SIMARJEET SINGH & ASSOCIATES

## COMPANY SECRETARIES

# Combined Scrutinizers' Report on E-Voting and Poll for the purpose of the Annual General meeting of USG Tech Solutions Limited

To,
The Chairman,
USG Tech Solutions Limited
Level 7 Maximus Towers Building
2A Mindspace Complex, Hi-Tech City
Hyderabad, Telangana – 500081

18<sup>th</sup> Annual General Meeting of the Equity Shareholders of M/s USG Tech Solutions Limited Held on Friday, 29<sup>th</sup> September, 2017 at 11:00 A.M at Oyster Airport Hotel, 5-12/1, Nehru Outer Ring Road, Brindavan Gardens, Kishanguda, Shamshabad, Hyderabad, Telangana -501218.

Sub: Combined Scrutinizer's Report on voting through Electronic means (E-voting) and Poll process conducted pursuant to Rule 20(4)(xii) of Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015

Dear Sir,

- I, Simarjeet Singh, Company Secretary in whole time practice having office at WZ 27A, Krishna Puri, Tilak Nagar, New Delhi 110018 was appointed on 12<sup>th</sup> August, 2017 as the Scrutinizer by the Board of Directors of the USG Tech Solutions Limited purpose of scrutinizing the E-voting process and poll in a fair and transparent manner and ascertaining the requisite majority on E-voting and poll carried out as per the provisions of the Companies Act, 2013 and Rule 20 of Companies (Management and Administration) Amendment Rules, 2015 and Rule 21 of the Companies (Management and Administration) Rules, 2014 on the agenda items to be transacted, at the 18<sup>th</sup> Annual General Meeting of the Equity Shareholders of USG Tech Solutions Limited Held on Friday, 29<sup>th</sup> September, 2017 at 11:00 A.M at Oyster Airport Hotel, 5-12/1, Nehru Outer Ring Road, Brindavan Gardens, Kishanguda, Shamshabad, Hyderabad, Telangana -501218. I, in the capacity of scrutinizer submit the consolidated report as under:
- 1. The company engaged the services of Central depository Services of India Limited (CDSL) (hereinafter referred as a 'Service Provider') to offer the E-voting facility to its shareholders. The E-voting facility was offered and Kept open by the Company to its shareholders for the period commencing on 26<sup>th</sup> September, 2017 at 9.00 A.M and ending on 28<sup>th</sup> September, 2017 at 5.00 P.M. The shareholders whose name appeared in the Register of Members/List of Beneficial owners as on 22<sup>nd</sup> September, 2017 (i.e. cut-off date) were entitled to participate and vote electronically during the aforesaid period of E-voting.
- 2. At the 18<sup>th</sup> AGM of the Company held on Friday, 29<sup>th</sup> September, 2017 at 11:00 A.M at Oyster Airport Hotel, 5-12/1, Nehru Outer Ring Road, Brindavan Gardens, Kishanguda, Shamshabad, Hyderabad, Telangana -501218, a poll was conducted on all the resolutions to facilitate the members present at the meeting, who did not participate in the E-voting to cast their votes through the poll.
- 3. Further, 1(one) ballot box kept for polling were locked in my presence with due identification marks placed by me in the presence of all the Members present at the meeting. Subsequently to the completion of the polling process were opened by me in the presence of Mr. Sumit Davar and Mr. Satinder Singh and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / and the BIGSHARE SERVICES PVT. LTD, Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
- 4. All the resolutions were passed with requisite majority. I am herewith enclosing the details containing inter-alia, list of Equity shareholders, who cast their votes through E-voting and by poll on each of the resolutions.
- 5. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 relating to E-voting and Poll on the resolutions contained in the Notice of the AGM.

WZ-27A, Krishna Puri, Tilak Nagar, New Delhi - 110 018 Mob.: +91-9582456496, E-mail: cssimarjeetsingh@gmail.com

My responsibility as a scrutinizer for the E-voting process and for the poll at the AGM is restricted to report on votes Cast in favour and against the resolutions stated in the notice.

- 6. I have issued Separate Scrutinizer's Report dated 01st October, 2017 on the E-voting and 01st October, 2017 on the poll.
- 7. The Register all other papers and relevant records relating to E-voting shall remain in our safe custody until the chairman considers, approves and sign the minutes of the aforesaid Annual General meeting and thereafter the same would be handed over to the chairman or the company secretary for safe keeping.

You may accordingly declare the result of the voting and take other necessary steps in this regard.

Thanking You,

For Simarjeet Singh & Associates

Company Secretaries

Simarjeet Sinch NEW DELIN

CP No. - 18054 AVY SECRETES

Date: 01st October, 2017 Place: New Delhi Countersign by Company Secretary

or USG TECH SOLLTWAS LIMITED

Company Secretary

The combined Results of E-voting and poll are as follows:-

SI. No.	resolution	Ordinar of / Speci resolution	arv	ial Votino	olders of		Votes in favour		Votes Against		Invalid
						Otol No.		, otts in lavour		Votes Against	
			tio				No. of Shares	% of total valid Votes	No. of Shares	% of total valid	No. of Shares
1	Adoption of Financial Statements for the financial year ended 31s March, 2017	Ordina Resolu		E-Voting	2	7 2247629	3 22476142	100	151	Votes 0	
				Poll	20	2485	8 24858	100	0	0	. (
				Total	4	2250115	1 22501000	100	151	0	
2	Re-appointment of director retiring by rotation- Mr. Servesh Gupta (DIN:01451093)	Ordinar Resolut	e: 11	E-Voting	27	22476293	3 22476142	100	151	0	0
			P	Poll	. 20	24858	3 24858	100	0	0	0
			. 1	otal	47	22501151	22501000	100	151	0	()
3	Appointment of Statutory Auditors in place of retiring Auditor	Ordinar Resoluti		-Voting	26	22122220	22122069	100	151	0	0
			P	oll	20	24858	24858	100	0	0	()
			Т	otal	46	22147078	22146927	100	151	0	
4	Appointment of Independent Director Mr. Deepak Kumar Bansal (DIN: 03081849)	Ordinary Resolutio	on E-	Voting	27	22476943	22476142	100	151	0	0
			Po	11	20	24858	24858	100	()	0	()
			То	tal	47	22501151	22501000	100	151		
5	Approval of Related Party Transactions	Special Resolutio	n E-	Voting	27	22476293	22122069		354224	1.58	0
			Pol	11	20	24858	24858	100	0	0	0
			To	tal	47	22501151	22146927	100	354224	1.58	0
6 th		Special Resolution	E-V	oting	27	22476293	22122069		354224	1.58	() *
			Pol		20	24858	24858	100		0	0
			Tot	al	47	22501151	22146027	100 3	54224	1.58	0

Company Secretagies SINGH &

Simarjeet Singh ACS No.- 40311 . CP No.- 18054

Date: 01st October, 2017

Countersign by Company Secretary