

Cityon Systems (India) Ltd.



Regd. Office :

215, Delhi Chambers, Delhi Gate, Delhi- 110002

CIN : U72900DL2004PLC126096

Phone No. : +91-11-41563395, 43667149

E-mail : info@cityonsystems.in, Website : www.cityonsystems.in

Date: - 21.09.2023

To,
The General Manager,
Department of Corporate Services,
Bombay Stock Exchange Limited,
Mumbai 25th Floor, Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai – 400001

Sub.: Voting Results of 19th Annual General Meeting ('AGM') along with Scrutinizer's Report

Scrip Code: 780013

Dear Sir/Madam,

Please find attached herewith Voting Results of 19th Annual General Meeting of the Company as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 along with the Scrutinizer's Report dated September 21, 2023.

This is for your information and records. Kindly update the same.

Thanking You,

Yours Faithfully,

**Thanking You,
For Cityon Systems (India) Limited**

(Radhika Jhunhunwala)

Company Secretary

M. No.: A38550

Encl.: as above

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General information about company	
Scrip code	780013
NSE Symbol	NOTLISTED
MSEI Symbol	NOTLISTED
ISIN	INE324P01014
Name of the company	CITYON SYSTEMS INDIA LIMITED
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	21-08-2023
Start time of the meeting	03:00 PM
End time of the meeting	03:30 PM

Scrutinizer Details	
Name of the Scrutinizer	VAIBHAV AGNIHOTRI
Firms Name	V.AGNIHOTRI AND ASSOCIATES
Qualification	CS
Membership Number	10363
Date of Board Meeting in which appointed	22-08-2023
Date of Issuance of Report to the company	21-09-2023

Voting results	
Record date	15-09-2023
Total number of shareholders on record date	162
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	2
b) Public	5
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	0
b) Public	0
No. of resolution passed in the meeting	4
Disclosure of notes on voting results	

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Resolution(1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To receive, consider and adopt the audited financial statements for the financial year ended on 31st March, 2023 and the Reports of Board of Directors and Auditor's thereon.				
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	6281360	0	0	0	0	0	0
	Poll		67040	1.0673	67040	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		6281360	67040	1.0673	67040	0	100
Public- Institutions	E-Voting	510000	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		510000	0	0	0	0	0
Public- Non Institutions	E-Voting	10335000	0	0	0	0	0	0
	Poll		3468535	33.5611	3468535	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		10335000	3468535	33.5611	3468535	0	100
Total		17126360	3535575	20.6441	3535575	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint a director in place of Mr. Abhishek Tandon (DIN: 03530860), who retires by rotation and being eligible, offers himself for re-appointment.				
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	6281360	0	0	0	0	0	0
	Poll		67040	1.0673	67040	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		67040	1.0673	67040	0	100	0
Public- Institutions	E-Voting	510000	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	10335000	0	0	0	0	0	0
	Poll		3468535	33.5611	3468535	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		3468535	33.5611	3468535	0	100	0
Total		17126360	3535575	20.6441	3535575	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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Resolution(3)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			To appoint M/s Srivastava S & Co. Chartered Accountants as Statutory Auditors for a period of 5 years from the conclusion of this, the 19th Annual General Meeting (AGM) of the Company till the conclusion of the 24th AGM of the Company to be held for the financial year 2027 - 2028					
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	6281360	0	0	0	0	0	0
	Poll		67040	1.0673	67040	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		6281360	67040	1.0673	67040	0	100
Public- Institutions	E-Voting	510000	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		510000	0	0	0	0	0
Public- Non Institutions	E-Voting	10335000	0	0	0	0	0	0
	Poll		3468535	33.5611	3468535	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		10335000	3468535	33.5611	3468535	0	100
Total		17126360	3535575	20.6441	3535575	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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Resolution(4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To continue to hold office of, Mr. Gaya Prasad Gupta (DIN: 00335302), Independent Director of the company, till his current tenure of appointment which ends on 29.04.2024 notwithstanding that Mr. Gaya Prasad Gupta has already crossed 75 years of age on 30.03.2023.				
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	6281360	0	0	0	0	0	0
	Poll		67040	1.0673	67040	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		6281360	67040	1.0673	67040	0	100
Public- Institutions	E-Voting	510000	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		510000	0	0	0	0	0
Public- Non Institutions	E-Voting	10335000	0	0	0	0	0	0
	Poll		3468535	33.5611	3468535	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		10335000	3468535	33.5611	3468535	0	100
Total		17126360	3535575	20.6441	3535575	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Textual Information(1)	

Text Block	
Textual Information(1)	<p>Recently, on 20.03.2023 Mr. Gaya Prasad Gupta has attained the age of 75 years and hence, as per the requirement of Regulation 17(1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a special resolution needs to be passed seeking the approval of the shareholders for continuation of his/her directorship in the company.</p> <p>However this clause is not applicable to our company as we are listed on Innovators Growth Platform (IGP) exchange of BSE and are exempted from the provisions of Corporate Governance.</p> <p>As a company with good corporate governance, we are voluntarily complying with the provisions of SEBI (LODR), 2015</p>

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Institutions	
Public - Non Institutions	

FORM NO. MGT-13**SCRUTINIZER'S REPORT**

[Pursuant to Section 108 & 109 of the Companies Act, 2013 and Rules 20(4)(xii) & 21(2) of the Companies (Management and Administration) Rules, 2014]

To,

The Chairman

19th Annual General Meeting of the shareholders of

CITYON SYSTEMS (INDIA) LIMITED

Regd. Office: 215, Delhi Chambers, Delhi Gate,

Delhi - 110002

SUBJECT: SCRUTINIZER'S REPORT ON 19TH ANNUAL GENERAL MEETING ('AGM') OF CITYON SYSTEMS (INDIA) LIMITED AND VOTING THROUGH POLL CONDUCTED DURING THE AGM HELD ON THURSDAY, 21ST SEPTEMBER, 2023 AT 03:00 P.M (IST) AT 215, DELHI CHAMBERS, DELHI GATE, DELHI - 110002

Dear Sir,

I, **CS Vaibhav Agnihotri (Company Secretary in Practice and Proprietor of M/s V. Agnihotri & Associates)** was appointed as the Scrutinizer by the Board of Directors of **CITYON SYSTEMS (INDIA) LIMITED** (the Company) on 22.08.2023 for the purpose of scrutinizing Voting through Poll at the Annual General Meeting.

In compliance with the MCA Circulars and SEBI Circular dated 5 January, 2023, the Notice along with the Integrated Annual Report 2022-23 was sent through electronic mode to those equity shareholders whose email address is registered with the Company/ Registrar & Transfer Agent of the Company, National Securities Depository Limited ("NSDL") / Central Depository Services (India) Limited ("CDSL") / Depository Participants.

Pursuant to Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014 (Amendment Rules, 2015) in respect of the below mentioned Resolutions proposed at the 19th Annual General Meeting of the Equity Shareholders of the Company held on Thursday September 21st, 2023 at 03:00 P.M. submit my report as under

➤ **Notice Convening the Meeting:**

The Company has informed that, on the basis of the Register of Members and the List of Beneficiary Owners made available by the depositories, the Company completed dispatch of the Notice of the AGM as under:

➤ **By Electronic Means:**

On 25th August, 2023 by e-mail to 138 Shareholders who had registered their email-ids with Depositories/RTA/the Company.

1. Cut-off Date

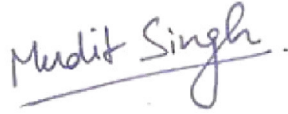
The Voting rights were reckoned as on Friday, **September 15th, 2023** being the cut-off date for the purpose of deciding the entitlements of Shareholders at Voting through poll at the Meeting.

2. Voting at the AGM:

Members present in person / through authorised representatives-	07
Members present but did not participate in Poll	0
Members who cast vote through Poll	07

3. Counting Process:

- i. After the conclusion of the Annual General Meeting, the votes cast were unblocked at around 5.00 p.m. in presence of two witnesses who were not in the employment of the Company.

**Name: Mr. Mudit Singh****Name: Ms. Shambhavi Chaturvedi**

- ii. The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to voting during the AGM on the resolutions contained in the Notice of Annual General Meeting. Some details in the report have been mentioned as per the communication received from the Company.
- iii. My responsibility as scrutinizer for the voting conducted during AGM is restricted to submit Scrutinizer's report for the votes cast in favour or against the resolution.
- iv. The result of voting through poll at the Annual General Meeting is as under:

VOTING RESULTS

[Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

Date of the AGM	21st September, 2023
Total number of shareholders on cut-off date	162
No. of Shareholders present in the meeting:	7
Promoters and Promoter Group:	2
Public:	5

Resolution No. 1

1. To receive, consider and adopt the audited financial statements for the financial year ended on 31st March, 2023 and the Reports of Board of Directors and Auditor's thereon.

Resolution required:			ORDINARY RESOLUTION					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	6281360	0	0	0	0	0	0
	Poll		67040	1.067	67040	0	100	0
	Postal Ballot (not applicable)							
	Total		6281360	67040	1.067	67040	0	100
Public-Institutions	E-Voting	510000	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (not applicable)		NA	NA	NA	NA	NA	NA
	Total		510000	0	0	0	0	0
Public- Non Institutions	E-Voting	10335000	0	0	0	0	0	0
	Poll		3468535	33.561	3468535	0	100	0
	Postal Ballot (not applicable)		NA	NA	NA	NA	NA	NA
	Total		10335000	3468535	33.561	3468535	0	100
Total		17126360	3535575	20.644	3535575	0	100	0

Resolution No. 2

2. To appoint a director in place of Mr. Abhishek Tandon (DIN: 03530860), who retires by rotation and being eligible, offers himself for re-appointment.

Resolution required:			ORDINARY RESOLUTION					
Whether promoter/ promoter group are interested in the agenda/ resolution?			NO					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	%of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	6281360	0	0	0	0	0	0
	Poll		67040	1.067	67040	0	100	0
	Postal Ballot (not applicable)							
	Total		6281360	67040	1.067	67040	0	100
Public-Institutions	E-Voting	510000	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (not applicable)		NA	NA	NA	NA	NA	NA
	Total		510000	0	0	0	0	0
Public-Non Institutions	E-Voting	10335000	0	0	0	0	0	0
	Poll		3468535	33.561	3468535	0	100	0
	Postal Ballot (not applicable)		NA	NA	NA	NA	NA	NA
	Total		10335000	3468535	33.561	3468535	0	100
Total		17126360	3535575	20.644	3535575	0	100	0

Resolution No. 3

3. To appoint M/s Srivastava S & Co. Chartered Accountants as Statutory Auditors for a period of 5 years from the conclusion of this, the 19th Annual General Meeting (AGM) of the Company till the conclusion of the 24th AGM of the Company to be held for the financial year 2027 - 2028

Resolution required:			ORDINARY RESOLUTION					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	%of Votes Polled on outstanding shares (3)=[(2)/(1)] * 100	No. of Votes - in favour (4)	No. of Votes - against (5)	%. of Votes in favour on votes polled (6)=[(4)/(2)] *100	%. of Votes against on votes polled (7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	6281360	0	0	0	0	0	0
	Poll		67040	1.067	67040	0	100	0
	Postal Ballot (not applicable)							
	Total		6281360	67040	1.067	67040	0	100
Public-Institutions	E-Voting	510000	0	0	0	0	0	0
			0	0	0	0	0	0
	Postal Ballot (not applicable)		NA	NA	NA	NA	NA	NA
	Total		510000	0	0	0	0	0
Public- Non Institutions	E-Voting	10335000	0	0	0	0	0	0
	Poll		3468535	33.561	3468535	0	100	0
	Postal Ballot (not applicable)		NA	NA	NA	NA	NA	NA
	Total		10335000	3468535	33.561	3468535	0	100
Total		17126360	3535575	20.644	3535575	0	100	0

Resolution No. 4

4. To continue to hold office of, Mr. Gaya Prasad Gupta (DIN: 00335302), Independent Director of the company, till his current tenure of appointment which ends on 29.04.2024 notwithstanding that Mr. Gaya Prasad Gupta has already crossed 75 years of age on 30.03.2023.

Resolution required:			SPECIAL RESOLUTION					
Whether promoter/ promoter group are interested in the agenda/ resolution?			NO					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	%of Votes Polled on outstanding shares (3)=[(2)/(1)] * 100	No. of Votes - in favour (4)	No. of Votes - against (5)	%. of Votes in favour on votes polled (6)=[(4)/(2)] *100	%. of Votes against on votes polled (7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	6281360	0	0	0	0	0	0
	Poll		67040	1.067	67040	0	100	0
	Postal Ballot (not applicable)							
	Total		6281360	67040	1.067	67040	0	100
Public-Institutions	E-Voting	510000	0	0	0	0	0	0
			0	0	0	0	0	0
	Postal Ballot (not applicable)		NA	NA	NA	NA	NA	NA
	Total		510000	0	0	0	0	0
Public- Non Institutions	E-Voting	10335000	0	0	0	0	0	0
	Poll		3468535	33.561	3468535	0	100	0
	Postal Ballot (not applicable)		NA	NA	NA	NA	NA	NA
	Total		10335000	3468535	33.561	3468535	0	100
Total		17126360	3535575	20.644	3535575	0	100	0

RESULT SUMMARY

SR. NO.	RESOLUTION	TYPE OF RESOLUTION	FAVOUR	AGAINST
1.	To receive, consider and adopt the audited financial statements for the financial year ended on 31st March, 2023 and the Reports of Board of Directors and Auditor's thereon.	Ordinary Resolution	100	0
2.	To appoint a director in place of Mr. Abhishek Tandon (DIN: 03530860), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary Resolution	100	0
3.	To appoint M/s Srivastava S & Co. Chartered Accountants as Statutory Auditors for a period of 5 years from the conclusion of this, the 19th Annual General Meeting (AGM) of the Company till the conclusion of the 24th AGM of the Company to be held for the financial year 2027 - 2028	Ordinary Resolution	100	0

4.	To continue to hold office of, Mr. Gaya Prasad Gupta (DIN: 00335302), Independent Director of the company, till his current tenure of appointment which ends on 29.04.2024 notwithstanding that Mr. Gaya Prasad Gupta has already crossed 75 years of age on 30.03.2023.	Special Resolution	100	0
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The relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the minutes of AGM. Thereafter, the same shall be handed over to the Company Secretary/Director authorized by the Board for safe keeping.

Thanking You,

Yours Faithfully,

For
M/s V. Agnihotri & Associates
Company Secretaries

COUNTER SIGNED BY
ANOOP SHRIVASTAVA

Vaibhav Agnihotri
FCS: 10363/ C.P. No.: 21596
Peer Review No. 2065/2022
UDIN: F010363E001035167
Place: Delhi

(DIRECTOR)

Date: September 21ST, 2023