



SONATA SOFTWARE



25<sup>th</sup> June, 2022

National Stock Exchange of India Limited  
Exchange Plaza, Bandra Kurla Complex,  
Mumbai  
Kind Attn: Manager, Listing Department  
Email Id: neaps@nse.co.in  
Stock Code - SONATSOFTW

BSE Limited  
P.J. Towers, Dalal Street  
Mumbai  
Kind Attn: Manager, Listing Department  
Email Id: listing.centre@bseindia.com  
Stock Code - 532221

Dear Sir/Madam,

**Sub: Submission of the voting results of the 27<sup>th</sup> Annual General Meeting (AGM) along with Scrutiniser's report**

With reference to the captioned subject, we hereby enclose the voting results of 27<sup>th</sup> Annual General Meeting of the Members of the Company as required under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Please note that all the resolutions in the Notice dated April 29, 2022 of the 27<sup>th</sup> Annual General Meeting have been passed by the shareholders with requisite majority.

Further, pursuant to Section 108 of the Companies Act, 2013 read with Rules and amendments made thereto, enclosed is the consolidated report of the Scrutinizer on remote e-voting and e-voting at the AGM.

The voting results along with Scrutinizer's report will be uploaded on the Company's website [www.sonata-software.com](http://www.sonata-software.com) and on the website of NSDL at [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

Please take the same on record.

Thanking you,

Yours faithfully  
For **Sonata Software Limited**

**Mangal Kulkarni**  
**Company Secretary, Compliance Officer and Head-Legal**

**Encl: as above**



	SONATA SOFTWARE LTD
<b>Date of the AGM/EGM</b>	24-06-2022
<b>Total number of shareholders on record date</b>	97251
<b>No. of shareholders present in the meeting either in person or through proxy:</b>	
<b>Promoters and Promoter Group:</b>	Not Applicable
<b>Public:</b>	Not Applicable
<b>No. of Shareholders attended the meeting through Video Conferencing</b>	
<b>Promoters and Promoter Group:</b>	3
<b>Public:</b>	69

Resolution No.	1									
Resolution required: (Ordinary/ Special)	ORDINARY - Adoption of Financial Statements for the Financial Year ended 31st March, 2022									
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	2,96,23,450	2,96,23,450	100.0000	2,96,23,450	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>2,96,23,450</b>	<b>100.0000</b>	<b>2,96,23,450</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>
Public- Institutions	E-Voting	2,93,66,596	2,75,79,785	93.9155	2,75,09,965	69,820	99.7468	0.2531	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>2,75,79,785</b>	<b>93.9155</b>	<b>2,75,09,965</b>	<b>69,820</b>	<b>99.7468</b>	<b>0.2532</b>	<b>0</b>	<b>0</b>
Public- Non Institutions	E-Voting	4,61,69,260	1,01,45,187	21.9739	1,01,44,163	1,024	99.9899	0.0100	0	0
	Poll		48,215	0.1044	48,215	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>1,01,93,402</b>	<b>22.0783</b>	<b>1,01,92,378</b>	<b>1,024</b>	<b>99.9900</b>	<b>0.0100</b>	<b>0</b>	<b>0</b>
<b>Total</b>		<b>10,51,59,306</b>	<b>6,73,96,637</b>	<b>64.0900</b>	<b>6,73,25,793</b>	<b>70,844</b>	<b>99.8949</b>	<b>0.1051</b>	<b>0</b>	<b>0</b>

Resolution No.	2									
Resolution required: (Ordinary/ Special)	ORDINARY - Declaration of Final Dividend and confirmation of Interim Dividend for FY 2021-22									
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	2,96,23,450	2,96,23,450	100.0000	2,96,23,450	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>2,96,23,450</b>	<b>100.0000</b>	<b>2,96,23,450</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>
Public- Institutions	E-Voting	2,93,66,596	2,77,94,649	94.6472	2,77,94,649	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>2,77,94,649</b>	<b>94.6472</b>	<b>2,77,94,649</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>
Public- Non Institutions	E-Voting	4,61,69,260	1,01,45,197	21.9739	1,01,43,129	2,068	99.9796	0.0203	0	0
	Poll		48,215	0.1044	48,215	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>1,01,93,412</b>	<b>22.0783</b>	<b>1,01,91,344</b>	<b>2,068</b>	<b>99.9797</b>	<b>0.0203</b>	<b>0</b>	<b>0</b>
<b>Total</b>		<b>10,51,59,306</b>	<b>6,76,11,511</b>	<b>64.2944</b>	<b>6,76,09,443</b>	<b>2,068</b>	<b>99.9969</b>	<b>0.0031</b>	<b>0</b>	<b>0</b>

Resolution No.	3									
Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of Mr. Shyam Bhupatirai Ghia (DIN 00005264) as a Director liable to retire by rotation									
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	2,96,23,450	2,96,23,450	100.0000	2,96,23,450	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>2,96,23,450</b>	<b>100.0000</b>	<b>2,96,23,450</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>
Public- Institutions	E-Voting	2,93,66,596	2,77,94,649	94.6472	2,04,83,190	73,11,459	73.6947	26.3052	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>2,77,94,649</b>	<b>94.6472</b>	<b>2,04,83,190</b>	<b>73,11,459</b>	<b>73.6947</b>	<b>26.3053</b>	<b>0</b>	<b>0</b>
Public- Non Institutions	E-Voting	4,61,69,260	1,01,45,185	21.9739	1,01,37,077	8,108	99.9200	0.0799	0	0
	Poll		48,215	0.1044	43,918	4,297	91.0878	8.9121	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>1,01,93,400</b>	<b>22.0783</b>	<b>1,01,80,995</b>	<b>12,405</b>	<b>99.8783</b>	<b>0.1217</b>	<b>0</b>	<b>0</b>
<b>Total</b>	<b>10,51,59,306</b>	<b>6,76,11,499</b>	<b>64.2944</b>	<b>6,02,87,635</b>	<b>73,23,864</b>	<b>89.1677</b>	<b>10.8323</b>	<b>0</b>	<b>0</b>	

Resolution No.	4									
Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of Statutory Auditors of the Company for a period of five years									
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	2,96,23,450	2,96,23,450	100.0000	2,96,23,450	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>2,96,23,450</b>	<b>100.0000</b>	<b>2,96,23,450</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>
Public- Institutions	E-Voting	2,93,66,596	2,77,94,649	94.6472	2,77,94,649	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>2,77,94,649</b>	<b>94.6472</b>	<b>2,77,94,649</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>
Public- Non Institutions	E-Voting	4,61,69,260	1,01,45,185	21.9739	1,01,44,002	1,183	99.9883	0.0116	0	0
	Poll		48,215	0.1044	48,215	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>1,01,93,400</b>	<b>22.0783</b>	<b>1,01,92,217</b>	<b>1,183</b>	<b>99.9884</b>	<b>0.0116</b>	<b>0</b>	<b>0</b>
<b>Total</b>		<b>10,51,59,306</b>	<b>6,76,11,499</b>	<b>64.2944</b>	<b>6,76,10,316</b>	<b>1,183</b>	<b>99.9983</b>	<b>0.0017</b>	<b>0</b>	<b>0</b>

Resolution No.	5									
Resolution required: (Ordinary/ Special)	SPECIAL - To approve the continuation of Mr. Shyam Bhupatirai Ghia (DIN 00005264) as a Non-Executive Non-Independent Director after attaining the age of 75 years									
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	2,96,23,450	2,96,23,450	100.0000	2,96,23,450	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>2,96,23,450</b>	<b>100.0000</b>	<b>2,96,23,450</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>
Public- Institutions	E-Voting	2,93,66,596	2,77,94,649	94.6472	2,05,78,064	72,16,585	74.0360	25.9639	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>2,77,94,649</b>	<b>94.6472</b>	<b>2,05,78,064</b>	<b>72,16,585</b>	<b>74.0361</b>	<b>25.9639</b>	<b>0</b>	<b>0</b>
Public- Non Institutions	E-Voting	4,61,69,260	1,01,45,100	21.9737	1,01,35,449	9,651	99.9048	0.0951	0	0
	Poll		48,215	0.1044	38,579	9,636	80.0145	19.9854	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>1,01,93,315</b>	<b>22.0781</b>	<b>1,01,74,028</b>	<b>19,287</b>	<b>99.8108</b>	<b>0.1892</b>	<b>0</b>	<b>0</b>
<b>Total</b>		<b>10,51,59,306</b>	<b>6,76,11,414</b>	<b>64.2943</b>	<b>6,03,75,542</b>	<b>72,35,872</b>	<b>89.2979</b>	<b>10.7021</b>	<b>0</b>	<b>0</b>

Resolution No.	6									
Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of Mr. Samir Dhir (DIN 03021413) as a Director of the Company									
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	2,96,23,450	2,96,23,450	100.0000	2,96,23,450	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>2,96,23,450</b>	<b>100.0000</b>	<b>2,96,23,450</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>
Public- Institutions	E-Voting	2,93,66,596	2,77,94,649	94.6472	2,42,81,055	35,13,594	87.3587	12.6412	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>2,77,94,649</b>	<b>94.6472</b>	<b>2,42,81,055</b>	<b>35,13,594</b>	<b>87.3587</b>	<b>12.6413</b>	<b>0</b>	<b>0</b>
Public- Non Institutions	E-Voting	4,61,69,260	1,01,45,190	21.9739	1,01,43,909	1,281	99.9873	0.0126	0	0
	Poll		48,215	0.1044	48,215	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>1,01,93,405</b>	<b>22.0783</b>	<b>1,01,92,124</b>	<b>1,281</b>	<b>99.9874</b>	<b>0.0126</b>	<b>0</b>	<b>0</b>
<b>Total</b>	<b>10,51,59,306</b>	<b>6,76,11,504</b>	<b>64.2944</b>	<b>6,40,96,629</b>	<b>35,14,875</b>	<b>94.8014</b>	<b>5.1986</b>	<b>0</b>	<b>0</b>	

Resolution No.	7									
Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of Mr. Samir Dhir (DIN 03021413) as Whole-time Director of the Company									
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	2,96,23,450	2,96,23,450	100.0000	2,96,23,450	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>2,96,23,450</b>	<b>100.0000</b>	<b>2,96,23,450</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>
Public- Institutions	E-Voting	2,93,66,596	2,77,94,649	94.6472	2,16,67,887	61,26,762	77.9570	22.0429	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>2,77,94,649</b>	<b>94.6472</b>	<b>2,16,67,887</b>	<b>61,26,762</b>	<b>77.9570</b>	<b>22.0430</b>	<b>0</b>	<b>0</b>
Public- Non Institutions	E-Voting	4,61,69,260	1,01,45,190	21.9739	1,01,43,847	1,343	99.9867	0.0132	0	0
	Poll		48,215	0.1044	48,215	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>1,01,93,405</b>	<b>22.0783</b>	<b>1,01,92,062</b>	<b>1,343</b>	<b>99.9868</b>	<b>0.0132</b>	<b>0</b>	<b>0</b>
<b>Total</b>		<b>10,51,59,306</b>	<b>6,76,11,504</b>	<b>64.2944</b>	<b>6,14,83,399</b>	<b>61,28,105</b>	<b>90.9363</b>	<b>9.0637</b>	<b>0</b>	<b>0</b>





## REPORT OF SCRUTINIZER

(Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014)

To,

The Chairman,

27<sup>th</sup> (Twenty Seventh) Annual General Meeting (AGM) of the Equity Shareholders of **Sonata Software Limited** held on Friday, June 24, 2022, at 4:00 p.m. through Video Conferencing (VC) / Other Audio Visual Means (OAVM).

Dear Sir,

I, Mahabaleshwar V. Bhat, Practicing Company Secretary, at # 224, Ground Floor, 2<sup>nd</sup> 'E' Cross, Girinagar I Phase, Bengaluru, 560085, appointed as Scrutinizer by the Board of Directors of **Sonata Software Limited** (CIN: L72200MH1994PLC082110) for the purpose of scrutinizing e-voting process (remote e-voting) and electronic voting (e-voting) during the AGM pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 (Amendment Rules, 2015) in respect of the below mentioned resolutions proposed at the 27<sup>th</sup> Annual General Meeting of the Equity Shareholders of the Company held on Friday, June 24, 2022 at 4:00 p.m. through VC, submit my report as under:

1. The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means (by remote e-voting) and electronic voting (e-voting) at the AGM by the shareholders on the resolutions proposed in the Notice of the 27<sup>th</sup> Annual General Meeting of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process both through e-voting (remote e-voting) and by electronic voting (e-voting) at the AGM are conducted in a fair and transparent manner and render consolidated Scrutinizer's Report of the total votes cast in favour or against if any, to the Chairman on the resolutions.
2. The Notice dated April 29, 2022 of the 27<sup>th</sup> AGM was sent to the shareholders in respect of the below mentioned resolutions to be passed



at the AGM through electronic mode whose email addresses are registered with the Company / Depositories, in accordance with General Circular No. 14/ 2020 dated April 08, 2020, Circular No. 17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 05, 2020, Circular No. 2/2021 dated January 13, 2021, Circular No. 21/2021 dated December 14, 2021 and Circular No. 2/2022 dated May 05,2022 issued by Ministry of Corporate Affairs (MCA), (hereinafter referred to as "MCA Circulars") and SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 and SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 (hereinafter referred to as "SEBI Circulars").

3. The e-voting facility both for e-voting prior to the AGM (remote e-voting) and voting at the AGM by electronics means (e-voting) was provided by National Securities Depository Limited (NSDL).
4. In accordance with the Notice of the 27<sup>th</sup> AGM and the 'Advertisement' published pursuant to Rule 20(4)(v) of the Companies (Management and Administration) Rules, 2014 (Amendment Rules 2015) on June 01, 2022, the remote e-voting commenced at 9:00 AM on June 21, 2022 and closed at 5:00 PM on June 23, 2022.
5. After declaration of voting by the Chairman, the shareholders present at the AGM through VC and who had not voted on remote e-voting, voted through e-voting facility provided by NSDL at the AGM.
6. The Equity Shareholders holding shares as on June 16, 2022, "cut-off date", were entitled to vote on the resolutions stated in the Notice of the 27<sup>th</sup> AGM.
7. As per the information given by the Company the names of the shareholders who had voted by remote e-voting through the facility provided by NSDL had been blocked and only those members who were present at the AGM through VC and who had not voted on remote e-voting were allowed to cast their votes through e-voting system during the AGM.
8. After closure of e-voting at the AGM, the votes cast through e-voting at the AGM and through remote e-voting prior to the date of AGM were unblocked and downloaded from the e-voting website of NSDL. The e-voting data/results downloaded from the e-voting system of NSDL were scrutinized and reviewed.



9. Based on the data downloaded from NSDL e-voting system, the total votes cast in favour or against all the resolutions proposed in the Notice of the AGM are as under:

a) **Resolution-1: Ordinary Resolution**

To consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31<sup>st</sup> March, 2022 together with the Reports of the Directors and Auditors thereon; and the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31<sup>st</sup> March, 2022 together with the Reports of the Auditors thereon.

- (i) Voted **in favour** of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
450	6,73,25,793	99.89

- (ii) Voted **against** the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
5	70,844	0.11

- (iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0



b) **Resolution-2: Ordinary Resolution**

To declare Final Dividend of Rs. 13 (Rupees thirteen only) per equity share for the Financial Year ended March 31, 2022 and to confirm Interim Dividend of Rs. 8 (Rupees eight only) per equity share already paid for the financial year ended March 31, 2022.

(i) Voted **in favour** of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
451	6,76,09,443	99.99

(ii) Voted **against** the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
5	2,068	0.01

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0



c) **Resolution-3: Ordinary Resolution**

To appoint a Director in place of Mr. Shyam Bhupatirai Ghia (DIN: 00005264), who retires by rotation and being eligible, offers himself for re-appointment.

(i) Voted **in favour** of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
330	6,02,87,635	89.17

(ii) Voted **against** the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
125	73,23,864	10.83

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0



d) **Resolution-4: Ordinary Resolution**

Appointment of Statutory Auditors of the Company for a period of five years.

(i) Voted **in favour** of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
447	6,76,10,316	99.99

(ii) Voted **against** the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
8	1,183	0.01

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0



e) **Resolution-5: Special Resolution**

To approve the continuation of Mr. Shyam Bhupatirai Ghia (DIN: 00005264) as a Non-Executive Non-Independent Director after attaining Age of 75 years.

(i) Voted **in favour** of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
321	6,03,75,542	89.30

(ii) Voted **against** the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
133	72,35,872	10.70

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0



f) **Resolution-6: Ordinary Resolution**

Appointment of Mr. Samir Dhir (DIN: 03021413) as a Director of the Company.

(i) Voted **in favour** of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
391	6,40,96,629	94.80

(ii) Voted **against** the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
66	35,14,875	5.20

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0





g) **Resolution-7: Ordinary Resolution**

Appointment of Mr. Samir Dhir (DIN: 03021413) as a Whole-time Director of the Company.

(i) Voted **in favour** of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
352	6,14,83,399	90.94

(ii) Voted **against** the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
103	61,28,105	9.06

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0




10. All electronic data and relevant records of e-voting will remain in my custody until the Chairman considers, approves and signs the minutes of the 27<sup>th</sup> Annual General Meeting and the same shall be handed over thereafter to the Chairman/Company Secretary for safe keeping.

Thanking you,

Yours faithfully,

Place: Bengaluru  
Dated: June 25, 2022

  
CS M V BHAT  
ACS No. 52463/COP No. 19221  
Scrutinizer  
UDIN: A052463D000529731

Sonata Software Limited



Mangal Kulkarni  
Company Secretary, Compliance Officer  
and Head-Legal

