

30th September, 2023

To,
The Deputy Manager
Department of Corporate Services
BSE Limited
P. J. Towers, Dalal Street, Fort
Mumbai – 400 001

Scrip Code: 535647(BSE-SME)

Dear Sir/ Madam,

Sub: Submission of Scrutinizer's Report

Please find enclosed the Scrutinizer's report dated 30th September, 2023 issued by Mr. Nikunj Kanodia, Scrutinizer on the Voting process (E-voting and Ballot) of the 15th Annual General Meeting of the company held on Saturday, 30th Day of September, 2023 at 12.00 P.M at the registered office of the Company situated at 33/1, Wallajah Road, Chepauk, Chennai - 600 002.

For SDC TECHMEDIA LIMITED

VASUDEVAN SRIDHARAN
(DIN: 07487245)
DIRECTOR

SDC TECHMEDIA LIMITED

Formerly known as Onesource Jechmedia Limited

No. 33/1, Wallajah Road, Chepauk, Chennai - 600 002. Tel : +91 44 2854 5757

E-mail : info@sdctech.in customercare@sdctech.in Website : www.sdctech.in

CIN : L72900TN2008PLC067982 An ISO 9001:2015 Certified Company

SCRUTINIZER'S REPORT

*[Pursuant to Section 108 of the Companies Act, 2013 and
Rules of the Companies (Management and Administration) Rules, 2014]*

To,
The Chairman of 15th Annual General Meeting of the Equity Shareholders of
M/s. **SDC TECHMEDIA LIMITED**
Held on 30th September, 2023 at 12.00 P.M at,
33/1, Wallajah Road,
Chepauk,
Chennai-600002

Dear Sir,

I, **Nikunj Kanodia**, Practising Chartered Accountant, was appointed as Scrutinizer for the purpose of scrutinizing the remote e-voting and voting through Ballot process to be conducted by **SDC TECHMEDIA LIMITED** ("hereinafter referred to as the Company") for the purpose of the 15th Annual General Meeting of the Equity Shareholders of the Company held on 30th September, 2023 at 12.00 P.M at the registered office of the Company situated at 33/1, Wallajah Road, Chepauk, Chennai-600002 in a fair and transparent manner & to ascertain the requisite majority on voting carried out as per provisions of the Companies Act, 2013 and Rules of the Companies (Management and Administration) Rules, 2014, on below mentioned resolution(s);

Sl. No.	Item	Type of Resolution Proposed
Ordinary Business		
1.	Adoption of Financial Statements	Ordinary
2.	Re-Appointment of Mrs. Samia Faheed (DIN: 02967081), Retirement by Rotation	Ordinary
Special Business		
3.	Re-Appointment of Mr. Fayaz Usman Faheed (DIN: 00252610) as Managing Director	Special
4.	Approval to enter into Related Party Transaction	Ordinary

Now, pursuant to the completion of the 15th Annual General Meeting of the Equity Shareholders of the Company held on 30th September, 2023 at 12.00 P.M at the registered office of the Company situated at 33/1, Wallajah Road, Chepauk, Chennai - 600002, I submit my report as under;

- The Company has informed me that, pursuant to Section 101, 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended thereof, and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read along with SEBI master Circular dated 11th July, 2023 the notice convening the 15th Annual General Meeting including Statement under Section 102 of the Companies Act, 2013 has been dispatched to all the members of the Company whose email ids were registered with the Company/ Depository Participants through email on 05th September, 2023 and subsequently the said Notice was also placed on the website of the Company, BSE Limited and CDSL.
- The Public Advertisement with respect to dispatch of notices and conducting of voting through electronic means was published on 07th September, 2023 in a vernacular newspaper "Makkal Kural" and on 07th September, 2023 in an English newspaper "Financial Express" of wide circulation."
- The Company had engaged services of Central Depository Services (India) Limited ("CDSL") as the Authorized Agency to provide remote e-voting facilities.

- d. Remote e-voting:
- Commencement of Remote E- Voting Period: Wednesday, 27th September, 2023 (09.00 A.M. IST) and
 - End of Remote E- Voting Period: Friday, 29th December, 2023 (05.00 P.M. IST).
 - Accordingly, the electronic votes cast were taken into account and at the end of the voting period, the CDSL portal was blocked for voting.
- e. Voting at the AGM:
- There were 5 members personally present at the Annual General Meeting and it was ascertained that 1 of them had already exercised their voting rights through remote e-voting facility; and remaining 4 exercised their voting through ballot process.
- f. The votes were unblocked on 30th September, 2023 at 12.37 P.M. in the presence of two witnesses who are not in the employment of the company.
- g. Disclaimer:
The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to remote e-voting process on the resolutions contained in the Notice to the 15th Annual General Meeting (AGM) of the members of the Company. My responsibility as a scrutinizer for the remote e-voting and for voting through ballot process at the AGM is restricted to making of a Scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated in the Notice, based on the reports generated from the remote e-voting system provided by Central Depository Services (India) Limited, the authorized agency engaged by the Company to provide e-voting facilities for e-voting and filled in Ballot Forms, by the shareholders at the AGM.
- h. Results:**
I observed that;
- 2 members had casted their votes through the remote e-voting facility.
 - 5 members were personally present at the Annual General Meeting and it was ascertained that 1 of them had already exercised their voting rights through remote e-voting facility and the remaining 4 members present at the meeting exercised their Voting through Ballot Process.

THE COMBINED E-VOTING RESULT IS AS UNDER:

(i) Resolution 1 - Adoption of Financial Statements:

Particulars	Remote e-votes		Voting through ballot		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	1	3,000	4	48,72,200	5	48,75,200	100
Dissent	-	-	-	-	-	-	-
Total	1	3,000	4	48,72,200	5	48,75,200	100

Based upon the aforesaid results, Resolution set out in the Item No. 1 of the Notice dated 31st August, 2023 calling the 15th Annual General Meeting of the Company has been passed as an **Ordinary Resolution**.

DETAILS OF THE INVALID VOTES:

Particulars	Remote e-votes		E-votes at the venue of the meeting		Total	
	Number	Votes	Number	Votes	Number	Votes
Invalid	1	40,000	NA	NA	1	40,000
Total	1	40,000	NA	NA	1	40,000

(ii) Resolution 2- Re-appointment of Mrs. Samia Faheed (DIN: 02967081), Retirement by Rotation:

Particulars	Remote e-votes		Voting through ballot		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	1	3,000	4	48,72,200	5	48,75,200	100
Dissent	-	-	-	-	-	-	-
Total	1	3,000	4	48,72,200	5	48,75,200	100

Based upon the aforesaid results, Resolution set out in the Item No. 2 of the Notice dated 31st August, 2023 calling the 15th Annual General Meeting of the Company has been passed as an **Ordinary Resolution**.

DETAILS OF THE INVALID VOTES:

Particulars	Remote e-votes		E-votes at the venue of the meeting		Total	
	Number	Votes	Number	Votes	Number	Votes
Invalid	1	40,000	NA	NA	1	40,000
Total	1	40,000	NA	NA	1	40,000

(iii) Resolution 3- Re-Appointment of Mr. Fayaz Usman Faheed (DIN: 00252610) as Managing Director:

Particulars	Remote e-votes		Voting through ballot		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	1	3,000	3	39,11,000	4	39,14,000	100
Dissent	-	-	-	-	-	-	-
Total	1	3,000	3	39,11,000	4	39,14,000	100

Based upon the aforesaid results, Resolution set out in the Item No. 3 of the Notice dated 31st August, 2023 calling the 15th Annual General Meeting of the Company has been passed as a **Special Resolution**.

DETAILS OF THE INVALID VOTES:

Particulars	Remote e-votes		E-votes at the venue of the meeting		Total	
	Number	Votes	Number	Votes	Number	Votes
Invalid	1	40,000	NA	NA	1	40,000
Total	1	40,000	NA	NA	1	40,000

(iv) Resolution 4- Approval to enter into Related Party Transaction:

Particulars	Remote e-votes		Voting through ballot		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	1	3,000	3	39,11,000	4	39,14,000	100
Dissent	-	-	-	-	-	-	-
Total	1	3,000	3	39,11,000	4	39,14,000	100

Based upon the aforesaid results, Resolution set out in the Item No. 3 of the Notice dated 31st August, 2023 calling the 15th Annual General Meeting of the Company has been passed as an **Ordinary Resolution**.

DETAILS OF THE INVALID VOTES:

Particulars	Remote e-votes		E-votes at the venue of the meeting		Total	
	Number	Votes	Number	Votes	Number	Votes
Invalid	1	40,000	NA	NA	1	40,000
Total	1	40,000	NA	NA	1	40,000

Nikunj Kanodia
Chartered Accountant

510, 5th Floor, Dilkap Chambers, Plot A/7, Veera Desai
Road, Andheri West, Mumbai – 400053
Tel: +91-22-49729990/1/2
Email: nk@corpwis.com

- i. The register and all other papers and relevant records relating remote e-voting shall remain in my safe custody until the chairman considers, approves, signs the minutes of the aforesaid Annual General Meeting.



Place : MUMBAI
Date : 30/09/2023

NIKUNJ KANODIA
FCS - 069995
PRACTISING CHARTERED ACCOUNTANT
UDIN: 23069995BGZSNA9060