

28th December, 2022

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 28th December, 2022 issued by M/s. Vishal Garg & Associates, Scrutinizer on the Voting process (E-voting and Ballot) of the 14th Annual General Meeting of the company held on Tuesday, 27th day of December, 2022 at 12.30 P.M at the registered office of the Company situated at 33/1, Wallajah Road, Chepauk, Chennai - 600 002, Tamil Nadu.

For SDC TECHMEDIA LIMITED

SAMIA FAHEED
(DIN: 02967081)
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



Vishal Garg & Associates Company Secretaries

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 14th Annual General Meeting of the Equity Shareholders of
M/s. **SDC TECHMEDIA LIMITED**
Held on 27th December, 2022 at 12.30 P.M at,
33/1, Wallajah Road,
Chepauk,
Chennai-600002

Dear Sir,

I, **Vishal Kumar Garg**, Proprietor of M/s. Vishal Garg & Associates, Company Secretaries, 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 14th Annual General Meeting of the Equity Shareholders of the Company held on 27th December, 2022 at 12.30 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.	Alteration in the utilization of the proceeds of the Initial Public Offer	Special

Now, pursuant to the completion of the 14th Annual General Meeting of the Equity Shareholders of the Company held on 27th December, 2022 at 12.30 P.M at the registered office of the Company situated at 33/1, Wallajah Road, Chepauk, Chennai - 600002, I submit my report as under;

- a. 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, 2015 read along with SEBI Circular dated 13th May, 2022 the notice convening the 14th 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 03rd December, 2022 and subsequently the said Notice was also placed on the website of the Company, BSE Limited and CDSL.
- b. The Public Advertisement with respect to dispatch of notices and conducting of voting through electronic means was published on 04th December, 2022 in a vernacular newspaper "Makkal Kural" and on 06th December, 2022 in an English newspaper "Financial Express" of wide circulation."
- c. The Public Advertisement with respect to Altering the terms of any contract referred to in the prospectus or altering the objects for which the prospectus was issued was published on 05th December, 2022 in a vernacular newspaper "Makkal Kural" and 06th December, 2022 in an English newspaper "Financial Express" of wide circulation."





Vishal Garg & Associates Company Secretaries

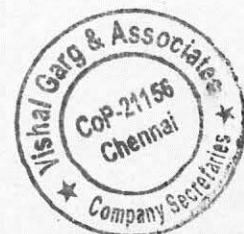
- d. The Company had engaged services of Central Depository Services (India) Limited ("CDSL") as the Authorized Agency to provide remote e-voting facilities.
- e. Remote e-voting:
- Commencement of Remote E- Voting Period: Saturday, 24th December, 2022 (09.00 A.M. IST) and
 - End of Remote E- Voting Period: Monday, 26th December, 2022 (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.
- f. Voting at the AGM:
- There were 5 members personally present at the Annual General Meeting and it was ascertained that 3 of them had already exercised their voting rights through remote e-voting facility; and remaining 2 exercised their voting through ballot process.
- g. The votes were unblocked on 28th December, 2022 at 11.56 P.M. in the presence of two witnesses who are not in the employment of the company.
- h. 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 14th 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.
- i. **Results:**
I observed that;
- 3 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 3 of them had already exercised their voting rights through remote e-voting facility and the remaining 2 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	3	48,64,200	2	11,000	5	48,75,200	100
Dissent	-	-	-	-	-	-	-
Invalid	-	-	-	-	-	-	-
Total	3	48,64,200	2	11,000	5	48,75,200	100

Based upon the aforesaid results, Resolution set out in the Item No. 1 of the Notice dated 25th November, 2022 calling the 14th Annual General Meeting of the Company has been passed as an **Ordinary Resolution**.





Vishal Garg & Associates Company Secretaries

(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	3	48,64,200	2	11,000	5	48,75,200	100
Dissent	-	-	-	-	-	-	-
Invalid	-	-	-	-	-	-	-
Total	3	48,64,200	2	11,000	5	48,75,200	100

Based upon the aforesaid results, Resolution set out in the Item No. 2 of the Notice dated 25th November, 2022 calling the 14th Annual General Meeting of the Company has been passed as an **Ordinary Resolution**.

(iii) **Resolution 3- Alteration in the Utilization of the proceeds of the Initial Public Offer:**

Particulars	Remote e-votes		Voting through ballot		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	3	48,64,200	2	11,000	5	48,75,200	100
Dissent	-	-	-	-	-	-	-
Invalid	-	-	-	-	-	-	-
Total	3	48,64,200	2	11,000	5	48,75,200	100

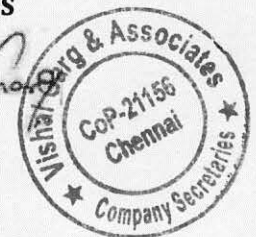
Based upon the aforesaid results, Resolution set out in the Item No. 3 of the Notice dated 25th November, 2022 calling the 14th Annual General Meeting of the Company has been passed as a **Special Resolution**.

- j. 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.

**FOR VISHAL GARG & ASSOCIATES
COMPANY SECRETARIES**

Vishal Kumar Garg

**VISHAL KUMAR GARG
PROPRIETOR
ACS - 34062 COP - 21156
UDIN: A034062D002819262**



Place : **CHENNAI**
Date : **28/12/2022**