

REPORT OF SCRUTINIZER

To,
The Chairman
Extraordinary General Meeting of the Equity Shareholders of
M/s. XTGLOBAL INFOTECH LIMITED (Formerly Known as Frontier Informatics Limited)
Hyderabad

Pursuant to the resolution passed by the Board of Directors of M/s. XTGLOBAL INFOTECH LIMITED (Formerly Known as Frontier Informatics Limited) (Company) on 18th January, 2020, I, Ch. Veeranjanyulu, Practicing Company Secretary (Membership No. F6121 & CP No. 6392), partner of M/s. VCSR & Associates (Address: 305 A & B, Pancom, Business Centre, Ameerpet, Hyderabad, Telangana-500073), appointed as Scrutinizer to first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting and to make a Consolidated Report of the total votes cast in favour or against, if any, to the Chairman of the Meeting, who shall countersign the same and declare the result of the voting forthwith.

To enable wider participation of share holders, pursuant to the provisions of section 108 of the Companies Act, 2013 (the act) and the rules framed there under and as required under the listing agreement, the Company had therefore made arrangement with the service provider M/s KFin Technologies Private Limited, (KFintech) for providing system of recording votes of shareholders electronically through e-voting. The Company had accordingly arranged through its Registrar and Transfer Agent M/s. KFin Technologies Private Limited (RTA) to set up the e-voting facility on the KFintech e-voting website.

I, hereby submit my report Pursuant to section 108 and 109 of the Companies Act, 2013 and rule 20 and 21 of the Companies (Management and Administration) Rules, 2014, including amendments thereof if any, as under:

UDIN: F006121A000554451



1. **Cut-off Date**

XTGLOBAL INFOTECH LIMITED (Formerly Known as Frontier Informatics Limited) through RTA uploaded the resolution together with the explanatory statement on which remote e-voting is required and for generating Event Number by the system provider. The register of members was made up, for the purpose of evoting as of 08th February, 2020 (cutoff date).

2. **Dispatch of Notice**

The Company has informed that, it has completed dispatch of Notice of EGM on 22.01.2020 to all members through permitted modes, whose names appear in the Register of Members, as on 17th January, 2020.

3. **Remote E-voting:**

Remote E-voting platform was open from 09.00 A.M. on Wednesday, 12th February, 2020 to 5.00 P.M. on Friday, 14th February, 2020 and members were requested to cast there votes electronically to conveying their assents/dissent in respect of the resolution set forth in the Notice of EGM.

4. **Poll voting at the Venue of EGM:**

I. **Electronic Voting System ('Insta Poll').**

- a. As prescribed under Rule 20 (4) (xiii) of the Companies (Management and Administration) Amendment Rule, 2015:

for the purpose of ensuring that members who have casted their votes through remote e-voting do not vote again at the general meeting, the Scrutinizer shall have access after the closure of period of remote e-voting and before the start of general meeting, to only such details relating to members who have casted their votes through remote e-voting, such as their names, folios, number of shares held but not the manner in which they have voted.

- b. Accordingly KFintech, the e-voting agency provided us with the names, DP ID / folio numbers and shareholding of the members who has casted their votes through remote e-voting.
- c. The Company had authorized KFintech to provide/conduct voting at the meeting through electronic means and KFintech provided the same which is known as "Insta Poll".



II. Polling Paper Voting ('Physical Voting').

- a. The Voting at the venue of EGM has been casted by polling papers supplied to the shareholders at the Venue itself.
- b. After the time fixed for closing of the poll by the Chairman, on 15th February, 2020, ballot boxes kept for polling were locked in my presence with due identification marks placed by me.
- c. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.

5. Counting process

- a. On completion of voting at the meeting, KFintech provided us with the list of members who had casted their votes, with their holding details and details of vote on each of the resolutions.
- b. The votes cast were reconciled with the records maintained by the Company and RTA.
- c. Thereafter I unblocked the remote e-voting results on the KFintech evoting platform before Mr. J Siva Prasad and Mr. P Durga Prasad and downloaded the e-voting results.

6. Results

- a. I Observed that:
 - a. 62 members has casted their votes through the polling paper voting (Physical Voting).
 - b. 18 members has casted their votes through Remote e-voting.
- b. The Summary of Poll voting, remote-evoting and consolidated results with respect of each item on the agenda as set out in the Notice of the EGM is enclosed.
- c. Based on the aforesaid results, Five (5) Special Resolutions and One (1) Ordinary Resolution as contained in the Notice of EGM have been passed with requisite majority.
- d. The Chairman may declare the result of the Extra-ordinary General Meeting accordingly.

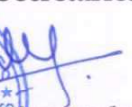



- e. The register and all other papers relating to electronic voting and the remote e-voting and all other relevant records were sealed and handed over to the Chairman as authorized by the Board for safe keeping. Further, Soft copies of the list of members voted "FOR", AGAINST" will be emailed to the Chairman after the announcement of the Results by the Company.

Thanking You,

Yours' Faithfully,

**For VCSR & Associates
Company Secretaries**



(Ch. Veeranjanyulu)
Partner
CP No. 6392

Place: Hyderabad

Date: 15-02-2020

ANNEXURE

Physical Voting Result

S. No	Resolution	Assent			Dissent			Invalid		TOTAL	
		No. of Shareholders	No. of Shares	Percentage (%)	No. of Shareholders	No. of Shares	Percentage (%)	No. of Shareholders	No. of Shares	No. of Shareholders	No. of Shares
1	Issuance of Equity Shares on Preferential basis for Cash	56	1060629	100	0	0	0	0	0	56	1060629
2	Further acquisition of stake in Xenosoft Technologies (India) Private Limited by way of swap of Equity shares through Preferential Allotment	59	2317765	100	0	0	0	0	0	59	2317765
3	To make Loans or Investment(s) or provide security and guarantee in excess of the prescribed limits under Section 186 of the Companies Act, 2013	60	2373328	100	0	0	0	0	0	60	2373328
4	Approval of loans, investments, guarantee or security under section 185 of Companies Act, 2013	60	2373328	100	0	0	0	0	0	60	2373328
5	Reclassification of persons forming part of the "Promoter and Promoter Group Category" to "Public Category"	61	1866654	100	0	0	0	0	0	61	1866654
6	Regularisation of Appointment of Mr. Madhusudhana Rao Paladugu (DIN:08644451) from Additional Independent Director to Independent Director	62	2627379	100	0	0	0	0	0	62	2627379

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Electronic Voting Result

S. No	Resolution	Assent			Dissent			Invalid		TOTAL	
		No. of Shareholders	No. of Shares	Percentage (%)	No. of Shareholders	No. of Shares	Percentage (%)	No. of Shareholders	No. of Shares		
1	Issuance of Equity Shares on Preferential basis for Cash	15	75130879	100	1	1	Negligible	0	0	16	75130880
2	Further acquisition of stake in Xenosoft Technologies (India) Private Limited by way of swap of Equity shares through Preferential Allotment	13	16053517	100	1	1	Negligible	0	0	14	16053518
3	To make Loans or Investment(s) or provide security and guarantee in excess of the prescribed limits under Section 186 of the Companies Act, 2013	17	78680308	100	1	1	Negligible	0	0	18	78680309
4	Approval of loans, investments, guarantee or security under section 185 of Companies Act, 2013	17	78680308	100	1	1	Negligible	0	0	18	78680309
5	Reclassification of persons forming part of the "Promoter and Promoter Group Category" to "Public Category"	17	78680308	100	1	1	Negligible	0	0	18	78680309
6	Regularisation of Appointment of Mr. Madhusudhana Rao Paladugu (DIN:08644451) from Additional Independent Director to Independent Director	17	78680308	100	1	1	Negligible	0	0	18	78680309

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Consolidated Results (Physical & E-voting)

S.No	Resolution	Assent			Dissent			Invalid		TOTAL	
		No. of Shareholders	No. of Shares	Percentage (%)	No. of Shareholders	No. of Shares	Percentage (%)	No. of Shareholders	No. of Shares	No. of Shareholders	No. of Shares
1	Issuance of Equity Shares on Preferential basis for Cash	71	76191508	100	1	1	Negligible	0	0	72	76191509
2	Further acquisition of stake in Xenosoft Technologies (India) Private Limited by way of swap of Equity shares through Preferential Allotment	72	18371282	100	1	1	Negligible	0	0	73	18371283
3	To make Loans or Investment(s) or provide security and guarantee in excess of the prescribed limits under Section 186 of the Companies Act, 2013	77	81053636	100	1	1	Negligible	0	0	78	81053637
4	Approval of loans, investments, guarantee or security under section 185 of Companies Act, 2013	77	81053636	100	1	1	Negligible	0	0	78	81053637
5	Reclassification of persons forming part of the "Promoter and Promoter Group Category" to "Public Category"	78	80546962	100	1	1	Negligible	0	0	79	80546963
6	Regularisation of Appointment of Mr. Madhusudhana Rao Paladugu (DIN:08644451) from Additional Independent Director to Independent Director	79	81307687	100	1	1	Negligible	0	0	80	81307688

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