



RASNA GOYAL
FCS, B.Com(H)
Practicing Company Secretary

Mobile : 09830021583

Office : 68 (New 1/72) Jessore Road, Diamond Arcade,
Shyamnagar, Suit No 301B, 3rd Floor, Kolkata-700055
Ph. : +91 33 46024884, E-mail : cstrasnagoyal@gmail.com

Combined Scrutinizer's Report on Remote E-Voting & E-Voting during AGM

[Pursuant to Section 108 and 109 of the Companies Act, 2013 read with Rule 20 (4)(xii) of The Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,
The Chairman of
Lee & Nee Softwares (Exports) Limited
14B, Camac Street
Kolkata-700017

32nd Annual General Meeting of the Members of M/s Lee & Nee Softwares (Exports) Limited held on Tuesday, 29th September, 2020 at 11.00 A.M. through Video Conferencing (VC) or Other Audio- Visual Means (OAVM)

Sub: Passing of Resolution(s) through Remote E-voting as well as E-Voting during AGM pursuant to Section 108/109 of the Companies Act 2013 read with Rule 20 (4)(xii) of the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir,

I, Rasna Goyal (FCS: 9096, CP No.: 9209) Companies Secretary in whole-time practice was appointed by the Board of Directors of **M/s Lee & Nee Softwares (Exports) Limited** to act as the Scrutinizer to scrutinize the remote e-voting process and e-voting during the Annual General Meeting ("AGM") under the provisions of Section 108 of the Companies Act, 2013 read with Rules 20 of the Companies (Management and Administration) Rules, 2014 (as amended), Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) and General Circular No.20/2020 dated 5th May, 2020 read with circular dated 8th April, 2020 and 13th April, 2020 issued by the Ministry of Corporate Affairs ("MCA") and in accordance with the circular dated 12th May, 2020 issued by the Securities and Exchange Board of India ("SEBI") commonly referred to as "MCA & SEBI CIRCULARS" in a fair and transparent manner in respect of the Resolutions passed at the AGM of M/s Lee & Nee Softwares (Exports) Limited at their Meeting held on Tuesday, September 29, 2020 at 11.00 a.m by Video Conferencing (VC)/Other Audio- Visual Means (OAVM).

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and related Rules in respect of voting through electronic means i.e. Remote E-Voting and E-Voting System during AGM on the Resolutions contained in the notice of the 32nd Annual General Meeting "AGM" of the Company.

As Scrutinizer for Remote E-Voting process and E-Voting System during AGM, my responsibility is to provide the Scrutinizer's Report of the votes cast in "**FAVOUR**" or "**AGAINST**" the resolutions stated in the notice, based on the votes casted through remote E-Voting and E-Voting System during AGM as per reports generated from the e-voting system provided by the National Securities Depository Limited "NSDL", the authorised agency engaged by the Company to provide remote e-voting facility and e-voting system at the AGM.



I hereby submit my report as follows:

1. The resolutions as mentioned in the Notice of AGM were transacted through the process of Remote E-Voting and through E-Voting System at the AGM. For the purpose of Remote E-Voting and E-Voting System at the AGM, the Company has engaged the services of the National Securities Depository Limited "NSDL";
2. Members attended the meeting through VC/OAVM facility provided in accordance with the General Circular No.20/2020 of May 5, 2020 and other circulars issued by the Ministry of Corporate Affairs ("MCA") from time to time and were counted for the purpose of reckoning quorum under section 103 of the Companies Act, 2013.
3. The shareholders of the Company holding shares as on the "cut-off" date i.e. 22nd September, 2020 were entitled to vote on the Resolutions as contained in the notice of the AGM.
4. The period for remote e-voting commenced from Saturday, 26th September, 2020 at 09.00 a.m. and ended on Monday, 28th September, 2020 at 5.00 p.m. The remote e-voting module was disabled thereafter by NSDL for voting.
5. For the Members who did not cast their vote through remote e-voting facility, the Company has provided the facility of e-voting system during the AGM.
6. Further, the votes cast through Remote E-Voting and E-Voting System during the AGM was unblocked by me at 5.50 p.m in the presence of two witnesses, Ms. Pooja Agarwal and Mr. Sushil Kumar Goyal neither of whom was in the employment of the Company and e-voting summary statement was downloaded from the e-voting website.
7. The votes were also scrutinized for the purpose of eliminating duplicate voting of votes, if any;
8. Our report on the results of e-voting is based on the data downloaded from the website of NSDL;
9. The data relating to e-voting process were reconciled with the records maintained by the Company/ Registrar and Transfer Agents of the Company.

We hereby submit our Consolidated Scrutinizer's Report on the results of remote e-voting and e-voting system at the AGM.

ORDINARY BUSINESS (Ordinary Resolution)

Item No. 1 - Adoption of (a) the Audited Financial Statements of the Company for the financial year ended March 31, 2020, together with the Reports of the Board of Directors and Auditors thereon and

(b) Adoption of Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2020, together with the Report of the Auditors thereon:

	Remote e-voting	E-voting at the AGM	Consolidated voting results
--	-----------------	---------------------	-----------------------------



	Number of Members who voted	Number of shares for which votes cast	Number of Members who voted (in person or by proxy)	Number of shares for which votes cast	Total number of Members who voted	Total number of shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the Resolution	42	41086624	NIL	NIL	42	41086624	99.9994%
Voted against the Resolution	2	250	NIL	NIL	2	250	0.0006%
Total	44	41086874	NIL	NIL	44	41086874	100
Invalid votes	NIL	NIL	NIL	NIL	NIL	NIL	NIL

Item No. 2 - Appointment of Mrs. Arpita Gupta (DIN 02839878), who retires by rotation and, being eligible, offers herself for re-appointment.

	Remote e-voting		E-voting at the AGM		Consolidated voting results		
	Number of Members who voted	Number of shares for which votes cast	Number of Members who voted (in person or by proxy)	Number of shares for which votes cast	Total number of Members who voted	Total number of shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the Resolution	42	41086624	NIL	NIL	42	41086624	99.9994%
Voted against the Resolution	2	250	NIL	NIL	2	250	0.0006%
Total	44	41086874	NIL	NIL	44	41086874	100
Invalid votes	NIL	NIL	NIL	NIL	NIL	NIL	NIL

All the Resolutions mentioned in the AGM Notice dated 29th July, 2020 as per the details above and stands passed under remote e-voting and e-voting conducted at AGM electronically with the requisite majority and hence deemed to be passed as on the date of the AGM.



I hereby confirm that I am maintaining the soft copy of the Registers received from NSDL in respect of the votes cast through remote E-Voting and voting conducted at the AGM by way of electronic means by the member of the Company. All other relevant records relating to remote E-Voting and electronic voting is under my safe custody and will be handed over to the Company Secretary for safe keeping, after the Chairman considers, approves and signs the minutes of the Meeting.

Thanking you,

Yours faithfully,

Rasna Goyal



(Rasna Goyal)
Proprietor
FCS: 9096, CP No.: 9209
SCRUTINIZER

Place: Kolkata

Dated: 30th September, 2020

UDIN No.: F009096B000820423

We the undersigned have witnessed that the votes in respect of e-voting of shareholders of M/s Lee & Nee Softwares (Exports) Limited were unblocked from NSDL's e-voting website www.evoting.nsdl.com in our presence on 29th September, 2020.

Pooja Agarwal

Pooja Agarwal
B-507, Regent Sagar
Kolkata- 700059
West Bengal

Sushil Kumar Goyal

Sushil Kumar Goyal
883, Jessore Road
Kolkata- 700055
West Bengal