

**BEFORE THE NATIONAL COMPANY LAW TRIBUNAL**

**MUMBAI BENCH, AT MUMBAI**

**COMPANY SCHEME APPLICATION NO. 56 OF 2022**

In the matter of the Companies Act, 2013;

AND

In the matter of Sections 230 to 232 of the  
Companies Act, 2013;

AND

IN THE MATTER of Aricent Technologies  
(Holdings) Limited bearing Corporate Identification  
Number (CIN) U72100MH2006PLC367638 having  
its registered office at 3rd Floor, A Block, B-Wing, IT-1  
& IT-2, Airoli Knowledge Park, Thane-Belapur Road,  
Airoli, Navi Mumbai- 400708, Maharashtra, India.

AND

IN THE MATTER of Capgemini Technology Services  
India Limited, bearing CIN –  
U85110PN1993PLC145950 having its registered office  
at No 14, Rajiv Gandhi Infotech Park, Hinjawadi,  
Phase – III, MIDC-SEZ, Village Man, Taluka Mulshi,  
Pune – 411057, Maharashtra, India

AND

In the matter of Scheme of Amalgamation of Aricent  
Technologies (Holdings) Limited with Capgemini  
Technology Services India Limited and their respective  
shareholders.

**Aricent Technologies (Holdings) Limited...**

**First Applicant Company/  
Transferor Company**

**Capgemini Technology Services India Limited...**

**Second Applicant Company/  
Transferee Company**



FORM No. CAA. 4

[Pursuant to rule 13(2) and rule 14]

Company Application No 56 of 2022

**REPORT OF RESULT OF THE NATIONAL COMPANY LAW TRIBUNAL CONVENED MEETING OF THE EQUITY SHAREHOLDERS AND UNSECURED CREDITORS OF CAPGEMINI TECHNOLOGY SERVICES INDIA LIMITED ("TRANSFEREE COMPANY), CONVENED THROUGH VIDEO CONFERENCE OR OTHER AUDIO VISUAL MEANS ON FRIDAY, 29 JULY 2022 AT 11:00 A.M AND 03:00 P.M RESPECTIVELY:**

I, Harnam Singh, Retd IAS had been appointed by the Hon'ble National Company Law Tribunal, Mumbai Bench ("NCLT") vide its order dated 10 June 2022 ("Order"), to preside over the meetings of the equity shareholders and unsecured creditors of the Transferee Company held at 11:00 a.m. and 3:00 p.m. respectively on Friday, 29 July 2022 via video conferencing or other audio visual means ("VC/OVAM"), for the purpose of considering, and if thought fit, approving, with or without modifications, the Scheme of amalgamation of Aricent Technologies (Holdings) Limited with Capgemini Technology Services India Limited and their respective shareholders.

As per the said Order, the Transferee Company was directed to dispatch to each of the equity shareholders and unsecured creditors, a notice convening the meeting along with the explanatory statement under section 102 and 230 of the Companies Act, 2013 read with the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016, scheme of amalgamation and other annexures as attached to the notice and directed to publish the notice convening the said meeting in newspapers viz "Financial Express" in English language and translation thereof in "Loksatta" in Marathi language, both having wide circulation in Pune, where the registered office of the Transferee Company is situated.

Pursuant to the said Order, the Transferee Company, through KFin Technologies Limited (formerly known as KFin Technologies Private Limited) ("KFin"), the registrar and share transfer agent of the Transferee Company, dispatched the notice along with a copy of the scheme of amalgamation, the Order and other annexures to the equity shareholders of the Transferee Company, whose names appear in the register of members/ list of beneficial owners maintained by KFin/depositories as on 17 June 2022 (i) through registered post on 25 June 2022 to 2,079 (Two Thousand and Seventy Nine) equity shareholders whose email IDs were not registered with KFin/depositories; and (ii) through electronic mode on 27 June 2022 to 10,897 (Ten Thousand Eight Hundred and Ninety Seven) equity shareholders whose e-mail IDs were registered with KFin/depositories as on 27 June 2022.

Pursuant to the said Order, the Transferee Company through KFin, the registrar and share transfer agent of the Transferee Company, dispatched the notice along with a copy of the scheme of amalgamation, the Order, and other annexures to the 722 (Seven Hundred and Twenty Two) unsecured creditors of the Transferee Company as on 31 December 2021, all of whose e-mail IDs were registered with KFin/depositories, through electronic mode on 27 June 2022.

Pursuant to the said Order, the advertisement of the notice convening the meetings of the equity shareholders and unsecured creditors of the Transferee Company have been published on 28 June 2022, in the "Financial Express" in English and translation thereof in "Loksatta" in Marathi, having wide circulation in Pune, where the registered office of the Transferee Company is situated.

**I. MEETING OF EQUITY SHAREHOLDERS:**

The meeting of the equity shareholders was duly convened on 29 July 2022 via video conferencing or other audio-visual means ("VC/OVAM") at 11:00 a.m., for the purpose of considering, and if thought fit, approving, with or without modifications, the Scheme of amalgamation of Aricent Technologies (Holdings) Limited with Capgemini Technology Services India Limited and their respective shareholders.



I, the Chairperson appointed, do hereby report to this Hon'ble NCLT as follows:

1. The Transferee Company had provided remote e-voting facility to its members to vote prior to the commencement of the meeting starting on 26 July 2022 at 9 a.m. which ended on 28 July 2022 at 5.p.m. and through e-voting during the Meeting ('Instapoll') which begun on 11:00 a.m. on 29 July 2022 and ended 15 minutes after the closure of the Meeting. The Transferee Company had also provided the facility of Instapoll to the members who could attend the meeting being held through VC/OAVM, and who had not cast their votes through the remote e-voting facility provided to them earlier.
2. The said meeting was attended by 35 (Thirty-Five) equity shareholders. 56 (Fifty Six) equity shareholders who voted through remote e-voting and Instapoll together are entitled to 5,90,02,738 (Five Crores Ninety Lakh Two Thousand Seven Hundred Thirty Eight) equity shares.
3. The scheme of amalgamation was explained by me to the equity shareholders of the Transferee Company, and the following resolution under Sections 230 to 232 of the Companies Act, 2013, was to be considered by the equity shareholders:

*"RESOLVED THAT pursuant to the provisions of Sections 230 to 232 and other applicable provisions of the Companies Act, 2013, the rules, circulars and notifications issued thereunder, including any statutory modification(s) or re-enactment(s) thereof, for the time being in force, and subject to the provisions of the Memorandum of Association and Articles of Association of the Company and subject to the approval of Hon'ble jurisdictional National Company Law Tribunal ("NCLT") and subject to such other approvals, permissions and sanctions of regulatory and other authorities, as may be necessary and subject to such conditions and modifications as may be deemed appropriate for the Scheme, at any time and for any reason whatsoever, or which may otherwise be considered necessary, desirable or as may be prescribed or imposed by the NCLT or by any regulatory or other authorities, while granting such approvals, permissions and sanctions, which may be agreed to by the Board of Directors of the Company, the Scheme of Amalgamation of Aricent Technologies (Holdings) Limited ("ATHL / Transferor Company") with Capgemini Technology Services India Limited ("CTSIL / Transferee Company") ("Scheme") and their respective shareholders, which was circulated along with the Notice convening this meeting, be and is hereby approved.*

*RESOLVED FURTHER THAT the Board and any committee thereof be and is hereby authorized to do all such acts, deeds, matters and things, as it may, in its absolute discretion deem requisite, desirable, appropriate or necessary to give effect to this resolution and effectively implement the Scheme and to make and accept such modifications, amendments, limitations and/or conditions, if any, which may be required by the Board and/or imposed by the NCLT while sanctioning the Scheme or by any authorities under law, including but not limited to passing of such accounting entries and/or making such adjustments in the books of accounts as considered necessary in giving effect to the Scheme, as the Board may deem fit and proper, and to settle any question, difficulty or doubt that may arise in respect of Scheme, without being required to seek any further consent or approval of the equity shareholders of CTSIL or otherwise to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution;*

*RESOLVED FURTHER THAT copies of the foregoing resolutions certified to be true by any of the director or company secretary of the Company be furnished to all concerned as may be necessary and they be requested to act thereon."*

4. There were 56 (Fifty-Six) equity shareholders who cast their votes, of which 52 (Fifty-Two) equity shareholders holding 5,90,02,734 (Five Crores Ninety Lakh Two Thousand Seven Hundred Thirty Four) shares voted through the remote e-voting facility offered by the Company and 4 (Four) equity shareholders holding 4 (Four) shares voted during the meeting.
5. Out of the total number of equity shareholders who voted through remote e-voting and Instapoll, 100% equity shareholders in number and 100% equity shareholders by value, were



of the opinion that the proposed resolution for approving the scheme of amalgamation, should be approved. The result of the voting for the said resolution was as follows:

- a) The list of equity shareholders who voted in favour of the proposed resolution is annexed hereto as Annexure A
  - b) The list of equity shareholders who voted against the proposed resolution is annexed hereto as Annexure B
  - c) There were no equity shareholders who cast invalid votes
6. Copy of the Scrutinizer Report issued by Mr. Shailesh Indapurkar, Practicing Company Secretary, who was appointed as Scrutinizer by the Hon'ble NCLT to scrutinize and report on the votes cast in connection with the resolution approving the scheme of amalgamation by the equity shareholders, is enclosed as Annexure- I.

## **II. MEETING OF UNSECURED CREDITORS:**

The meeting of the unsecured creditors was duly convened on 29 July 2022 via video conferencing or other audio visual means ("VC/OVAM") at 03:00 p.m., for the purpose of considering, and if thought fit, approving, with or without modifications, the Scheme of amalgamation of Aricent Technologies (Holdings) Limited with Capgemini Technology Services India Limited and their respective shareholders.

I, the Chairperson appointed, do hereby report to this Hon'ble NCLT as follows:

1. The Transferee Company had provided remote e-voting facility to its unsecured creditors to vote prior to the commencement of the meeting starting on 26 July 2022 at 9 a.m. which ended on 28 July 2022 at 5.p.m. and through e-voting during the Meeting ('Instapoll') which begun on 3:00 p.m. on 29 July 2022 and ended 15 minutes after the closure of the Meeting. The Transferee Company had provided the facility of Instapoll to the members who could attend the meeting being held through VC/OAVM, and who had not cast their votes through the remote e-voting facility provided.
2. The said meeting was attended by 20 (Twenty) unsecured creditors. The total number of unsecured creditors who voted through remote e-voting and Instapoll, were 21 (Twenty-One) unsecured creditors.
3. The scheme of amalgamation was explained by me to the unsecured creditors of the Transferee Company, and the following resolution under Sections 230 to 232 of the Companies Act, 2013, was to be considered by the unsecured creditors:

*"RESOLVED THAT pursuant to the provisions of Sections 230 to 232 and other applicable provisions of the Companies Act, 2013, the rules, circulars and notifications issued thereunder, including any statutory modification(s) or re-enactment(s) thereof, for the time being in force, and subject to the provisions of the Memorandum of Association and Articles of Association of the Company and subject to the approval of Hon'ble jurisdictional National Company Law Tribunal ("NCLT") and subject to such other approvals, permissions and sanctions of regulatory and other authorities, as may be necessary and subject to such conditions and modifications as may be deemed appropriate for the Scheme, at any time and for any reason whatsoever, or which may otherwise be considered necessary, desirable or as may be prescribed or imposed by the NCLT or by any regulatory or other authorities, while granting such approvals, permissions and sanctions, which may be agreed to by the Board of Directors of the Company, the Scheme of Amalgamation of Aricent Technologies (Holdings) Limited ("ATHL / Transferor Company") with Capgemini Technology Services India Limited ("CTSIL / Transferee Company") ("Scheme") and their respective shareholders, which was circulated along with the Notice convening this meeting, be and is hereby approved.*



**RESOLVED FURTHER THAT** the Board and any committee thereof be and is hereby authorized to do all such acts, deeds, matters and things, as it may, in its absolute discretion deem requisite, desirable, appropriate or necessary to give effect to this resolution and effectively implement the Scheme and to make and accept such modifications, amendments, limitations and/or conditions, if any, which may be required by the Board and/or imposed by the NCLT while sanctioning the Scheme or by any authorities under law, including but not limited to passing of such accounting entries and/or making such adjustments in the books of accounts as considered necessary in giving effect to the Scheme, as the Board may deem fit and proper, and to settle any question, difficulty or doubt that may arise in respect of Scheme, without being required to seek any further consent or approval of the unsecured creditors of CTSIL or otherwise to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution;

**RESOLVED FURTHER THAT** copies of the foregoing resolutions certified to be true by any of the director or company secretary of the Company be furnished to all concerned as may be necessary and they be requested to act thereon”

4. There were 21 unsecured creditors who cast their votes, of which 16 unsecured creditors voted through the remote e-voting facility offered by the Company and 5 unsecured creditors voted during the Meeting.
5. Out of the total number of unsecured creditors who voted through remote e-voting and Instapoll, 100% of unsecured creditors in number and 100% of unsecured creditors by value, were of the opinion that the proposed resolution for approving the scheme of amalgamation, should be approved. The result of the voting for the said resolution was as follows:
  - a) The list of unsecured creditors who voted in favour of the proposed resolution is annexed hereto as Annexure C.
  - b) There were no unsecured creditors who voted against the proposed resolution.
  - c) The list of unsecured creditors who cast invalid votes against the proposed resolution is annexed hereto as Annexure D.
6. Copy of the Scrutinizer Report issued by Mr. Shailesh Indapurkar, Practicing Company Secretary, who was appointed as Scrutinizer by the Hon'ble NCLT to scrutinize and report on the votes cast in connection with the resolution approving the scheme of amalgamation by the unsecured creditors, is enclosed as Annexure- II.

Dated this \_\_\_ day of August 2022

  
Chairperson

**ANNEXURE A**

<b>NAME OF MEMBER</b>	<b>ADDRESS</b>	<b>NO. OF EQUITY SHARES HELD</b>	<b>NUMBER OF VOTES</b>
JAIDEEP SUKHASHIL CHAVAN	A-402, MATOSHREE RESIDENCY, PRARTHANA SAMAJ ROAD, VILE-PARLE (EAST), 400057	1	1
SHASHANK ANIL JOSHI	903 CELESTIAL TOWER, BANDRA WEST 15TH ROAD, NEAR JN 33 RD & 15 RD, MUMBAI MAHARASHTRA, 400050	11	11
MUTHUKUMARASAMY KARTHIK	NO. 13, VALLAL KUMANAN STREET, MARAIMALAI NAGAR, KANCHEEPURAM DIST, TAMILNADU, 603209	1	1
VIJAY BABANRAO KULKARNI	H NO 6 SANMAN COLONY, R N SHETTY ROAD BEHIND, NEW BUS STAND, HUBLI, KARNATAKA, 443001	2	2
TRIVIKRAM S SHENOY	FLAT NO 201, 2ND FLOOR, SIDDHI NAKSHATRA, PLOT NO 91, SECTOR 10, KOPRA KHARGHAR, NAVI MUMBAI, 410210	2	2
PARAG HEMANI	801 ISHAN BUILDING B WING, PLOT NO 547 JAMEJAMSHED ROAD, MATUNGA (EAST), MUMBAI MAHARASHTRA, 400019	56	56
MANJULA HEMANI	801 ISHAN BUILDING B-WING, PLOT NO 547 JAMEJAMSHED ROAD, MATUNGA (EAST), MUMBAI MAHARASHTRA, 400019	113	113
VIKAS CHANDRAKANT DAKWE	2 20 RAJ LAXMAN SOC NEAR NAKHAWA, HIGH SCHOOL KOPRI THANE EAST, THANA, MAHARASHTRA, 400603	5	5
UPENDRA GANESH SOVANI	AAVISHKAR BUNGALOW, PLOT 12 SURUEY NO 131/2 KUBERA BAHAR, BEHIND SYMPHONY CLUB, PASHAN, PUNE, 411021	1	1
JORE SUSHIL RAMDAS	NO 14 RAJIV GANDHI INFOTECH, PARK HINJAWAOG PHASE 3 MIDC-SEZ, TALUKA MULSHI PUNE, 411057	1	1
HARSHADA PRAVIN SHIRSAT	A/602 SWEDGANGA ANAND NAGAR, DAHISAR EAST, MUMBAI, 460068	1	1
UMA CHANDRA SEKHAR BONDADA	FLAT NO 3 RACHANA PLOT NO 31, SECTOR 12	1	1

	VASHI NAVI, MUMBAI, 400703		
ERANHATTIL VINODAN	MADATHIL HOUSE PO, CHORDOECHENDAMANG ALAM, KOZHICODE KERALA, 673106	2	2
CLAYTON A RODRIGUES	BANU APARTMENTS, FLAT NO 1, DASTUR MEHER ROAD, CAMP, PUNE, 411001	3	3
BIJU BALAKRISHNAN NAMBIAR	PETROFAC INTERNATIONAL (UAE) LLC, PETROFAC HOUSE, AL KHAN ROAD, P O BOX 23467, SHARJAH, UAE, 999999	56	56
KIRAN DODHU SARODE	VISHWAS CORNER FLAT 4, PLOT 300 SECTOR 26 PRADHIKARAN, NIGDI PUNE, 411044	1	1
SANDEEP A WAGHMARE	RAM NAGAR ROAD NO 1 LAXMI NAGAR, SHASTRI CHOWK ALANDI ROAD, BHOSARI PUNE, 411039	1	1
KALE MANJIRI R	KARISHMA HERITAGE BLDG A, FLAT NO 18 MORWADI PIMPRI, PUNE, 411018	1	1
VIJAY GHANASHYAM GANGAL	A/44, PARIJAT CHS LTD, 5, BANDRA RECLAMATION, BANDRA (WEST), MUMBAI MAHARASHTRA, 400050	1	1
CAPGEMINI SE	NO 11 RUE DE TILSITT, 75017 PARIS, FRANCE, 75017	20,750,621	20,750,621
BALIWADA VIJAYA	C/O B DAMODAR RAO PLOT NO 21, S NO 73 RAJGAD COLONY ADARSH NAGAR, KIWALE DEHU ROAD PUNE, 412113	1	1
DAMODAR RAO BALIWADA	C/O B DAMODAR RAO, PLOT NO 21 S NO 73 RAJGAD COLONY, KIWALE DEHU ROAD PUNE, 412113	1	1
SARAVANAN S	NO 239 VARSHA RUTU ROAD FLAT NO 103, BANGALORE, 560019	1	1
GANESH M PARDESHI	PARDESHI NIWAS NR SIDDARTH MOTORS, MUMBAI PUNE ROAD KAPARWADI, PUNE, 411034	1	1
B CHANDRA SHEKAR	393/A 5TH MAIN BSK, IST STAGE IST BLOCK SRI NAGAR, BANGALORE, 560050	1	1
SHEFAIL MEHTA	158-162(P) 165-170(P),	1	1

	EPIP PHASE II WHITEFIELD, BANGALORE, 560066		
DEVENDRA A MASKE	NO 14 RAJIV GANDHI INFOTECH, PARK HINJAWAOG PHASE 3 MIDC-SEZ, TALUKA MULSHI PUNE, 411057	1	1
NARAYANA D V PRASAD	114 74/1 6TH MAIN ROAD, 5TH BLOCK, JAYANAGAR, BANGALORE, 560041	1	1
PULAKESH DUTTA	OLD CALCUTTA ROAD, PO-PATULIA, PS KHARDAH, KOLKATA, WEST BENGAL, 700119	1	1
NEHA VINOD DESAI	3B 25 ANGELIN C ADITYA GARDEN CITY, OFF MUMBAI BANGALORE HIGHWAY WARJE, PUNE, MAHARASHTRA, INDIA, 411052	1	1
NAGESH KUMAR MANGOLLU	NO 13 SRI NILAYAM SWATANTRA NAGAR, MN RD NR SWAPNA APRTS 2ND BLK, BASAVANAPURA K R PURAM BANGALORE, KARNATAKA INDIA, 560049	1	1
SACHIN PAWAR	NO 14 RAJIV GANDHI INFOTECH, PARK HINJAWAOG PHASE 3 MIDC-SEZ, TALUKA MULSHI PUNE, 411057	1	1
SULATA ANNAPPA HOSADU	25, VAIBHAV, B.D MARG WADALA (E), MUMBAI, 400037	1	1
BHIMRAO S KAMBLE	NO 14 RAJIV GANDHI INFOTECH, PARK HINJAWAOG PHASE 3 MIDC-SEZ, TALUKA MULSHI PUNE, 411057	1	1
MADHAV RAMA JADHAV	NO 14 RAJIV GANDHI INFOTECH, PARK HINJAWAOG PHASE 3 MIDC-SEZ, TALUKA MULSHI PUNE, 411057	1	1
HARISH KUMAR KURUP	NO 14 RAJIV GANDHI INFOTECH, PARK HINJAWAOG PHASE 3 MIDC-SEZ, TALUKA MULSHI PUNE, 411057	1	1
AMIT J PAREKH	B 1 MIMS GULMOHAR ECC ROAD, WHITEFIELD NEAR ITPL, BANGALORE,	1	1

	KARNATAKA INDIA, 560066		
CAPGEMINI NORTH AMERICA INC	79 FIFTH AVENUE, 3RD FLOOR, NEW YORK, U S A 10003, 111111	12,764,378	12,764,378
VITHAL MALHARRAO RANE	29 JOOTHICA, 22 NAUSHIR BHARUCHA ROAD, MUMBAI, 400007	11	11
PERCY K KAIKOBAD	NEW BHIWANDI HOUSE 3RD FLOOR, BLDG NO.96 A K MARG, OPP CUMBALLA HILL HOSPITAL GRANT RD, MUMBAI, 400036	1	1
SAVITA MALLU RANE	29 JOOTHICA, 22 NAUSHIR BHARUCHA ROAD, MUMBAI, 400007	11	11
DNYANESHWAR AHIRE	SWARAJ PARK FLAT NO 3, NEAR DREAMS AKRUTI SOC KALE PADAL, HADAPSAR PUNE, 411028	1	1
MORE GANESH ANANT	LEVEL II TOWER 3 CYBERCITY, MAGARPATTA CITY, HADAPSAR PUNE, 411013	1	1
CAPGEMINI AMERICA INC	79 FIFTH AVENUE, 3RD FLOOR, NEW YORK NY, 10003	25,487,362	25,487,362
ASMI SATISH SHAH	D/6 1ST FLOOR IRE SOCIETY, CHARAT SINGH COLONY, CHAKALA ANDHERI (EAST), MUMBAI, 400093	1	1
DEEPANATHAN V	NO 129/15 16Y, VASANTH NAGAR BY PASS ROAD, KRISHNAGIRI DT, HOSUR TAMILNADU, 635109	36	36
LEKHA SATISH SHAH	D/6 1ST FLOOR IRE SOCIETY, CHARAT SINGH COLONY, CHAKALA ANDHERI (EAST), MUMBAI, 400093	10	10
SATISH JAYANTILAL SHAH	D/6 IRE SOCIETY 1ST FLOOR, CHARAT SINGH COLONY, CHAKALA ANDHERI (EAST), MUMBAI, 400093	10	10
PRASAD NARAYAN ACHARYA	S O BISWANATHA ACHARAYA, MIG II, 83, 1 H B COLONY C, S PUR, BHUBANESWAR, KHORDA, ODISHA, INDIA, 751016	1	1
SHRIPAD YOGIRAJ DESHMUKH	SANKALP ROW HOUSE NO 2, SUKHNAGARI CHINCHWAD, PUNE, 411038	1	1

RAOSAHEB KRISHNAJI KASAR	SHREYDIP OPP SANE DAIRY, KHANDOBANAGAR, TAL SHEVGAON DIST AHMADNAGAR, SHEVGAON, 414502	11	11
SARIKA NAIK	5023, SOBHA JASMINEIBBLUR VILLAGE OUTER R, SARJAPUR ORR BELANDUR, BENGALURU KARNATAKA, 560103	1	1
PARAG VIJAY REDE	A6 501 VIKAS COMPLEX, CASTLE MILL COMPOUND, THANE W, 400601	1	1
AMIT NARAYAN JOSHI	B-702 CHANDRAVIJAY, MAHATMA PHULE ROAD, NEAR DESHMUKH GARDEN MULUND EAST, MUMBAI, MAHARASHTRA, 400081	1	1
RAJENDRA RAVINDRA DATAR	AVANEESH S NO 7/2 7/1 FLAT 301, D BUILDING KOTHRUD, PUNE, 411038	1	1
<b>Total</b>		<b>59,002,737</b>	<b>59,002,737</b>

**ANNEXURE B**

<b>NAME OF MEMBER</b>	<b>ADDRESS</b>	<b>NO. OF EQUITY SHARES HELD</b>	<b>NUMBER OF VOTES</b>
MANISH KUMAR SOMANI	RELIANCE INDUSTRIES LTD A 3	1	1

**ANNEXURE C**

<b>NAME OF THE UNSECURED CREDITOR</b>	<b>ADDRESS</b>	<b>AMOUNT OF DEBT OWED</b>	<b>NUMBER OF VOTES</b>
CAPGEMINI ASIA PACIFIC PTE. LTD.TAIWAN BRANCH	11F, NO. 2, SEC 5, HSIN YI ROAD, TAIPEI,TAIWAN	1,310,529	1,310,529
CAPGEMINI HONG KONG LTD	UNIT 1205, 12/F, SINO PLAZA, 255-257 GLOUCESTER ROAD, CAUSEWAY BAY,HONG KONG	7,230,971	7,230,971
CAPGEMINI SERVICES MALAYSIA SDN BHD, MALAYSIA – 01	199, JALAN TUN RAZAK KUALA LUMPUR	7,303,536	7,303,536
SHAILESH INDAPURKAR & ASSOCIATES	1626, GOPAL GAYAN SAMAJ ROAD, SADASHIV PETH, PUNE	27,000	27,000
CAPGEMINI JAPAN KK	TORANOMON HILLS MORI TOWER 22 <sup>ND</sup> FLOOR; 1-23-1 TORANOMON, MINATO-KU, TOKYO 105-6322, JAPAN	21,685,773	21,685,773
CAPGEMINI AMERICA INC (SOGETI USA).	10100 INNOVATION DR, SUITE 200 , DAYTON , OH45432 , OHIO , USA	3,091,339	3,091,339
CAPGEMINI SINGAPORE PTE LTD	6 BATTERY ROAD #14-05/06, SINGAPORE - 049909	88,900,025	88,900,025
CAPGEMINI AMERICA INC. (FS)	6400 SHAFER COURT , SUITE 100, ROSEMONT , 60018 , CHICAGO , USA	20,960,011	20,960,011
CAPGEMINI SERVICE SAS	PARC TECHNOLOGIQUE DE LYON – PARC MAIL – C.GAZERIO , 523, COURS DU 3ÈME MILLÉNAIRE 69791, SAINT PRIEST CEDEX, FRANCE	564,271,689	564,271,689
CAPGEMINI TECHNOLOGY SERVICES	PARC TECHNOLOGIQUE DE LYON – PARC MAIL – C.GAZERIO , 523, COURS DU 3ÈME MILLÉNAIRE 69791, SAINT PRIEST CEDEX, FRANCE	96,302,556	96,302,556
CAPGEMINI SE	11, RUE DE TILSITT, 75017, PARIS, FRANCE	171,191,657	171,191,657
CAPGEMINI SINGAPORE PTE LTD DUBAI BRANCH	20/F OFFICE 2007 – 2008 BLOCK B, BUSINESS CENTRAL TOWERS, DUBAI MEDIA CITY, PO BOX NO. 171341, DUBAI, UNITED ARAB EMIRATES	5,513	5,513
ALTRAN TECHNOLOGIES INDIA PRIVATE LIMITED	BLOCK 9B, SECOND FLOOR, PRITECH PARK SEZ, BELLANDUR VILLAGE VARTHUR HOBLI, BANGALORE 560103; INDIA	1,702,023	1,702,023
ARCEDO SYSTEMS	PLOT NO: 1486, AMARENDRA SUNITA HOMES, 402 PRAGATHI NAGAR ROAD HYDERABAD 500090 TELANGANA IN	20,612,816	20,612,816

CBRE SOUTH ASIA PVT. LTD.	GROUND FLOOR, PTI BUILDING, 4 PARLIAMENT STREET, NEW DELHI	74,180,917	74,180,917
DILIP BHARADIYA & ASSOCIATES	NO.10, WOOD STREET, 1 <sup>ST</sup> FLOOR, FLAT NO. 4 & 5 SUCHETA BHAWAN 1 <sup>ST</sup> FLOOR KOLKATA	24,300	24,300
PRINTSTOP INDIA PRIVATE LIMITED	PRINTSTOP INDIA PVT LTD, A-104, 1 <sup>ST</sup> FLOOR, NAMAN MIDTOWN, SENAPATI BAPAT ROAD, FITWALA ROAD MUMBAI	24,038,303	24,038,303
<b>Total</b>		<b>1,102,838,958</b>	<b>1,102,838,958</b>

**ANNEXURE D**

<b>NAME OF THE UNSECURED CREDITOR</b>	<b>ADDRESS</b>	<b>AMOUNT OF DEBT OWED</b>	<b>NUMBER OF VOTES</b>
GALAXY OFFICE AUTOMATION PVT LTD	207, M.V. HOUSE,, OPP. HAJIPURA GARDEN, SHAHIBAUG AHMEDABAD	3,806,394	3,806,394
JAYSHREE ENTERPRISES	1-73, DAMODAR BUILDING, M N ROAD, KURLAW MUMBAI	1,260,633	1,260,633
PROTECH TURNKEY PROJECTS PRIVATE LIMITED	RAMAKRISHNA REDDY LAYOUT, MAHADEVAPURA BANGALORE	32,749,377	32,749,377
PIXEL MAGIC LLP	B705, GLORY, VASANT MARVEL W.E.HIGHWAY, BORIVALI EASTMUMBAI MUMBAI	4,525,621	4,525,621
<b>Total</b>		<b>42,342,025</b>	<b>42,342,025</b>

**SHAILESH INDAPURKAR & ASSOCIATES  
COMPANY SECRETARIES**

Radha Ramkrishna Society, Flat No.5  
1<sup>st</sup> Floor, 1626, Sadashiv Peth, Gopal  
Gayan Samaj Road, Pune 411 030  
Office: (020) 29900257  
Mobile No: 98812 57930  
E-mail: indapurkarcs@gmail.com

**SCRUTINIZER'S REPORT**

[E voting pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Amendment Rules, 2014 read with circulars issued by MCA for meeting of the equity shareholders through Video Conferencing (VC) or Other Audio Visual Means (OAVM)]

To,

**Harnam Singh**

The Hon'ble Chairperson of National Company Law Tribunal (NCLT) convened meeting of the equity shareholders of

**CAPGEMINI TECHNOLOGY SERVICES INDIA LIMITED ('the Company')**

**(CIN: U85110PN1993PLC145950)**

**Registered Office Address: Plot No.14, Rajiv Gandhi Infotech Park, Hinjewadi Phase-III, MIDC-SEZ, Village Man, Taluka Mulshi Pune 411057 MH IN**

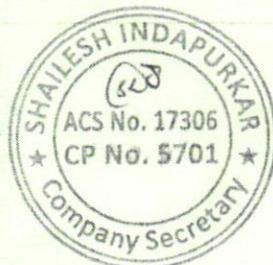
**SUB: Scrutinizer's report on the National Company Law Tribunal (NCLT) convened meeting of the equity shareholders of Capgemini Technology Services India Limited through remote e-voting and insta poll held on 29<sup>th</sup> July 2022 at 11.00 AM.**

Dear Sir/Madam,

I, Shailesh Indapurkar, Practicing Company Secretary (M.No.17306 and C.P.No.5701), appointed as Scrutinizer(s) by the National Company Law Tribunal, Mumbai Bench, (The "Tribunal" or "NCLT") vide its Order dated 10 June 2022 passed in the Company Application No. CA(CAA) No. 56 of 2022 for the purpose of scrutinizing the

- (i) E-voting process (remote e-voting) under the provisions of Section 108 of the Companies Act, 2013 (the Act) read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2014 and
- (ii) Voting through Insta poll as the meeting is being held through VC or OAVM pursuant to MCA Circulars;

in a fair and transparent manner and for ascertaining the requisite majority on voting for the resolution contained in the Notice dated 17<sup>th</sup> June 2022, of the meeting of the equity shareholders of the company, held on Friday 29th July 2022 at 11.00 AM (IST) through video conferencing / other audio-visual means ("VC/OAVM"), as per the provisions of the Act read with the rules framed thereunder.

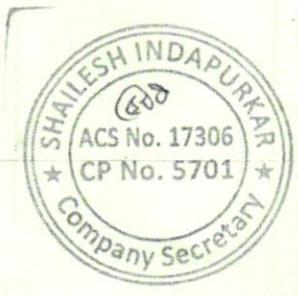


The Management of the Company was responsible to ensure the compliance with the requirements of the Act and rules relating to voting, through E-voting process (remote e-voting) and by Insta poll voting at the meeting of the equity shareholders, for the item/ resolution contained in Notice of meeting of the Company.

Our responsibility as scrutinizer for the voting, through E-voting process and by using Insta poll facility at the meeting of the equity shareholders, was restricted to make a 'Consolidated Scrutinizers Report' of the votes cast as "assent" or "dissent" / "for" or "against" for the resolutions as stated in the notice of the meeting, based on the reports generated from the Electronic voting service facility provided by KFin Technologies Limited formerly known as KFin Technologies Private Limited) ("KFin"), the authorized agency, engaged by the Company, to provide voting through electronic means i.e. by remote e-voting and on voting through Insta poll process conducted at the meeting of the equity shareholders.

In this connection, we submit hereunder the Consolidated Scrutinizer's Report on the results of voting, through remote e-voting, voting by using Insta poll at the meeting of the equity shareholders:

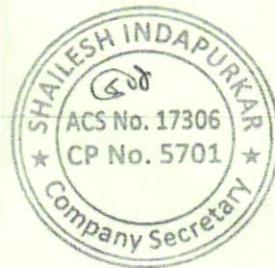
- i. The Members of the Company as on "Cut-off" date i.e. Saturday, 23<sup>rd</sup> July 2022, were entitled to vote on the proposed resolution as set out in the notice of meeting of the Company,
- ii. The remote e-voting period remained open from Tuesday, 26 July 2022 at 9:00 a.m. to Thursday 28 July 2022 at 5:00 p.m. (both days inclusive).
- iii. At the end of remote e-voting period on Thursday 28 July 2022 at 5.00 p.m. voting portal of the agency (KFin) was disabled forthwith.
- iv. Insta poll system was available during the meeting of Equity Shareholders of the company, at the given time slot and facility of voting through Insta poll was provided by KFin.
- v. On completion of the voting at the NCLT convened meeting, Kfin provided to us a list of equity shareholders who had cast their votes through e-voting and Insta Poll on the website of Kfin i.e. <https://evoting.kfintech.com>.
- vi. Thereafter, the votes casted by remote e-voting process and Insta Poll were unblocked by us on 11.31 A.M in the presence of two witnesses viz. CS Mamta Phalak and CS Tushar Deshmukh who are not in the employment of the Company
- vii. The results of the E voting and Insta poll are as under:



Item no. of the notice	Mode of voting	Total No. of valid votes cast	Votes in favour of the Resolution / Assent		Votes against the Resolution/ Dissent		Nos. of Invalid or Abstained voting	
			Nos.	% of total number of valid votes cast	Nos.	% of total number of valid votes cast	Ballot No.	Vote:
<b>Item no. 1</b>								
To consider and approve the Scheme of Amalgamation between Aricent Technologies (Holdings) Limited ("ATHL / Transferor Company") with Capgemini Technology Services India Limited ("CTSIL / Transferee Company") ("Scheme") and their respective shareholders.	Remote e-voting	59002734	59002733	100%	1	0.00%	--	--
	Insta Poll	4	4	100%	--	--	--	--
	<b>TOTAL</b>	59002738	59002737	100%	1	0.00%	--	--

### RESULT

The results of remote e-voting and voting by Insta poll conducted at meeting of Equity Shareholders of the company for the above said items, may accordingly be declared.



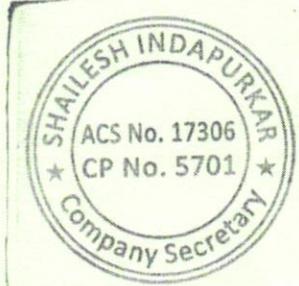
Scrutinizers register for e-voting, the electronic data and other relevant records relating to the Remote e-voting and Insta Poll are under our safe custody and will be handed over to the Chairman of the meeting of Equity Shareholders of the company for preserving safely after the said Chairman considers, approves and signs, the Minutes of the meeting.

Thanking you,

Yours sincerely,



**CS Shailesh Indapurkar**  
**Company Secretary**  
**ACS:17306 CP: 5701**  
**UDIN: A017306D000715124**



Date: 30/07/2022  
Place: Pune

**SHAILESH INDAPURKAR & ASSOCIATES  
COMPANY SECRETARIES**

Radha Ramkrishna Society, Flat No.5  
1<sup>st</sup> Floor, 1626, Sadashiv Peth, Gopal  
Gayan Samaj Road, Pune 411 030  
Office: (020) 29900257  
Mobile No: 98812 57930  
E-mail: indapurkarcs@gmail.com

**SCRUTINIZER'S REPORT**

[E-voting Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Amendment Rules, 2014 read with circular issued by MCA of meeting of unsecured creditors through Video Conferencing (VC) or Other Audio Visual Means (OAVM)]

To,

**Harnam Singh**

The Hon'ble Chairperson of National Company Law Tribunal (NCLT) convened meeting of the Unsecured Creditors of

**CAPGEMINI TECHNOLOGY SERVICES INDIA LIMITED ('the Company')**

(CIN: U85110PN1993PLC145950)

Registered Office Address: Plot No.14, Rajiv Gandhi Infotech Park, Hinjewadi Phase-III, MIDC-SEZ, Village Man, Taluka Mulshi Pune 411057 MH IN

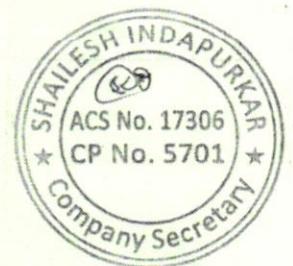
**SUB: Scrutinizer's report on the National Company Law Tribunal (NCLT) convened meeting of Unsecured Creditors of Capgemini Technology Services India Limited on remote e-voting and insta poll held on 29<sup>th</sup> July 2022 at 03.00 PM.**

Dear Sir/Madam,

I, Shailesh Indapurkar, Practicing Company Secretary (M.No.17306 and C.P.No.5701), appointed as Scrutinizer(s) by the National Company Law Tribunal, Mumbai Bench, (The "Tribunal" or "NCLT") vide its Order dated 10 June 2022 passed in the Company Application No. CA(CAA) No. 56 of 2022 for the purpose of scrutinizing the

- (i) E-voting process (remote e-voting) under the provisions of Section 108 of the Companies Act, 2013 (the Act) read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2014 and
- (ii) Voting through Insta poll as the meeting is being held through VC or OAVM pursuant to MCA Circulars;

in a fair and transparent manner and for ascertaining the requisite majority on voting for the resolution contained in the Notice dated 17<sup>th</sup> June 2022, of the Meeting of Unsecured creditors of the company, held on Friday 29<sup>th</sup> July 2022 at 03.00 PM (IST) through video conferencing / other audio-visual means ("VC/OAVM"), as per the provisions of the Act read with the rules framed thereunder.

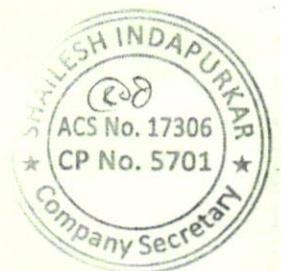


The Management of the Company was responsible to ensure the compliance with the requirements of the Act and rules relating to voting, through E-voting process (remote e-voting) and by Insta poll voting at the Meeting of Unsecured Creditors, for the item/ resolution contained in Notice of meeting of the Company.

Our responsibility as scrutinizer for the voting, through E-voting process and by using Insta poll facility at the Meeting of Unsecured Creditors, was restricted to make a 'Consolidated Scrutinizers Report' of the votes cast as "assent" or "dissent" / "for" or "against" for the resolutions as stated in the notice of the meeting, based on the reports generated from the Electronic voting service facility provided by KFin Technologies Limited (formerly known as KFin Technologies Private Limited) ("KFin"), the authorized agency, engaged by the Company, to provide voting through electronic means i.e. by remote e-voting and on voting through Instapoll process conducted at the Meeting of Unsecured Creditors.

In this connection, we submit hereunder the Consolidated Scrutinizer's Report on the results of voting, through remote e-voting, voting by using Insta poll at the meeting of Unsecured Creditors:

- i. The Unsecured Creditors of the Company as on "Cut-off" date i.e. Friday, 31<sup>st</sup> December 2021, were entitled to vote on the proposed resolutions as set out in the notice of meeting of the Company,
- ii. The remote e-voting period remained open from Tuesday, 26 July 2022 at 9:00 a.m. to Thursday 28 July 2022 at 5:00 p.m. (both days inclusive).
- iii. At the end of remote e-voting period on Thursday 28 July 2022 at 5.00 p.m. voting portal of the agency (KFin) was disabled forthwith.
- iv. Insta poll system was available during the meeting of Unsecured Creditors of the company, at the given time slot and facility of voting through Insta poll was provided by KFin.
- v. On completion of the voting at the NCLT convened meeting, KFin provided to us a list of Unsecured creditors who had cast their votes through e-voting and through Insta Poll on the website of Kfin i.e. <https://evoting.kfintech.com>.
- vi. Thereafter, the votes casted by remote e-voting process and Insta Poll were unblocked by us on 03.34 P.M in the presence of two witnesses viz. CS Mamta Phalak and CS Tushar Deshmukh who are not in the employment of the Company.

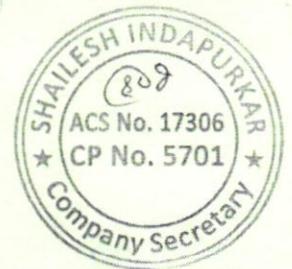


vii. The results of the E voting and Insta poll are as under:

Item no. of the notice	Mode of voting	Total No. of valid votes cast	Votes in favour of the Resolution / Assent		Votes against the Resolution/ Dissent		Nos. of Invalid or Abstained voting	
			Nos.	% of total number of valid votes cast	Nos.	% of total number of valid votes cast	Nos.	Votes
<b>Item no. 1</b>								
To consider and approve the Scheme of Amalgamation between Aricent Technologies (Holdings) Limited ("ATHL / Transferor Company") with Capgemini Technology Services India Limited ("CTSIL / Transferee Company") ("Scheme") and their respective shareholders.	Remote e-voting	983982622	983982622	100%	-	-	-	37816404
	Insta Poll	118856336	118856336	100%	-	-	-	4525621
	<b>TOTAL</b>	<b>1102838958</b>	<b>1102838958</b>	<b>100%</b>	-	-	-	<b>42342025</b>

**RESULT**

The results of remote e-voting and voting by Insta poll conducted at meeting of Unsecured Creditors of the company for the above said items, may accordingly be declared.



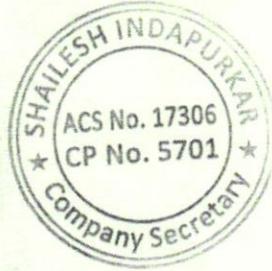
Scrutinizers register for e-voting, the electronic data and other relevant records relating to the Remote e-voting and Insta Poll are under our safe custody and will be handed over to the Chairman of the meeting of Unsecured Creditors of the company for preserving safely after the said Chairman considers, approves and signs, the Minutes of the meeting.

Thanking you,

Yours sincerely,



**CS Shailesh Indapurkar**  
**Company Secretary**  
**ACS:17306 CP: 5701**  
**UDIN: A017306D000715146**



Date: 30/07/2022  
Place: Pune