

No.28, 1st Floor, Ganapathy Colony, IIIrd Street, Teynampet, Chennai - 600 018.

**BEFORE THE NATIONAL COMPANY LAW TRIBUNAL CHENNAI BENCH,
AT CHENNAI**

IN THE MATTER OF THE COMPANIES ACT, 2013

AND

**IN THE MATTER OF SECTIONS 230 TO 232 THE COMPANIES ACT, 2013
AND OTHER APPLICABLE PROVISIONS OF THE COMPANIES ACT, 2013**

**READ WITH COMPANIES (COMPROMISES, ARRANGEMENTS AND
AMALGAMATIONS) RULES, 2016**

AND

IN THE MATTER OF EXPLEO SOLUTIONS LIMITED

AND

**IN THE MATTER OF SCHEME OF AMALGAMATION BETWEEN
EXPLEO INDIA INFOSYSTEMS PRIVATE LIMITED AND
EXPLEO TECHNOLOGIES INDIA PRIVATE LIMITED AND
EXPLEO ENGINEERING INDIA PRIVATE LIMITED AND
SILVER SOFTWARE DEVELOPMENT CENTRE PRIVATE LIMITED WITH
EXPLEO SOLUTIONS LIMITED AND THEIR RESPECTIVE SHAREHOLDERS**

CA (CAA) NO. 115/CHE/ 2021

EXPLEO SOLUTIONS LIMITED

CIN: L64202TN1998PLC066604

Registered Office:

6A Sixth Floor, Prince Infocity II,

No.283/3 & 283/4, Rajiv Gandhi Salai (OMR),

Kandanchavadi,

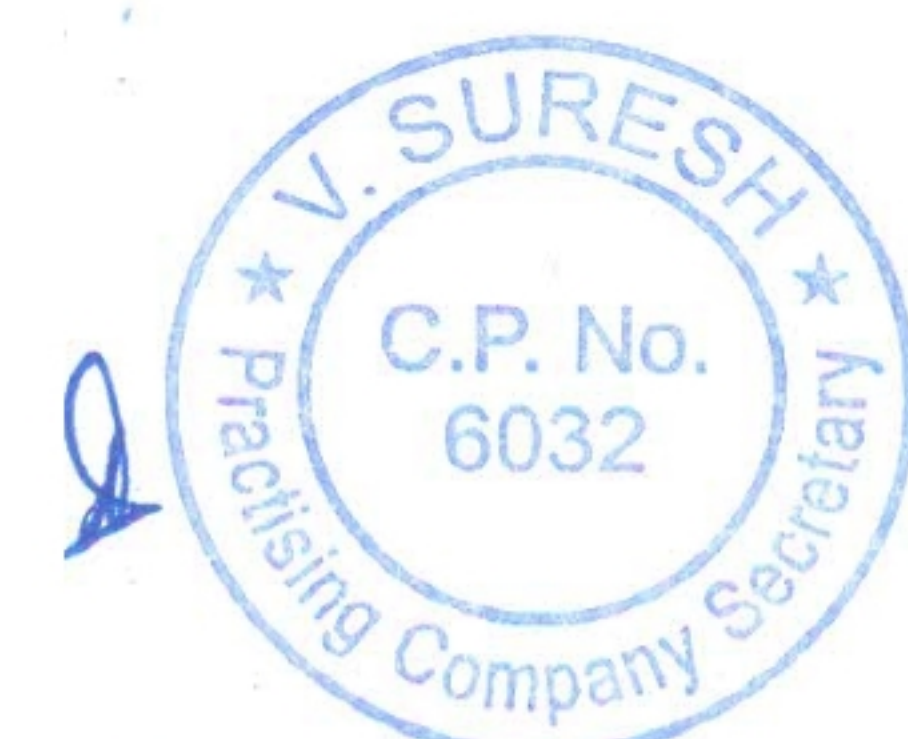
Chennai – 600 096.

... APPLICANT COMPANY / TRANSFEREE COMPANY

ANNEXURE-B

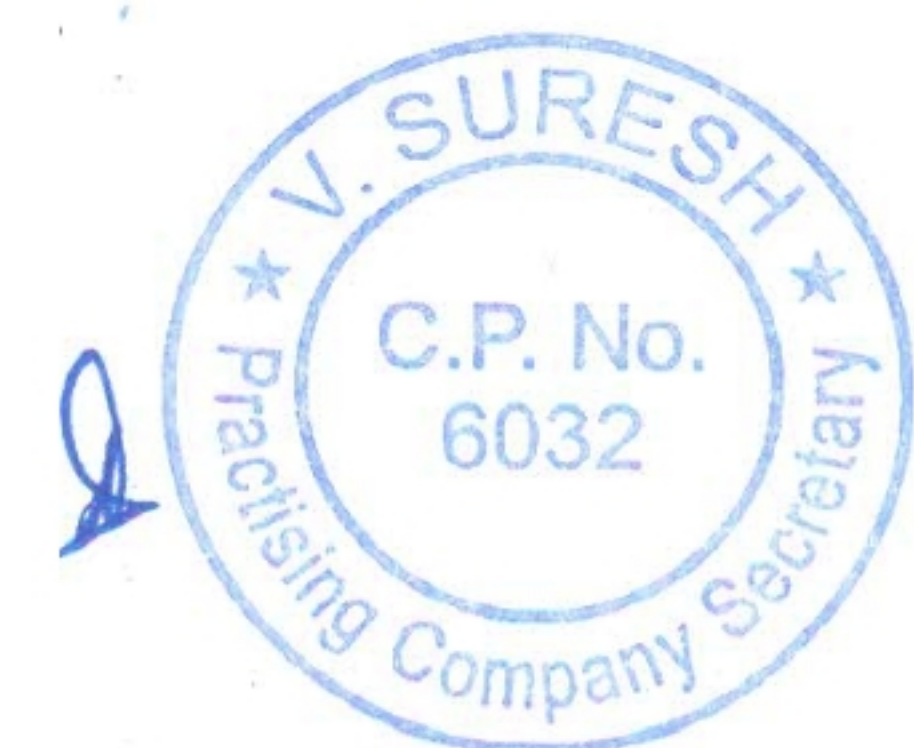
SCRUTINISER'S REPORT

**TO THE CHAIRMAN APPOINTED FOR THE MEETING OF THE
UNSECURED CREDITORS OF EXPLEO SOLUTIONS LIMITED HELD ON 2ND
AUGUST 2022 AT 12.30 P.M THROUGH VC/OAVM PURSUANT TO THE
ORDER OF THE NATIONAL COMPANY LAW TRIBUNAL BENCH AT
CHENNAI**

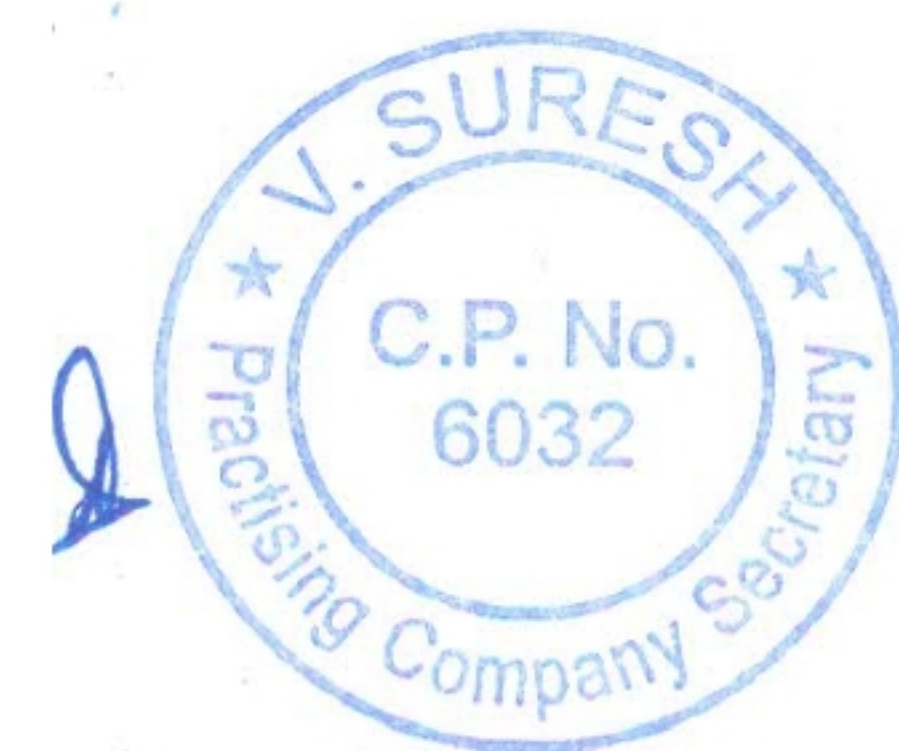


I, V Suresh, Practising Company Secretary (COP No. 6032), Chennai the undersigned, being the Scrutinizer appointed by the National Company Law Tribunal, Chennai Bench, convened the meeting of Unsecured Creditors of the Applicant Company/Transferee Company, as directed by the Hon'ble Bench pursuant to the Order dated 08.06.2022 and held through VC/OAVM on 2nd August, 2022 at 12:30 PM, for the purpose of considering, and if thought fit, approving with or without modification(s), the proposed Scheme of Amalgamation of Expleo India Infosystems Private Limited and Expleo Technologies India Private Limited and Expleo Engineering India Private Limited and Silver Software Development Centre Private Limited with Expleo Solutions Limited ('Scheme'). The unsecured creditors were given option for remote e-voting and e-voting at the meeting as detailed in the notice of meeting and the unsecured creditors who attended the meeting through VC/OAVM were counted for the purpose of reckoning the quorum. The minimum quorum fixed for the said meeting was 10 Unsecured Creditor, present either in person or through authorized representatives. Since the required quorum was present, the said meeting was called "to order". Voting in respect of the following Resolution having been taken at the said Meeting on the said date, hereby report to you, as the Scrutinizer of the said Meeting:

The result of the e-voting is as follows:



Sl. No	Particulars	Result
1.	Total number of unsecured creditors who attended the meeting through VC/OAVM	15
2.	Total number of unsecured creditors casted their votes through remote e-voting	24
3.	Total number of unsecured creditors casted their votes through e-voting at the meeting	1
4.	Total number of unsecured creditors casted their votes	25
5.	Value of unsecured creditors present and casted their votes	Rs. 5,56,99,284.99/-
6.	Percentage	100.00
Voting in FAVOR		
7.	Total number of votes in FAVOUR of the Scheme and Resolution	25
8.	Total Value	Rs. 5,56,99,284.99
9.	Percentage	100.00
Voting AGAINST		
10.	Total number of votes in AGAINST of the Scheme and Resolution	-
11.	Total Value	-
12.	Percentage	-
Votes INVALID		
13.	Total number of INVALID votes	-
14.	Total Value	-
15.	Percentage	-



Based on the forgoing, the Resolution in favour of the proposed Scheme of Amalgamation of Expleo India Infosystems Private Limited and Expleo Technologies India Private Limited and Expleo Engineering India Private Limited and Silver Software Development Centre Private Limited with Expleo Solutions Limited may be considered as carried by 25 [Twenty Five] unsecured creditors of Expleo Solutions Limited (Applicant Company/Transferee Company) valuing Rs. 5,56,99,284.99/- which constitutes 67.20% of the total unsecured debt of the Applicant Company/Transferee Company and 100% of the unsecured creditors present and voting either in remote e-voting or e-voting at the meeting.

Place: Chennai

Date: 03.08.2022



V SURESH
M. No: F2969
CP. No: 6032

**SCRUTINISER FOR THE MEETING
OF THE EQUITY SHAREHOLDERS
UDIN: F002969D000732280**