

SEC/78/2021-22

September 30, 2021

Listing Department BSE Limited 25 th Floor, Phiroze Jeejeebhoy Towers Dalal Street, Fort Mumbai-400 001 Tel No. 022- 22723121 Fax No. 022- 22721919 STOCK CODE: 523704	Listing Department The National Stock Exchange of India Limited Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E), Mumbai – 400 051 Tel No.: 022- 26598100 Fax No. 022-26598120 STOCK CODE: MASTEK
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Dear Sir(s)/Ma'am(s),

Subject: Disclosure under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") – 39th Annual General Meeting ('AGM')

Pursuant to applicable provisions of the Companies Act, 2013 read with the Rules made thereunder and Regulation 44 of the SEBI Listing Regulations, the Company had provided to the Members, the facilities of "Remote E-Voting" and "E- voting at 39th AGM ('E-voting at the AGM')", to cast their vote(s) on the resolutions set out in the Notice of the AGM of the Members of the Company held on September 28, 2021, through Video conferencing / Other Audio Visual Means.

The Company had appointed Mr. Prashant Mehta, Proprietor of P. Mehta & Associates., Practising Company Secretaries, as the Scrutiniser to scrutinise the entire voting process. As per the Scrutiniser's report, all the resolutions set out in the Notice of AGM have been duly transacted and approved by the Members with requisite majority.

In this connection, we hereby enclose the consolidated voting results (i.e. result of Remote E-Voting and E-voting at the AGM) on the business transacted at the AGM, in the format prescribed under Regulation 44(3) of the SEBI Listing Regulations, together with Scrutiniser's Report thereon.

Appended below is the summary of attendance at the Meeting:

Total number of Shareholders on Cut Off Date for E-voting i.e. September 17, 2021	86,690
No. of Shareholders present in the meeting either in person or through proxy	
Promoters and Promoter Group	Not Applicable
Public	
Total	
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group	02
Public	50
Total	52

The meeting commenced at 5.00 p.m. and concluded at 6.20 p.m. and thereafter 15 minutes was given to shareholders who were present for e voting upto 6.35 p.m.

The above results will also be available on the website of the Company (www.mastek.com) and on the website of National Securities Depository Limited (www.evoting.nsdl.com)

Request you to take the above on your record.

Yours faithfully,

For Mastek Limited




Dinesh Kalani
Company Secretary

Encl: AA

VOTING RESULTS OF THE 39TH AGM PURSUANT TO REGULATION 44 OF THE SEBI LISTING REGULATIONS.

Agenda-wise disclosure:

1. To receive, consider and adopt:
 - a. the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2021, together with the Reports of the Board of Directors and Auditors thereon; and
 - b. the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2021, together with the Report of the Auditors thereon.

Resolution required: (Ordinary/ Special)			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)= [(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6) = [(4)/(2)]*100	% of Votes against on votes polled (7) = [(5)/(2)]*100
Promoter & Promoter Group	Remote E-Voting	11,191,960	11,191,960	100.0000	11,191,960	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Total		11,191,960	11,191,960	100.0000	11,191,960	0	100.0000
Public - Institutional Holders	Remote E-Voting	3,596,606	3,275,306	91.0666	3,275,306	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Total		3,596,606	3,275,306	91.0666	3,275,306	0	100.0000
Public – Non Institutions	Remote E-Voting	10,621,739	498,803	4.6961	498,705	98	99.9804	0.0196
	E-Voting at AGM		35,877	0.3378	35,877	0	100.0000	0.0000
	Total		10,621,739	534,680	5.0338	534,582	98	99.9817
Total		25,410,305	15,001,946	59.0388	15,001,848	98	99.9993	0.0007

2. To confirm an Interim Dividend paid of Rs. 5.50 per Equity Share and also to declare a Final Dividend of Rs. 9.00 per Equity Share (Face Value of Rs. 5.00 each) for the Financial Year 2020–21.

Resolution required: (Ordinary/ Special)			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)= [(2)/(1)]*100	No. of Votes - in favour(4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6) = [(4)/(2)]*100	% of Votes against on votes polled (7) = [(5)/(2)]*100
Promoter & Promoter Group	Remote E-Voting	11,191,960	11,191,960	100.0000	11,191,960	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Total		11,191,960	11,191,960	100.0000	11,191,960	0	100.0000
Public - Institutional Holders	Remote E-Voting	3,596,606	3,289,634	91.4650	3,289,634	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Total		3,596,606	3,289,634	91.4650	3,289,634	0	100.0000
Public – Non Institutions	Remote E-Voting	10,621,739	485,258	4.5685	485,130	128	99.9736	0.0264
	E-Voting at AGM		49,332	0.4644	49,332	0	100.0000	0.0000
	Total		10,621,739	534,590	5.0330	534,462	128	99.9761
Total		25,410,305	15,016,184	59.0949	15,016,056	128	99.9991	0.0009

3. To appoint a Director in place of Mr. Ashank Desai (DIN 00017767), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.

Resolution required: (Ordinary/ Special)			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/ resolution?			No					
Category	Mode of voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)= [(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6) = [(4)/(2)]*100	% of Votes against on votes polled (7) = [(5)/(2)]*100
Promoter & Promoter Group	Remote E-Voting	11,191,960	11,191,960	100.0000	11,191,960	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Total		11,191,960	11,191,960	100.0000	11,191,960	0	100.0000
Public - Institutional Holders	Remote E-Voting	3,596,606	3,289,634	91.4650	3,139,438	150,196	95.4343	4.5657
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Total		3,596,606	3,289,634	91.4650	3,139,438	150,196	95.4343
Public – Non Institutions	Remote E-Voting	10,621,739	485,044	4.5665	484,765	279	99.9425	0.0575
	E-Voting at AGM		49,332	0.4644	49,332	0	100.0000	0.0000
	Total		10,621,739	534,376	5.0310	534,097	279	99.9478
Total		25,410,305	15,015,970	59.0940	14,865,495	150,475	98.9979	1.0021

4. To consider Appointment of Mr. Ketan Mehta (DIN: 00129188) as a Director of the Company who shall be liable to retire by rotation.

Resolution required: (Ordinary/ Special)			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)= [(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6) = [(4)/(2)]*100	% of Votes against on votes polled (7) = [(5)/(2)]*100
Promoter & Promoter Group	Remote E-Voting	11,191,960	11,191,960	100.0000	11,191,960	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Total		11,191,960	11,191,960	100.0000	11,191,960	0	100.0000
Public - Institutional Holders	Remote E-Voting	3,596,606	3,289,634	91.4650	3,062,542	227,092	93.0967	6.9033
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Total		3,596,606	3,289,634	91.4650	3,062,542	227,092	93.0967
Public – Non Institutions	Remote E-Voting	10,621,739	485,051	4.5666	484,734	317	99.9346	0.0654
	E-Voting at AGM		49,332	0.4644	49,332	0	100.0000	0.0000
	Total		10,621,739	534,383	5.0310	534,066	317	99.9407
Total		25,410,305	15,015,977	59.0940	14,788,568	227,409	98.4856	1.5144



5. To consider Appointment of Mr. Ashank Desai (DIN: 00017767) as Managing Director designated as Vice - Chairman & Managing Director of the Company.

Resolution required: (Ordinary/ Special)			Special Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)= [(2)/(1)]*100	No. of Votes - in favour(4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6) = [(4)/(2)]*100	% of Votes against on votes polled (7) = [(5)/(2)]*100
Promoter & Promoter Group	Remote E-Voting	11,191,960	11,191,960	100.0000	11,191,960	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Total		11,191,960	11,191,960	100.0000	11,191,960	0	100.0000
Public - Institutional Holders	Remote E-Voting	3,596,606	3,289,634	91.4650	3,186,168	103,466	96.8548	3.1452
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Total		3,596,606	3,289,634	91.4650	3,186,168	103,466	96.8548
Public – Non Institutions	Remote E-Voting	10,621,739	484,991	4.5660	484,758	233	99.9520	0.0480
	E-Voting at AGM		49,332	0.4644	49,332	0	100.0000	0.0000
	Total		10,621,739	534,233	5.0305	534,090	233	99.9564
Total		25,410,305	15,015,917	59.0938	14,912,218	103,699	99.3094	0.6906

6. To consider payment of Remuneration to Mr. Ashank Desai (DIN: 00017767) as Managing Director designated as Vice - Chairman & Managing Director of the Company.

Resolution required: (Ordinary/ Special)			Special Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)= [(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6) = [(4)/(2)]*100	% of Votes against on votes polled (7) = [(5)/(2)]*100
Promoter & Promoter Group	Remote E-Voting	11,191,960	11,191,960	100.0000	11,191,960	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Total		11,191,960	11,191,960	100.0000	11,191,960	0	100.0000
Public - Institutional Holders	Remote E-Voting	3,596,606	3,289,634	91.4650	2,762,078	527,556	83.9631	16.0369
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Total		3,596,606	3,289,634	91.4650	2,762,078	527,556	83.9631
Public – Non Institutions	Remote E-Voting	10,621,739	484,986	4.5660	482,723	2,263	99.5334	0.4666
	E-Voting at AGM		49,332	0.4644	49,332	0	100.0000	0.0000
	Total		10,621,739	534,318	5.0304	532,055	2,263	99.5765
Total		25,410,305	15,015,912	59.0938	14,486,093	529,819	96.4716	3.5284



7. To consider payment of Remuneration to Mr. S. Sandilya (DIN: 00037542), Chairman (Non-Executive) & Independent Director of the Company in excess of the limits prescribed under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Resolution required: (Ordinary/ Special)			Special Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)= [(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6) = [(4)/(2)]*100	% of Votes against on votes polled (7) = [(5)/(2)]*100
Promoter & Promoter Group	Remote E-Voting	11,191,960	11,191,960	100.0000	11,191,960	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Total		11,191,960	11,191,960	100.0000	11,191,960	0	100.0000
Public - Institutional Holders	Remote E-Voting	3,596,606	3,289,634	91.4650	3,135,615	154,019	95.3181	4.6819
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Total		3,596,606	3,289,634	91.4650	3,135,615	154,019	95.3181
Public – Non Institutions	Remote E-Voting	10,621,739	484,837	4.5646	481,470	3,367	99.3055	0.6945
	E-Voting at AGM		49,332	0.4644	49,332	0	100.0000	0.0000
	Total		10,621,739	534,169	5.0290	530,802	3,367	99.3697
Total		25,410,305	15,015,763	59.0932	14,858,377	157,386	98.9519	1.0481

Accordingly, all resolutions as stated herein above have been passed with requisite majority.

For Mastek Limited


Dinesh Kalani
Company Secretary

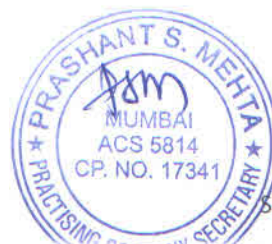


6. To consider payment of Remuneration to Mr. Ashank Desai (DIN: 00017767) as Managing Director designated as Vice - Chairman & Managing Director of the Company.

Resolution required: (Ordinary/ Special)			Special Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) = $[(2)/(1)]*100$	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6) = $[(4)/(2)]*100$	% of Votes against on votes polled (7) = $[(5)/(2)]*100$
Promoter & Promoter Group	Remote E-Voting	11,191,960	11,191,960	100.0000	11,191,960	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Total		11,191,960	100.0000	11,191,960	0	100.0000	0.0000
Public - Institutional Holders	Remote E-Voting	3,596,606	3,289,634	91.4650	2,762,078	527,556	83.9631	16.0369
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Total		3,289,634	91.4650	2,762,078	527,556	83.9631	16.0369
Public - Non Institutions	Remote E-Voting	10,621,739	484,986	4.5660	482,723	2,263	99.5334	0.4666
	E-Voting at AGM		49,332	0.4644	49,332	0	100.0000	0.0000
	Total		534,318	5.0304	532,055	2,263	99.5765	0.4235
Total		25,410,305	15,015,912	59.0938	14,486,093	529,819	96.4716	3.5284

7. To consider payment of Remuneration to Mr. S. Sandilya (DIN: 00037542), Chairman (Non-Executive) & Independent Director of the Company in excess of the limits prescribed under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Resolution required: (Ordinary/ Special)			Special Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) = $[(2)/(1)]*100$	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6) = $[(4)/(2)]*100$	% of Votes against on votes polled (7) = $[(5)/(2)]*100$
Promoter & Promoter Group	Remote E-Voting	11,191,960	11,191,960	100.0000	11,191,960	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Total		11,191,960	100.0000	11,191,960	0	100.0000	0.0000
Public - Institutional Holders	Remote E-Voting	3,596,606	3,289,634	91.4650	3,135,615	154,019	95.3181	4.6819
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Total		3,289,634	91.4650	3,135,615	154,019	95.3181	4.6819
Public - Non Institutions	Remote E-Voting	10,621,739	484,837	4.5646	481,470	3,367	99.3055	0.6945
	E-Voting at AGM		49,332	0.4644	49,332	0	100.0000	0.0000
	Total		534,169	5.0290	530,802	3,367	99.3697	0.6303
Total		25,410,305	15,015,763	59.0932	14,858,377	157,386	98.9519	1.0481



Scrutinizer's Report, 2021

A softcopy containing a list of equity shareholders who voted "FOR"/ "AGAINST" for each resolution relating to Remote E-Voting and e-voting at the AGM and other relevant records were handed over to Mr. Dinesh Kalani - Company Secretary of Mastek Limited for safe keeping.

Based on the above results of both Remote E-voting and E-voting at the AGM, I report that all the above 7 (seven) resolutions have been passed by the Shareholders with the requisite majority.

Thanking You,
Yours Faithfully,

For P Mehta & Associates.



Prashant Mehta

Prashant Mehta
ACS 5814 CP 17341

PRASHANT S. MEHTA
COMPANY SECRETARY
M. NO. 5814 CP. NO. 17341

Date: September 30, 2021
Place: Mumbai

UDIN: A005814C001053575
PR NO. : 763/2020

The Scrutiniser unblocked the votes from the e-voting system of NSDL in our presence:

J Mehta

Witness

JAYATI MEHTA

Alka P Mehta

Witness

ALKA MEHTA