

Cityon Systems (India) Ltd.



Regd. Office :

215, Delhi Chambers, Delhi Gate, Delhi - 110002

CIN : L72900DL2004PLC126096

Phone No. : +91-11-41563395, 43667149

E-mail : info@cityonsystems.in Website : www.cityonsystems.in

Date: 19.09.2024

To,
The Deputy General Manager,
Department of Corporate Services,
Bombay Stock Exchange Limited,
Mumbai 25th Floor,
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai – 400001

Sub.: Voting Results of 20th Annual General Meeting ('AGM') along with Scrutinizer's Report

Scrip Code: 780013

Dear Sir/Madam,

Please find attached herewith Voting Results along with the Scrutinizer's Report of the 20th Annual General Meeting of the Company, held on Thursday, September 19, 2024, commenced at 03:00 p.m. and concluded at 04:00 p.m. at 215 Delhi Chambers, Delhi Gate-110002, as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

This is for your information and records. Kindly update the same.

Thanking You.

For Cityon Systems (India) Limited

(Radhika Jhunjunwala)

Company Secretary

M. No.: A38550

Encl.: As stated

General information about company	
Scrip code	780013
NSE Symbol	NOT LISTED
MSEI Symbol	NOT LISTED
ISIN	INE324P01014
Name of the company	CITYON SYSTEMS (INDIA) LIMITED
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	19-09-2024
Start time of the meeting	03:00 PM
End time of the meeting	04:00 PM

Scrutinizer Details	
Name of the Scrutinizer	VAIBHAV AGNIHOTRI
Firms Name	V AGNIHOTRI AND ASSOCIATES
Qualification	CS
Membership Number	21596
Date of Board Meeting in which appointed	20-08-2024
Date of Issuance of Report to the company	19-09-2024

Voting results	
Record date	12-09-2024
Total number of shareholders on record date	164
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	3
b) Public	5
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	0
b) Public	0
No. of resolution passed in the meeting	5
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				ADOPTION OF FINANCIAL STATEMENTS FOR THE PERIOD ENDED ON 31.03.2024				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	6281360	0	0	0	0	0	0
	Poll		403600	6.4254	403600	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		6281360	403600	6.4254	403600	0	100
Public- Institutions	E-Voting	510000	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		510000	0	0	0	0	0
Public- Non Institutions	E-Voting	10335000	0	0	0	0	0	0
	Poll		3468535	33.5611	3468535	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		10335000	3468535	33.5611	3468535	0	100
Total		17126360	3872135	22.6092	3872135	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To appoint a director in place of Mr. Mukesh Kumar (DIN: 06573251), who retires by rotation and being eligible, offers himself for re-appointment.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	6281360	0	0	0	0	0	0
	Poll		403600	6.4254	403600	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		6281360	403600	6.4254	403600	0	100
Public- Institutions	E-Voting	510000	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		510000	0	0	0	0	0
Public- Non Institutions	E-Voting	10335000	0	0	0	0	0	0
	Poll		3468535	33.5611	3468535	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		10335000	3468535	33.5611	3468535	0	100
Total		17126360	3872135	22.6092	3872135	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Re-appointment of Mr. Mukesh Kumar as Managing Director of the Company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	6281360	0	0	0	0	0	0
	Poll		403600	6.4254	403600	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		6281360	403600	6.4254	403600	0	100
Public- Institutions	E-Voting	510000	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		510000	0	0	0	0	0
Public- Non Institutions	E-Voting	10335000	0	0	0	0	0	0
	Poll		3468535	33.5611	3468535	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		10335000	3468535	33.5611	3468535	0	100
Total		17126360	3872135	22.6092	3872135	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To Appoint Mr. Gyan Singh (DIN: 07385171), as Non-Executive Independent Director of the Company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	6281360	0	0	0	0	0	0
	Poll		403600	6.4254	403600	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	6281360	403600	6.4254	403600	0	100	0
Public- Institutions	E-Voting	510000	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	510000	0	0	0	0	0	0
Public- Non Institutions	E-Voting	10335000	0	0	0	0	0	0
	Poll		3468535	33.5611	3468535	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	10335000	3468535	33.5611	3468535	0	100	0
Total		17126360	3872135	22.6092	3872135	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(5)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To Appoint Mr. Yugank Gadi (DIN: 10734950), as Non-Executive Independent Director of the Company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	6281360	0	0	0	0	0	0
	Poll		403600	6.4254	403600	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	6281360	403600	6.4254	403600	0	100	0
Public- Institutions	E-Voting	510000	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	510000	0	0	0	0	0	0
Public- Non Institutions	E-Voting	10335000	0	0	0	0	0	0
	Poll		3468535	33.5611	3468535	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	10335000	3468535	33.5611	3468535	0	100	0
Total		17126360	3872135	22.6092	3872135	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

FORM NO. MGT-13

SCRUTINIZER'S REPORT

[Pursuant to Section 108 & 109 of the Companies Act, 2013 and Rules 20(4)(xii) & 21(2) of the Companies (Management and Administration) Rules, 2014]

To,

The Chairman

20th Annual General Meeting of the shareholders of
CITYON SYSTEMS (INDIA) LIMITED

Regd. Office: 215, Delhi Chambers, Delhi Gate,
Delhi -110002

SUBJECT: SCRUTINIZER'S REPORT ON VOTING THROUGH POLL CONDUCTED DURING THE 20TH ANNUAL GENERAL MEETING ('AGM') OF CITYON SYSTEMS (INDIA) LIMITED HELD ON THURSDAY, 19TH SEPTEMBER, 2024 AT 03:00 P.M (IST) AT 215, DELHI CHAMBERS, DELHI GATE, DELHI - 110002

Dear Sir,

I, **CS Vaibhav Agnihotri (Company Secretary in Practice and Proprietor of M/s V. Agnihotri & Associates)** was appointed as the Scrutinizer by the Board of Directors of **CITYON SYSTEMS (INDIA) LIMITED** (the Company) on 20.08.2024 for the purpose of scrutinizing Voting through Poll at the Annual General Meeting.

In compliance with the MCA Circulars and SEBI Circular dated 7 October, 2023, the Notice along with the Integrated Annual Report 2023-24 was sent through electronic mode to those equity shareholders whose email address is registered with the Company/ Registrar & Transfer Agent of the Company, National Securities Depository Limited ("NSDL") / Central Depository Services (India) Limited ("CDSL") / Depository Participants.

Pursuant to Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014 (Amendment Rules, 2015) in respect of the below mentioned Resolutions proposed at the 20th Annual General Meeting of the Equity Shareholders of the Company held on Thursday September 19th, 2024 at 03:00 P.M. submit my report as under.

➤ **Notice Convening the Meeting:**

The Company has informed that, on the basis of the Register of Members and the List of Beneficiary Owners made available by the depositories, the Company completed dispatch of the Notice of the AGM as under:

➤ **By Electronic Means:**

On 22nd August, 2024 by e-mail to 84 Shareholders who had registered their email-ids with Depositories/the Company, 23 bounce back Emails has been received by the Company.

1. Cut-off Date

The Voting rights were reckoned as on Thursday, **September 12th, 2024** being the cut-off date for the purpose of deciding the entitlements of Shareholders at Voting through poll at the Meeting.

2. Voting at the AGM:

Members present in person / through authorised representatives-	08
Members present but did not participate in Poll	0
Members who cast vote through Poll	08

3. Counting Process:

- i. After the conclusion of the Annual General Meeting, the votes cast were unblocked at around 4.00 P.M. in presence of two witnesses who were not in the employment of the Company.

Name: Mr. Aviral Tiwari

Name: Ms. Riya Pandey

- ii. The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to voting during the AGM on the resolutions contained in the Notice of Annual General Meeting. Some details in the report have been mentioned as per the communication received from the Company.
- iii. My responsibility as scrutinizer for the voting conducted during AGM is restricted to submit Scrutinizer's report for the votes cast in favour or against the resolution.
- iv. The result of voting through poll at the Annual General Meeting is as under:

VOTING RESULTS

[Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

Date of the AGM	19th September, 2024
Total number of shareholders on cut-off date	164
No. of Shareholders present in the meeting:	8
Promoters and Promoter Group:	3
Public:	5

Resolution No. 1

To receive, consider and adopt the audited financial statements for the financial year ended on 31st March, 2024 and the Reports of Board of Directors and Auditor's thereon.

Resolution required:			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 and Promoter Group	E-Voting (Not applicable)	6281360	NA	NA	NA	NA	NA	NA
	Poll		403600	6.4254	403600	00	100	00
	Postal Ballot (not applicable)		NA	NA	NA	NA	NA	NA
	Total	6281360	403600	6.4254	403600	00	100	00

Public- Institutions	E-Voting (Not applicable)	510000	NA	NA	NA	NA	NA	NA
	Poll		00	00	00	00	00	00
	Postal Ballot (not applicable)		NA	NA	NA	NA	NA	NA
	Total		510000	00	00	00	00	00
Public- Non Institutions	E-Voting (Not applicable)	10335000	NA	NA	NA	NA	NA	NA
	Poll		3468535	33.5611	3468535	00	100	00
	Postal Ballot (not applicable)		NA	NA	NA	NA	NA	NA
	Total		10335000	3468535	33.5611	3468535	00	100
Total		17126360	3872135	22.6092	3872135	00	100	00

Resolution No. 2

To appoint a director in place of Mr. Mukesh Kumar (DIN: 06573251), who retires by rotation and being eligible, offers himself for re-appointment.

Resolution required:			ORDINARY RESOLUTION					
Whether promoter/ promoter group are interested in the agenda/resolution?			YES					
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 and Promoter Group	E-Voting (Not applicable)	6281360	NA	NA	NA	NA	NA	NA
	Poll		403600	6.4254	403600	00	100	00

	Postal Ballot (not applicable)		NA	NA	NA	NA	NA	NA
	Total	6281360	403600	6.4254	403600	00	100	00
Public- Institutions	E-Voting (Not applicable)	510000	NA	NA	NA	NA	NA	NA
	Poll		00	00	00	00	00	00
	Postal Ballot (not applicable)		NA	NA	NA	NA	NA	NA
	Total		510000	00	00	00	00	00
Public- Non Institutions	E-Voting (Not applicable)	10335000	NA	NA	NA	NA	NA	NA
	Poll							
	Postal Ballot (not applicable)		NA	NA	NA	NA	NA	NA
	Total		10335000	3468535	33.5611	3468535	00	100
Total		17126360	3872135	22.6092	3872135	00	100	00

Resolution No. 3

To re-appoint, Mr. Mukesh Kumar (DIN: 06573251), as Managing Director of the Company for a further period of 5 (five) years effective from 31st day of July, 2024 to 30th day of July, 2029.

Resolution required:			SPECIAL RESOLUTION					
Whether promoter/ promoter group are interested in the agenda/resolution?			YES					
Category	Mode of Voting	No. of shares held	No. of votes polled	%of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	%. of Votes in favour on votes polled	%. of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)] * 100	(4)	(5)		

							(6)=[(4)/(2)] *100	(7)=[(5)/(2)] *100
Promoter and Promoter Group	E-Voting (Not applicable)	6281360	NA	NA	NA	NA	NA	NA
	Poll		403600	6.4254	403600	00	100	00
	Postal Ballot (not applicable)							
	Total	6281360	403600	6.4254	403600	00	100	00
Public-Institutions	E-Voting (Not applicable)	510000	NA	NA	NA	NA	NA	NA
	Poll		00	00	00	00	00	00
	Postal Ballot (not applicable)		NA	NA	NA	NA	NA	NA
	Total	510000	00	00	00	00	00	00
Public- Non Institutions	E-Voting (Not applicable)	10335000	NA	NA	NA	NA	NA	NA
	Poll		3468535	33.5611	3468535	00	100	00
	Postal Ballot (not applicable)		NA	NA	NA	NA	NA	NA
	Total	10335000	3468535	33.5611	3468535	00	100	00
Total		17126360	3872135	22.6092	3872135	00	100	00

Resolution No. 4

To Appoint Mr. Gyan Singh (DIN: 07385171), as Non-Executive Independent Director of the Company for a term up to five consecutive years commencing from the Annual General Meeting of the Company to the date of the Annual General Meeting to be held in the year 2029.

Resolution required:	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 and Promoter Group	E-Voting (Not applicable)	6281360	NA	NA	NA	NA	NA	NA
	Poll		403600	6.4254	403600	00	100	00
	Postal Ballot (not applicable)							
	Total		6281360	403600	6.4254	403600	00	100
Public-Institutions	E-Voting (Not applicable)	510000	NA	NA	NA	NA	NA	NA
			00	00	00	00	00	00
	Postal Ballot (not applicable)		NA	NA	NA	NA	NA	NA
	Total		510000	00	00	00	00	00
Public- Non Institutions	E-Voting (Not applicable)	10335000	NA	NA	NA	NA	NA	NA
	Poll		3468535	33.5611	3468535	00	100	00
	Postal Ballot (not applicable)		NA	NA	NA	NA	NA	NA
	Total		10335000	3468535	33.5611	3468535	00	100
Total		17126360	3872135	22.6092	3872135	00	100	00

Resolution No. 5

To Appoint Mr. Yugank Gadi (DIN: 10734950), as Non-Executive Independent Director of the Company for a term up to five consecutive years commencing from the Annual General

Meeting of the Company to the date of the Annual General Meeting to be held in the year 2029.

Resolution required:			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 and Promoter Group	E-Voting (Not applicable)	6281360	NA	NA	NA	NA	NA	NA
	Poll		403600	6.4254	403600	00	100	00
	Postal Ballot (not applicable)							
	Total		6281360	403600	6.4254	403600	00	100
Public-Institutions	E-Voting (Not applicable)	510000	NA	NA	NA	NA	NA	NA
			00	00	00	00	00	00
	Postal Ballot (not applicable)		NA	NA	NA	NA	NA	NA
	Total		510000	00	00	00	00	00
Public- Non Institutions	E-Voting (Not applicable)	10335000	NA	NA	NA	NA	NA	NA
	Poll		3468535	33.5611	3468535	00	100	00
	Postal Ballot (not applicable)		NA	NA	NA	NA	NA	NA
	Total		10335000	3468535	33.5611	3468535	00	100
Total		17126360	3872135	22.6092	3872135	00	100	00

VOTED IN FAVOUR OF THE RESOLUTION:

No. of Members Voted	No. Of Votes Cast by them	% of total number of valid votes cast
8	3872135	100

VOTED AGAINST THE RESOLUTION

No. of Members voted	No. of Votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

INVALID VOTES

No. of Members voted	No. of Votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

RESULT SUMMARY

SR. NO.	RESOLUTION	TYPE OF RESOLUTION	FAVOUR	AGAINST
1.	To receive, consider and adopt the audited financial statements for the financial year ended on 31st March,	Ordinary Resolution	100	0

	2024 and the Reports of Board of Directors and Auditor's thereon.			
2.	To appoint a director in place of Mr. Mukesh Kumar (DIN: 06573251), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary Resolution	100	0
3.	To Re-appoint, Mr. Mukesh Kumar (DIN: 06573251), as Managing Director of the Company for a further period of 5 (five) years effective from 31st day of July, 2024 to 30th day of July, 2029.	Special Resolution	100	0
4.	To Appoint Mr. Gyan Singh (DIN: 07385171), as Non-Executive Independent Director of the Company for a term up to five consecutive years commencing from the Annual General Meeting of the Company to the date of the Annual General Meeting to be held in the year 2029.	Ordinary Resolution	100	0
5.	To Appoint Mr. Yugank Gadi (DIN: 10734950), as Non-Executive Independent Director of the Company for a term up to five consecutive	Ordinary Resolution	100	0

	<p>years commencing from the Annual General Meeting of the Company to the date of the Annual General Meeting to be held in the year 2029.</p>			
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The relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the minutes of AGM. Thereafter, the same shall be handed over to the Company Secretary/Director authorized by the Board for safe keeping.

Thanking You,

Yours Faithfully,

**FOR M/S V. Agnihotri & Associates
Company Secretaries**

**Counter Signed By
RADHIKA JHUNJHUNWALA**

Vaibhav Agnihotri
Digitally signed by
Vaibhav Agnihotri
Date: 2024.09.19
16:45:32 +05'30'

Vaibhav Agnihotri
FCS: 10363/ C.P. No.: 21596
Peer Review No. 2065/2022
UDIN: F010363F001256509
Place: Delhi
Date: September 19th, 2024

(COMPANY SECRETARY)