



NEWGEN™

Newgen Software Technologies Limited

CIN: L72200DL1992PLC049074

A-6, Satsang Vihar Marg, Qutab Institutional Area, New Delhi - 110 067, INDIA

Email: corpmktg@newgensoft.com URL: <https://newgensoft.com>

Tel.: (+91)-11-40770100, (+91)-11-2696 3571, 2696 4733, Fax: (+91)-11-2685 6936

Date: 27th December 2020

To, BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400001	To, National Stock Exchange of India Limited Exchange Plaza, Plot No. C/1, G Block, Bandra- Kurla Complex Bandra (E), Mumbai – 400051
Ref.: Newgen Software Technologies Limited (NEWGEN/INE619B01017) Scrip Code – 540900	Ref.: Newgen Software Technologies Limited (NEWGEN/INE619B01017)

Sub.: Outcome of Postal Ballot- Voting Results under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir/Ma'am,

Further to our Postal Ballot Notice dated 23rd November 2020, this is to inform that the Company had provided the facility of Postal Ballot/ E-voting to its members for seeking their approval for:

1. Approval of Newgen Software Technologies Restricted Stock Units Scheme – 2021.
 2. To approve extending the benefits to the Employees of Subsidiary Company(ies) under Newgen Software Technologies Restricted Stock Units Scheme – 2021.
 3. To approve acquisition of Equity shares by way of secondary acquisition under Newgen Software Technologies Restricted Stock Units Scheme – 2021.
 4. Provision of money by the Company for purchase of its own shares by the Trust / Trustees for the benefit of Employees under Newgen Software Technologies Restricted Stock Units Scheme – 2021.
- The record date: Friday, 20th November 2020
 - Total no. of members as on record date: 25890

We would like to inform you that the resolutions as mentioned in the Postal Ballot Notice have been passed by the members with requisite majority through Postal Ballot/ E--voting on Saturday, 26th December 2020. i.e. the last date of receipt of duly completed Postal Ballot Forms and remote E-voting.



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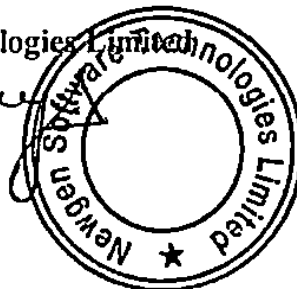
Please find enclosed herewith the Voting Results along with the Scrutinizer's Report dated 26th December 2020. The results will also be available on the website of the Company at <https://newgensoft.com>.

This is for your information and records.

Thanking you,

For Newgen Software Technologies Limited

Aman Mourya
Company Secretary



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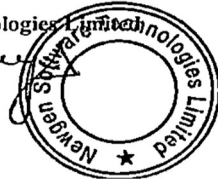
Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				APPROVAL OF NEWGEN SOFTWARE TECHNOLOGIES RESTRICTED STOCK UNITS SCHEME-2021				
Category	Mode of voting	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		45978938	99.9999	45978938	0	100.0000	0.0000
	Poll	45978988						
	Postal Ballot (if applicable)							
	Total	45978988	45978938	99.9999	45978938	0	100.0000	0.0000
Public-Institutions	E-Voting		13202580	87.4030	13149026	53554	99.5944	0.4056
	Poll	15105400						
	Postal Ballot (if applicable)							
	Total	15105400	13202580	87.4030	13149026	53554	99.5944	0.4056
Public- Non Institutions	E-Voting		1119706	13.7316	1117845	1861	99.8338	0.1662
	Poll	8154222						
	Postal Ballot (if applicable)							
	Total	8154222	1119706	13.7316	1117845	1861	99.8338	0.1662
Total		69238610	60301224	87.0919	60245809	55415	99.9081	0.0919
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

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

For Newgen Software Technologies Limited

Aman Mourya
Aman Mourya
Company Secretary



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Resolution (2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				TO APPROVE EXTENDING THE BENEFITS TO THE EMPLOYEES OF SUBSIDIARY COMPANY(IES) UNDER NEWGEN SOFTWARE TECHNOLOGIES RESTRICTED STOCK UNITS SCHEME - 2021				
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		45978938	99.9999	45978938	0	100.0000	0.0000
	Poll	45978988						
	Postal Ballot (if applicable)							
	Total	45978988	45978938	99.9999	45978938	0	100.0000	0.0000
Public- Institutions	E-Voting		13202580	87.4030	13149026	53554	99.5944	0.4056
	Poll	15105400						
	Postal Ballot (if applicable)							
	Total	15105400	13202580	87.4030	13149026	53554	99.5944	0.4056
Public- Non Institutions	E-Voting		1119956	13.7347	1118013	1943	99.8265	0.1735
	Poll	8154222						
	Postal Ballot (if applicable)							
	Total	8154222	1119956	13.7347	1118013	1943	99.8265	0.1735
Total		69238610	60301474	87.0923	60245977	55497	99.9080	0.0920
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

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

For Newgen Software Technologies Limited

Aman Mourya
Aman Mourya
Company Secretary



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Resolution (3)									
Resolution required: (Ordinary / Special)				Special					
Whether promoter/promoter group are interested in the agenda/resolution?				No					
Description of resolution considered				TO APPROVE ACQUISITION OF EQUITY SHARES BY WAY OF SECONDARY ACQUISITION UNDER NEWGEN SOFTWARE TECHNOLOGIES RESTRICTED STOCK UNITS SCHEME - 2021					
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		45978938	99.9999	45978938	0	100.0000	0.0000	
	Poll	45978988							
	Postal Ballot (if applicable)								
	Total		45978988	45978938	99.9999	45978938	0	100.0000	0.0000
Public- Institutions	E-Voting		13202580	87.4030	13149026	53554	99.5944	0.4056	
	Poll	15105400							
	Postal Ballot (if applicable)								
	Total		15105400	13202580	87.4030	13149026	53554	99.5944	0.4056
Public- Non Institutions	E-Voting		1119706	13.7316	1117838	1868	99.8332	0.1668	
	Poll	8154222							
	Postal Ballot (if applicable)								
	Total		8154222	1119706	13.7316	1117838	1868	99.8332	0.1668
Total			69238610	60301224	87.0919	60245802	55422	99.9081	0.0919
Whether resolution is Pass or Not.							Yes		
Disclosure of notes on resolution							Add Notes		

* this fields are optional

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

For Newgen Software Technologies Limited

Aman Mourya
Aman Mourya
Company Secretary



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Resolution (4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				PROVISION OF MONEY BY THE COMPANY FOR PURCHASE OF ITS OWN SHARES BY THE TRUST/TRUSTEES FOR THE BENEFIT OF EMPLOYEES UNDER NEWGEN SOFTWARE TECHNOLOGIES RESTRICTED STOCK LIMITS SCHEME - 2021				
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		45978938	99.9999	45978938	0	100.0000	0.0000
	Poll	45978988						
	Postal Ballot (if applicable)							
	Total	45978988	45978938	99.9999	45978938	0	100.0000	0.0000
Public- Institutions	E-Voting		13202580	87.4030	13149026	53554	99.5944	0.4056
	Poll	15105400						
	Postal Ballot (if applicable)							
	Total	15105400	13202580	87.4030	13149026	53554	99.5944	0.4056
Public- Non Institutions	E-Voting		1119956	13.7347	1117777	2179	99.8054	0.1946
	Poll	8154222						
	Postal Ballot (if applicable)							
	Total	8154222	1119956	13.7347	1117777	2179	99.8054	0.1946
Total		69238610	60301474	87.0923	60245741	55733	99.9076	0.0924
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

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

For Newgen Software Technologies Limited

Aman Mourya
Aman Mourya
Company Secretary





CONSOLIDATED SCRUTINISER'S REPORT

(Pursuant to Section 108 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014)

To,

**Mr. Diwakar Nigam
Chairman & Managing Director
Newgen Software Technologies Limited
A-6, Satsang Vihar Marg,
Qutab Institutional Area
New Delhi-110067**

**Aman Mourya
Company Secretary
Newgen Software Technologies Limited
E-44/13, Okhla Phase-II,
New Delhi- 110020**

For Postal Ballot commenced on 27th November 2020

REPORT OF SCRUTINIZERS APPOINTED BY THE BOARD OF DIRECTORS OF NEWGEN SOFTWARE TECHNOLOGIES LIMITED FOR SCRUTINIZING THE POSTAL BALLOT PROCESS FOR SEEKING THE APPROVAL FROM MEMBERS FOR SPECIAL RESOLUTIONS POINTED HERE IN THE REPORT.

A. APPOINTMENT

1. I, Kundan Agrawal, Practicing Company Secretary, proprietor of Kundan Agrawal & Associates having Membership No. 7631 and COP No. 8325, being appointed as a scrutinizer by the Board of Directors of the Company at their meeting held on 21st October 2020 for the purpose of Scrutinizing the Postal Ballot voting and E-voting in a fair and transparent manner.
2. My appointment as a Scrutinizer is under the provisions of Section 108 of the Companies Act, 2013, ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules 2014, as amended ("the Rules");
3. My appointment as a Scrutinizer is also for ascertaining the requisite majority for the resolutions proposed in the Notice of Postal Ballot ("the Notice") dated 23rd November 2020 issued to the members of the Company in accordance with the General Circular Nos. 14/2020, 17/2020 and 33/2020 dated 8th April 2020, 13th April 2020 and 28th September 2020 respectively issued by the Ministry of Corporate Affairs, Government of India (MCA).

B. MANAGEMENT'S RESPONSIBILITY

The management of the Company is responsible to ensure the compliance with the requirements of:-

1. The Companies Act, 2013 and the Rules made thereunder;
2. The MCA circulars;
3. SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

relating to Postal Ballot / E-voting on the resolutions contained in the Notice .

C. SCRUTINIZER'S RESPONSIBILITY

My responsibility as a scrutinizer for the Postal Ballot voting process & voting through electronic means is restricted to making a Scrutinizer's Report of the votes cast in "favour" or "against" the resolutions as stated in the said Notice, based on the report generated from the E-voting system provided by KFin Technologies Private Limited ("KFin"), the agency authorized and engaged by the Company to provide E-voting facilities for voting through electronic means i.e. by remote E-voting.

D. CUT-OFF DATE

1. The Company had dispatched/circulated the Notice of along with Postal Ballot Form to the members via Electronic mode on Thursday, 26th November 2020, only to those members, whose E-mail address was registered with their Depository Participants (in case of electronic shareholding) / the Company's Registrar (in case of physical shareholding) as on cut-off date i.e. Friday, 20th November 2020.
2. The Company had provided the facility of voting on the Resolutions proposed in the Notice through Postal Ballot and via electronic means i.e. by remote E-voting to persons who were members of the Company as on cut-off date i.e. Friday, 20th November 2020.

E. VOTING VIA POSTAL BALLOT AND E-VOTING

1. In accordance with the Notice dated 23rd November 2020 sent to the members, the voting commenced on Friday, 27th November 2020 [9:00 AM onwards (IST)] and ended on Saturday, 26th December 2020 [up to 5:00 PM (IST)].
2. Members were given the option for only one mode of voting, i.e., either by sending scanned signed copy of the Postal Ballot Form or E-voting.
3. I have obtained a complete record of votes cast by remote E-voting from KFin which was unblocked by me in the presence of 2 (two) witnesses, ACS Deepti Gupta and ACS Itisha Lunia who are not in the employment of the Company.
4. We will hand over report to the Chairman & Managing Director/ Company Secretary of the Company who will declare the results within 48 hours from the conclusion of the Postal Ballot and will upload the results over the website (www.newgensoft.com) of the Company, and also over the BSE (The Bombay Stock Exchange of India Limited) and the National Stock Exchange of India Limited ("NSE"), stock exchanges, where the Company is listed.
5. All the relevant records of Postal Ballot/E-voting will remain in our safe custody until the Chairman & Managing Director considers, approves and signs the minutes of declaration of postal Ballot results and the same shall be handed over to the Company Secretary for safe keeping.

F. REPORT

Resolution No. 1

**Nature of
Resolution** Special Resolution

SUBJECT MATTER: APPROVAL OF NEWGEN SOFTWARE TECHNOLOGIES RESTRICTED STOCK UNITS SCHEME – 2021.



Details of Voting	Assent (For)		Dissent (Against)		Invalid/Abstain Votes	
	No. of Shareholders	% of total number of valid votes	No. of Shareholders	% of total number of valid votes	No. of Shareholders	% of total number of invalid votes
By Remote E-Voting	113	60245809 (99.91%)	21	55415 (0.09%)	1	250 (0.00%)
By Postal ballot	0	0	0	0	0	0
Total	113	60245809 (99.91%)	21	55415 (0.09%)	1	250 (0.00%)

Resolution No. 2

Nature of Resolution Special Resolution

SUBJECT MATTER: TO APPROVE EXTENDING THE BENEFITS TO THE EMPLOYEES OF SUBSIDIARY COMPANY(IES) UNDER NEWGEN SOFTWARE TECHNOLOGIES RESTRICTED STOCK UNITS SCHEME – 2021.

Details of Voting	Assent (For)		Dissent (Against)		Invalid/Abstain Votes	
	No. of Shareholders	% of total number of valid votes	No. of Shareholders	% of total number of valid votes	No. of Shareholders	% of total number of invalid votes
By Remote E-Voting	112	60245977 (99.91%)	23	55497 (0.09%)	0	0
By Postal ballot	0	0	0	0	0	0
Total	112	60245977 (99.91%)	23	55497 (0.09%)	0	0

Resolution No. 3

Nature of Resolution Special Resolution

SUBJECT MATTER: TO APPROVE ACQUISITION OF EQUITY SHARES BY WAY OF SECONDARY ACQUISITION UNDER NEWGEN SOFTWARE TECHNOLOGIES RESTRICTED STOCK UNITS SCHEME – 2021.

Details of Voting	Assent (For)		Dissent (Against)		Invalid Votes	
	No. of Shareholders	% of total number of valid votes	No. of Shareholders	% of total number of valid votes	No. of Shareholders	% of total number of invalid votes
By Remote E-Voting	112	60245802 (99.91%)	22	55422 (0.09%)	1	250 (0.00%)
By Postal ballot	0	0	0	0	0	0
Total	112	60245802 (99.91%)	22	55422 (0.09%)	1	250 (0.00%)

Handwritten signature and stamp of the Company Secretary.

Resolution No. 4

Nature of
Resolution Special Resolution

SUBJECT MATTER: PROVISION OF MONEY BY THE COMPANY FOR PURCHASE OF ITS OWN SHARES BY THE TRUST / TRUSTEES FOR THE BENEFIT OF EMPLOYEES UNDER NEWGEN SOFTWARE TECHNOLOGIES RESTRICTED STOCK UNITS SCHEME – 2021.

Details of Voting	Assent (For)		Dissent (Against)		Invalid Votes	
	No. of Shareholders	% of total number of valid votes	No. of Shareholders	% of total number of valid votes	No. of Shareholders	% of total number of invalid votes
By Remote E-Voting	111	60245741 (99.91%)	24	55733 (0.09%)	0	0 (0.00%)
By Postal ballot	0	0	0	0	0	0
Total	111	60245741 (99.91%)	24	55733 (0.09%)	0	0 (0.00%)

Promoters shareholding

Resolutions	Assent (For)		Dissent (Against)		Invalid Votes	
	No. of Promoters	% of total number of valid votes	No. of Promoters	% of total number of valid votes	No. of Promoters	% of total number of invalid votes
Resolution 1	4	45978938 (76.25%)	0	0	0	0
Resolution 2	4	45978938 (76.25%)	0	0	0	0
Resolution 3	4	45978938 (76.25%)	0	0	0	0
Resolution 4	4	45978938 (76.25%)	0	0	0	0



Public shareholding

Resolutions	Assent (For)		Dissent (Against)		Invalid Votes	
	No. of Public Shareholder	% of total number of valid votes	No. of Public Shareholder	% of total number of valid votes	No. of Public Shareholder	% of total number of invalid votes
Resolution 1	109	14266871 (23.66%)	21	55415 (00.09%)	1	250 (00.00%)
Resolution 2	108	14267039 (23.66%)	23	55497 (00.09%)	0	0
Resolution 3	108	14266864 (23.66%)	22	55422 (00.09%)	1	250 (00.00%)
Resolution 4	107	14266803 (23.66%)	24	55733 (00.09%)	0	0

All the above mentioned resolutions were approved by the members with requisite majority.

Thanking You,
Yours faithfully

For KUNDAN AGRAWAL & ASSOCIATES



Kundan Agrawal

Company Secretary
Membership No.: F7631
C P No 8325
UDIN:- F007631B001675990

Place: Ghaziabad
Date: 26/12/2020

For Newgen Software Technologies Limited

Aman Mourya
Company Secretary & Compliance Officer

