SPARC SYSTEMS LIMITED

#16, Ground Floor, Lovely, Sector 2, Airoli West, Navi Mumbai - 400 708.
Tel. : 91-22-2779 2473 / 2779 2478 / 2779 2481 • Fax : 91-22-2779 2481
E-mail : sparc@mtnl.net.in • Website : www.sparcsys.com

Date: 28th September, 2021

To,
The Bombay Stock Exchange Ltd
Corporate Relationship Dept,
1st Floor, New Trading Ring,
Rotunda Building, P. J. Towers,
Dalal Street, Fort, Mumbai – 400 001

Dear Madam/Sir,

Scrip Code: 531370
Sub: Submission of Scrutinizer Report for 32nd AGM held on 28th September, 2021 along with Report under regulation 44 of SEBI (LODR) Regulations, 2015

Pursuant to Regulation 44(3) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015), we herewith submit Scrutinizers report for remote e-voting process of 32nd Annual General Meeting (AGM) held on 28th September, 2021 through Video-Conferencing/ other Audio Visual means in accordance with the Circular(s) issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India and business (es) mentioned in the Notice dated 26th August, 2021 convening the AGM.

We are requested to take this on record.

Yours faithfully,
For Sparc Systems Limited

SPARC SYSTEMS LTD. MUMBAI

Punit Neb
(Director)
DIN: 01026300

Encl: a/a

CC To,
The Manager
Central Depository Services (India) Ltd,
16th Floor, P. J. Tower, Dalal Street,
Fort, Mumbai -400 001

Pankaj Trivedi
B.Com, CS, LLB
Mob: 9224174118
Email: pankajtrivedicsllb@gmail.com

PANKAJ TRIVEDI & Co.
Practicing Company Secretaries
A/601, Maitri Residency, Liberty Garden
Road No.1, Opp. Trimurti Tower, Malad
(West), Mumbai – 400064

Dated: 28th September, 2021

To,
The Chairman
Sparc Systems Limited
Plot No.11, Survey No 118/1-2,
Village Pundhe, Taluka Shahpur,
Thane – 421301

SCRUTINIZER'S REPORT
[Pursuant to Section 109 of the Companies Act, 2013 and rule 21(2) of the Companies(Management and Administration) Rules, 2014]

Dear Sir,

I, Pankaj Trivedi, Company Secretary in Practice (Membership No. 30512), Proprietor of M/s. Pankaj Trivedi & Co., have been appointed as the scrutinizer of M/s. Sparc Systems Limited ("the Company") in their Board meeting held on26th August, 2021for the remote e-voting as well as the e-voting by Members during the 32ndAnnual General Meeting ("AGM") scheduled on Tuesday, 28th September, 2021 at 03.00p.m. held through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM"), where following items were transacted:

Resolution No.	Type of Resolution	Particulars
1	Ordinary Resolution	To receive consider and adopt the Annual Standalone Financial Statements consisting of the Balance Sheet as atMarch 31, 2021, the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date and ExplanatoryNotes annexed to, and forming part of, any of the above documents together with the reports of the Board of Directors and theAuditors thereon.
2	Ordinary Resolution	To appoint a Director in place of Mr. Jude Terrence D'souza (DIN: 00958844) who retires by rotation in terms of section152(6) of the Companies Act, 2013 and, being eligible offers himself for re-appointment.
3	Ordinary Resolution	To confirm the appointment of Mr. Niraj Hareshbhai Variava (DIN: 09197068) as an Independent Director of the Company.

I submit report as under:

1. The Company held the 32ndAGM on September 28th, 2021 through video conferencing at 03.00p.m. IST in accordance with the provisions of Companies Act, 2013 (the Act) read with the General Circular No. 20/2020 dated 5th May, 2020, read with circulars dated 8th April, 2020 and 13th April, 2020 and General Circular No.02/2021 dated 13th January 2021 issued by the Ministry of Corporate Affairs ("MCA") and in accordance with the circular dated 1th May, 2020 read with circular dated 15th January, 2021 issued by the Securities and Exchange Board of India ("SEBI"} commonly referred to as "MCA & SEBI CIRCULARS".

2. The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting at the AGM by the shareholders on the resolutions set out in the Notice of the 32ndAnnual General Meeting of the Company is the responsibility of the management.

PANKAJ TRIVEDI & CO. Mem. No. 30512 COP No. 15301 Mumbai Practicing Company Secretary

My responsibility as a Scrutinizer was to ensure that the e-voting process is conducted in a fair and transparent manner and submit Scrutinizer's Report to the Chairman on the above mentioned resolutions in connection with total votes cast in favour or against if any, based on the reports generated from the electronic voting system.

3. The Company has informed that on the basis of Register of members, it has completed dispatch of Notice of AGM and Annual Report on Saturday, 4th September, 2021 by E-mail (who had registered their email ids). This is in compliance with the MCA General Circular No.02/2021 dated 13th January 2021; Circular number 20/ 2020 dated May 5, 2020 read with Circular 14/2020 dated April 8, 2020 and Circular number 17/ 2020 dated April 13, 2020 & SEBI Circular No. SEBI/ HO/ CFD/ CMD 1/ CIR/ Pf 2020/ 79 dated May 12, 2020.

4. The Company had published on 5thSeptember, 2021 in Active Times (English Daily) and 5th September, 2021 in The Global Times (Marathi Regional Daily), an advertisement about the dispatch Notice.

5. Voting rights were reckoned as on Tuesday, 21stSeptember, 2021 being the Cut-off date for the purpose of deciding the entitlements of members at the remote e-voting and voting at the AGM.

6. The voting facility for both for e-voting prior to AGM (remote e-voting) and electronic voting during the AGM (e-voting) was provided by Central Depository Limited (CDSL).

7. Remote e-voting platform was open from 9.00 a.m. on Saturday, September25, 2021 till 5.00 p.m. on Monday, September 27, 2021 and members were required to cast their votes electronically conveying their assent or dissent in respect of the Resolutions on the remote e-voting platform provided by Central Depository Services (India) Limited.

8. The facility to vote through electronic voting system as stated in point 6 above had been provided to facilitate voting for those Members who were present during the Meeting through VC/OAVM and had not cast their votes through Remote e-voting.

9. Thereafter, the details containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the e-voting website of Central Depository Services (India) Limited (https://www.evotingindia.com/)

10. I observed that total 23 members had cast their votes through remote e-voting and no member had cast their votes at the AGM.

11. As per attendance report downloaded from the e-voting website of Central Depository Services (India) Limited (https://www.evotingindia.com/) total 19 members had joined the E-AGM and Mr. J.T. D'souza and Ms. Punit Neb has joined the meeting from the panellists link provided by the Central Depository Services (India) Limited.

12. Consolidated Result with respect to the items on the agenda as set out in the Noticeof the AGM is as under



THE CONSOLIDATED RESULT FOR VOTES CAST:

Resolution No.1: To receive consider and adopt the Annual Standalone Financial Statements consisting of the Balance Sheet as at March 31, 2021, the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date and Explanatory Notes annexed to, and forming part of, any of the above documents together with the reports of the Board of Directors and the Auditors thereon. (Ordinary Resolution)

Means of Voting	Number of members voted	No. of Total Votes	Number of Votes cast in "Favour" of resolution	% of total number of votes cast in Favour	Number of votes cast "Against" the resolution	% of total number of votes cast Against	Total number of votes declared invalid	% of total number of invalid votes
Remote E-Voting	23	8,48,779	8,48,779	100%	-	0.00%	0	0.00%
Voting at AGM	-	-	-	0.00%	-	0.00%	-	0.00%
Total	**23**	**8,48,779**	**8,48,779**	**100%**	**-**	**0.00%**	**0**	**0.00%**

Resolution No.2: To appoint a Director in place of Mr. Jude Terrence D'souza (DIN: 00958844) who retires by rotation in terms of section 152(6) of the Companies Act, 2013 and, being eligible offers himself for re-appointment. (Ordinary Resolution)

Means of Voting	Number of members voted	No. of Total Votes	Number of Votes cast in "Favour" of resolution	% of total number of votes cast in Favour	Number of votes cast "Against" the resolution	% of total number of votes cast Against	Total number of votes declared invalid	% of total number of invalid votes
Remote E-Voting	23	8,48,779	8,48,779	100%	-	0.00%	0	0.00%
Voting at AGM	-	-	-	0.00%	-	0.00%	-	0.00%
Total	**23**	**8,48,779**	**8,48,779**	**100%**	**-**	**0.00%**	**0**	**0.00%**



Resolution No.3: To confirm the appointment of Mr. Niraj Hareshbhai Variava (DIN: 09197068) as an Independent Director of the Company. (Ordinary Resolution)

Means of Voting	Number of members voted	No. of Total Votes	Number of Votes cast in "Favour" of resolution	% of total number of votes cast in Favour	Number of votes cast "Against" the resolution	% of total number of votes cast Against	Total number of votes declared invalid	% of total number of invalid votes
Remote E-Voting	23	8,48,779	8,48,779	100%	-	0.00%	0	0.00%
Voting at AGM	-	-	-	0.00%	-	0.00%	-	0.00%
Total	**23**	**8,48,779**	**8,48,779**	**100%**	**-**	**0.00%**	**0**	**0.00%**

Based on the aforesaid result, I report that the Item No.1 to 3 of Notice of the AGM has been passed with requisite majority

Thanking You,
For Pankaj Trivedi & Co.,
UDIN: A030512C001027266

PANKAJ TRIVEDI & CO. ★ Mem. No. 30512 COP No. 15301 Mumbai ★ Practicing Company Secretary

Pankaj Trivedi
(Proprietor)
CP No. 15301 | Mem No. 30512
Place: Mumbai
Date: 28/09/2021

SPARC SYSTEMS LIMITED

#16, Ground Floor, Lovely, Sector 2, Airoli West, Navi Mumbai - 400 708.
Tel. : 91-22-2779 2473 / 2779 2478 / 2779 2481 • Fax : 91-22-2779 2481
E-mail : sparc@mtnl.net.in • Website : www.sparcsys.com

Date of AGM	**28th September, 2021**
Record date Cut Off date	**21st September, 2021**
Total number of Shareholders on record date:	**2285**
No. of shareholders present in the meeting either in person or through proxy*: (Based on shareholders registering attendance)	
(a) Promoter & Promoter group	**0**
(b)Public	**0**
No. of shareholders attended the meeting through Video Conferencing:	
(a) Promoter & Promoter group	**2**
(b)Public	**19**
No. of resolution passed in the meeting	**3**

Agenda - Wise disclosure

Resolution required: (Ordinary)	**Resolution No. 1: To receive consider and adopt the Annual Standalone Financial Statements consisting of the Balance Sheet as at March 31, 2021, the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date and Explanatory Notes annexed to, and forming part of, any of the above documents together with the reports of the Board of Directors and the Auditors thereon.**
Weather Promoter / Promoter group are interested in the agenda/ Resolution?	**No**

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 & Promoter group	E-Voting	1198300	719600	60.05	719600	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	**1198300**	**719600**	**60.05**	**719600**	**0**	**100.00**	**0.00**
Public - Institutional Holders	E-Voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	**0**	**0**	**0.00**	**0**	**0**	**0.00**	**0.00**
Public - Non Institutions	E-Voting	3690700	129179	3.50	129179	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	**3690700**	**129179**	**3.50**	**129179**	**0**	**100**	**0.00**
Total		**4889000**	**848779**	**17.36**	**848779**	**0**	**100**	**0.00**

SPARC SYSTEMS LIMITED

#16, Ground Floor, Lovely, Sector 2, Airoli West, Navi Mumbai - 400 708.
Tel. : 91-22-2779 2473 / 2779 2478 / 2779 2481 • Fax : 91-22-2779 2481
E-mail : sparc@mtnl.net.in • Website : www.sparcsys.com

Resolution required: (Ordinary)			Resolution No. 2 : To appoint a Director in place of Mr. Jude Terrence D'souza (DIN: 00958844) who retires by rotation in terms of section 152(6) of the Companies Act, 2013 and, being eligible offers himself for re-appointment.					
Weather Promoter / Promoter group are interested in the agenda/ Resolution?			No					
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 & Promoter group	E-Voting	1198300	719600	60.05	719600	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	**1198300**	**719600**	**60.05**	**719600**	**0**	**100.00**	**0.00**
Public - Institutional Holders	E-Voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	**0**	**0**	**0.00**	**0**	**0**	**0.00**	**0.00**
Public - Non Institutions	E-Voting	3690700	129179	3.50	129179	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	**3690700**	**129179**	**3.50**	**129179**	**0**	**100**	**0.00**
Total		**4889000**	**848779**	**17.36**	**848779**	**0**	**100**	**0.00**

Resolution required: (Ordinary)			Resolution No. 3: To confirm the appointment of Mr. Niraj Hareshbhai Variava (DIN: 09197068) as an Independent Director of the Company.					
Weather Promoter / Promoter group are interested in the agenda/ Resolution?			No					
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 & Promoter group	E-Voting	1198300	719600	60.05	719600	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	**1198300**	**719600**	**60.05**	**719600**	**0**	**100.00**	**0.00**
Public - Institutional Holders	E-Voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	**0**	**0**	**0.00**	**0**	**0**	**0.00**	**0.00**

SPARC SYSTEMS LIMITED

#16, Ground Floor, Lovely, Sector 2, Airoli West, Navi Mumbai - 400 708.
Tel. : 91-22-2779 2473 / 2779 2478 / 2779 2481 • Fax : 91-22-2779 2481
E-mail : sparc@mtnl.net.in • Website : www.sparcsys.com

Public - Non Institutions	E-Voting	3690700	129179	3.50	129179	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	**3690700**	**129179**	**3.50**	**129179**	**0**	**100**	**0.00**
Total		**4889000**	**848779**	**17.36**	**848779**	**0**	**100**	**0.00**

Kindly take the record of the same.

Yours faithfully,
For Sparc Systems Limited

Punit Neb
(Director)
DIN: 01026300

CC To,
The Manager
Central Depository Services (India) Ltd
16th Floor, P. J. Tower, Dalal Street,
Fort, Mumbai -400 001