

Date: September 22, 2023

The Manager  
Department of Corporate Relationship  
**BSE Limited**  
25<sup>th</sup> Floor P. J. Towers, Dalal Street  
Mumbai -400 001  
SCRIP CODE : 532900 (Equity)

The Listing Department  
**National Stock Exchange of India Limited**  
Exchange Plaza, Bandra Kurla Complex  
Bandra (East)  
Mumbai -400 051  
**SCRIP SYMBOL : PAISALO**

Dear Sir/Madam,

**Re.: Regulation 44(3) of SEBI (Listing Obligations and Disclosures Requirements) Regulations 2015 - Voting Result**

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosures Requirements) Regulations 2015, this is to inform you that the Members of the Company at 31<sup>st</sup> Annual General Meeting held on September 21, 2023 transacted the business as stated in the Notice of the 31<sup>st</sup> Annual General Meeting of the Company dated July 24, 2023.

In this connection, we are hereby enclosing the consolidated results of remote e-voting and e-voting during the 31<sup>st</sup> Annual General Meeting in the format prescribed under Regulation 44(3) in **Annexure A**.

Further, we are also hereby enclosing the consolidated report of Scrutinizer on remote e-voting and e-voting during the 31<sup>st</sup> Annual General Meeting in **Annexure B**.

Kindly take the information on your record.

Thanking you

Yours Faithfully,

**For Paisalo Digital Limited**



**(Manendra Singh)**  
Company Secretary

Encl: As above

**31<sup>st</sup> Annual General Meeting: Voting Results**

<b>SI. No.</b>	<b>Description</b>	<b>Particulars</b>		
<b>A</b>	Date of the AGM	September 21, 2023		
<b>B</b>	Total No. of Shareholders on record date i.e. September 14, 2023 for the purpose of determining the shareholders eligible to vote	21511		
<b>C</b>	No. of Shareholders present in the meeting either in person or through proxy			
	<b>Shareholders</b>	<b>In Person</b>	<b>Proxy</b>	<b>Total</b>
	Promoters and Promoter Group	No arrangement for a physical meeting or appointment of proxy was made as the AGM was held through VC/OAVM		
	Public			
	<b>Total</b>			
<b>D</b>	No. of Shareholders present in the meeting through video conferencing			
	<b>Shareholders</b>	<b>In Person</b>	<b>Proxy</b>	<b>Total</b>
	Promoters and Promoter Group	5	NA	<b>5</b>
	Public	55	NA	<b>55</b>
	<b>Total</b>	<b>60</b>	<b>NA</b>	<b>60</b>

<b>Scrutinizer Details</b>	
Name of the Scrutinizer	Mr. Satish Kumar Jadon
Firms Name	Satish Jadon & Associates
Qualification	CS
Membership Number	F9512
Date of Board Meeting in which appointed	24-07-2023
Date of Issuance of Report to the company	22-09-2023

**Summary of Voting Results- Agenda Wise**

RESOLUTION (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Adoption of Audited Standalone and Consolidated Financial Statements and the reports of the Board of Directors and Auditors thereon				
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	148054131	148054131	100.0000	148054131	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>148054131</b>	<b>148054131</b>	<b>100.00</b>	<b>148054131</b>	<b>0</b>	<b>100.0000</b>
Public-Institutions	E-Voting	98872731	38177382	38.6127	38177382	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>98872731</b>	<b>38177382</b>	<b>38.6127</b>	<b>38177382</b>	<b>0</b>	<b>100.0000</b>
Public- Non Institutions	E-Voting	67787178	25126872	37.0673	25124911	1961	99.9922	0.0078
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>67787178</b>	<b>25126872</b>	<b>37.0673</b>	<b>25124911</b>	<b>1961</b>	<b>99.9922</b>
<b>Total</b>		<b>314714040</b>	<b>211358385</b>	<b>67.1589</b>	<b>211356424</b>	<b>1961</b>	<b>99.9991</b>	<b>0.0009</b>
<b>Whether resolution is Pass or Not.</b>							<b>Yes</b>	

Note-

- Total Shares does not include 13,43,07,950 Equity Shares as these are held by Custodian for the GDRs and falls under the category of Non- Promoter Non-Public. As the custodian doesn't have any voting right, therefore such shares are not considered for calculation of the above voting result.

RESOLUTION (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Anoop Krishna (DIN: 08068261) as a Director, liable to retire 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	148054131	148054131	100.0000	148054131	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>148054131</b>	<b>148054131</b>	<b>100.0000</b>	<b>148054131</b>	<b>0</b>	<b>100.00</b>
Public-Institutions	E-Voting	98872731	38193305	38.6288	38150658	42647	99.8883	0.1117
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>98872731</b>	<b>38193305</b>	<b>38.6288</b>	<b>38150658</b>	<b>42647</b>	<b>99.8883</b>
Public- Non Institutions	E-Voting	67787178	25126872	37.0673	25126566	306	99.9988	0.0012
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>67787178</b>	<b>25126872</b>	<b>37.0673</b>	<b>25126566</b>	<b>306</b>	<b>99.9988</b>
<b>Total</b>		<b>314714040</b>	<b>211374308</b>	<b>67.1639</b>	<b>211331355</b>	<b>42953</b>	<b>99.9797</b>	<b>0.0203</b>
<b>Whether resolution is Pass or Not.</b>							<b>Yes</b>	

Note-

- Total Shares does not include 13,43,07,950 Equity Shares as these are held by Custodian for the GDRs and falls under the category of Non- Promoter Non-Public. As the custodian doesn't have any voting right, therefore such shares are not considered for calculation of the above voting result.

RESOLUTION (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Declaration of final dividend for financial year ended March 31, 2023				
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	148054131	148054131	100.0000	148054131	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>148054131</b>	<b>148054131</b>	<b>100.0000</b>	<b>148054131</b>	<b>0</b>	<b>100.0000</b>
Public-Institutions	E-Voting	98872731	38193305	38.6288	38193305	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>98872731</b>	<b>38193305</b>	<b>38.6288</b>	<b>38193305</b>	<b>0</b>	<b>100.0000</b>
Public- Non Institutions	E-Voting	67787178	25126872	37.0673	25126461	411	99.9984	0.0016
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>67787178</b>	<b>25126872</b>	<b>37.0673</b>	<b>25126461</b>	<b>411</b>	<b>99.9984</b>
<b>Total</b>		<b>314714040</b>	<b>211374308</b>	<b>67.1639</b>	<b>211373897</b>	<b>411</b>	<b>99.9998</b>	<b>0.0002</b>
<b>Whether resolution is Pass or Not.</b>							<b>Yes</b>	

Note-

- Total Shares does not include 13,43,07,950 Equity Shares as these are held by Custodian for the GDRs and falls under the category of Non- Promoter Non-Public. As the custodian doesn't have any voting right, therefore such shares are not considered for calculation of the above voting result.

RESOLUTION (4)								
Resolution required: (Ordinary / Special)				Special Resolution				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Fixation of borrowing power of the Board of Directors u/s 180 (1) (c) of the Companies Act, 2013				
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	148054131	148054131	100.0000	148054131	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>148054131</b>	<b>148054131</b>	<b>100.0000</b>	<b>148054131</b>	<b>0</b>	<b>100.0000</b>
Public-Institutions	E-Voting	98872731	38193305	38.6288	37606358	586947	98.4632	1.5368
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>98872731</b>	<b>38193305</b>	<b>38.6288</b>	<b>37606358</b>	<b>586947</b>	<b>98.4632</b>
Public- Non Institutions	E-Voting	67787178	25126872	37.0673	25124696	2176	99.9913	0.0087
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>67787178</b>	<b>25126872</b>	<b>37.0673</b>	<b>25124696</b>	<b>2176</b>	<b>99.9913</b>
<b>Total</b>		<b>314714040</b>	<b>211374308</b>	<b>67.1639</b>	<b>210785185</b>	<b>589123</b>	<b>99.7213</b>	<b>0.2787</b>
<b>Whether resolution is Pass or Not.</b>							<b>Yes</b>	

Note-

- Total Shares does not include 13,43,07,950 Equity Shares as these are held by Custodian for the GDRs and falls under the category of Non- Promoter Non-Public. As the custodian doesn't have any voting right, therefore such shares are not considered for calculation of the above voting result.

RESOLUTION (5)								
Resolution required: (Ordinary / Special)				Special Resolution				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Authorization to Board of Directors u/s 180 (1) (a) of the Companies Act, 2013 to create charges on movable and immovable properties 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	148054131	148054131	100.0000	148054131	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>148054131</b>	<b>148054131</b>	<b>100.0000</b>	<b>148054131</b>	<b>0</b>	<b>100.0000</b>
Public-Institutions	E-Voting	98872731	38193305	38.6288	37606358	586947	98.4632	1.5368
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>98872731</b>	<b>38193305</b>	<b>38.6288</b>	<b>37606358</b>	<b>586947</b>	<b>98.4632</b>
Public- Non Institutions	E-Voting	67787178	25126872	37.0673	25124749	2123	99.9916	0.0084
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>67787178</b>	<b>25126872</b>	<b>37.0673</b>	<b>25124749</b>	<b>2123</b>	<b>99.9916</b>
<b>Total</b>		<b>314714040</b>	<b>211374308</b>	<b>67.1639</b>	<b>210785238</b>	<b>589070</b>	<b>99.7213</b>	<b>0.2787</b>
<b>Whether resolution is Pass or Not.</b>							<b>Yes</b>	

Note-

- Total Shares does not include 13,43,07,950 Equity Shares as these are held by Custodian for the GDRs and falls under the category of Non- Promoter Non-Public. As the custodian doesn't have any voting right, therefore such shares are not considered for calculation of the above voting result.

RESOLUTION (6)								
Resolution required: (Ordinary / Special)				Special Resolution				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approval to issue Non-Convertible Securities/Debentures through private placement				
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	148054131	148054131	100.0000	148054131	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>148054131</b>	<b>148054131</b>	<b>100.0000</b>	<b>148054131</b>	<b>0</b>	<b>100.0000</b>
Public-Institutions	E-Voting	98872731	38193305	38.6288	37606358	586947	98.4632	1.5368
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>98872731</b>	<b>38193305</b>	<b>38.6288</b>	<b>37606358</b>	<b>586947</b>	<b>98.4632</b>
Public- Non Institutions	E-Voting	67787178	25126872	37.0673	25124791	2081	99.9917	0.0083
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>67787178</b>	<b>25126872</b>	<b>37.0673</b>	<b>25124791</b>	<b>2081</b>	<b>99.9917</b>
<b>Total</b>		<b>314714040</b>	<b>211374308</b>	<b>67.1639</b>	<b>210785280</b>	<b>589028</b>	<b>99.7213</b>	<b>0.2787</b>
<b>Whether resolution is Pass or Not.</b>							<b>Yes</b>	

Note-

- Total Shares does not include 13,43,07,950 Equity Shares as these are held by Custodian for the GDRs and falls under the category of Non- Promoter Non-Public. As the custodian doesn't have any voting right, therefore such shares are not considered for calculation of the above voting result.

RESOLUTION (7)								
Resolution required: (Ordinary / Special)				Special Resolution				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Alteration of Articles of Association 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	148054131	148054131	100.0000	148054131	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>148054131</b>	<b>148054131</b>	<b>100.0000</b>	<b>148054131</b>	<b>0</b>	<b>100.0000</b>
Public-Institutions	E-Voting	98872731	38193305	38.6288	38193305	0	100.00	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>98872731</b>	<b>38193305</b>	<b>38.6288</b>	<b>38193305</b>	<b>0</b>	<b>100.0000</b>
Public- Non Institutions	E-Voting	67787178	25126872	37.0673	25124911	1961	99.9922	0.0078
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>67787178</b>	<b>25126872</b>	<b>37.0673</b>	<b>25124911</b>	<b>1961</b>	<b>99.9922</b>
<b>Total</b>		<b>314714040</b>	<b>211374308</b>	<b>67.1639</b>	<b>211372347</b>	<b>1961</b>	<b>99.9991</b>	<b>0.0009</b>
<b>Whether resolution is Pass or Not.</b>							<b>Yes</b>	

Note-

- Total Shares does not include 13,43,07,950 Equity Shares as these are held by Custodian for the GDRs and falls under the category of Non- Promoter Non-Public. As the custodian doesn't have any voting right, therefore such shares are not considered for calculation of the above voting result.

## CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended]

### FOR REMOTE E-VOTING & E-VOTING DURING THE MEETING ON RESOLUTIONS CONTAINED IN THE NOTICE OF 31<sup>ST</sup> ANNUAL GENERAL MEETING OF PAISALO DIGITAL LIMITED

To,  
The Chairman,  
31<sup>st</sup> Annual General Meeting of Equity Shareholders of Paisalo Digital Limited  
Held on Thursday, September 21, 2023 at 2:45 P.M.  
Through Video Conferencing ('VC')/Other Audio-Visual Means ('OAVM')

Dear Sir,

I, Satish Kumar Jadon, Proprietor of Satish Jadon & Associates, Company Secretaries, pursuant to Section 108 of the Companies Act, 2013 (the Act) read with Rule 20 of the Companies (Management and Administration) Rules 2014 as amended time to time ("Rules"), have been appointed as Scrutinizer by the Board of Directors of Paisalo Digital Limited ("the Company") for the purpose of scrutinizing the process of remote e-voting and e-voting during the AGM ("e-voting") at the 31<sup>st</sup> Annual General Meeting of the Company, in respect of resolutions contained in the Notice, dated July 24, 2023 ("**Notice**"), calling the 31<sup>st</sup> Annual General Meeting of the Equity Shareholders of the Company ("**the Meeting**"/ "**AGM**") through Video Conferencing ('VC')/Other Audio Visual Means ('OAVM').

In view of the extraordinary circumstances created due to COVID-19 global pandemic, the Ministry of Corporate Affairs (MCA) vide its Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 05, 2020 read with Circular No. 02/2021 dated January 13, 2021, General Circular No. 19/2021 dated December 21,2021, General Circular No. 21/2021 dated December 14, 2021, General Circular No. 2/2022 dated May 05, 2022 and General Circular No. 10/2022 dated December 28, 2022 (collectively referred as "MCA circulars") and SEBI circular no SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 read with SEBI circular no. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 and Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 (collectively referred as "SEBI circulars") permitted the holding of the Annual General Meeting (AGM) through Video Conferencing (VC) or Other Audio Visual Means (OAVM) till September 30, 2023, without the physical presence of the Members at a common venue. Accordingly, in accordance with the MCA Circulars and SEBI Circulars, the AGM of the Equity Shareholders of the Company was held through VC / OAVM on September 21, 2023 at 2:45 P.M. and the voting for the items had been transacted, as per the Notice of 31<sup>st</sup> AGM of the Company, only through e-voting process.



Further, pursuant to the MCA and SEBI Circulars, the Notice of the 31<sup>st</sup> AGM of the Company alongwith the Annual Report for FY 2022-23 was sent in electronic form only to those Members whose email Id are registered with the Company/Depositories. The Notice of the 31<sup>st</sup> AGM of the Company had been uploaded on the website of Company at [www.paisalo.in](http://www.paisalo.in). The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE") at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively and the same is also available on the website of National Securities Depositories Limited ("NSDL").

Since the 31<sup>st</sup> AGM of the Company was held through VC or OAVM as relaxation provided under the MCA and SEBI Circulars, physical attendance of Members had been dispensed with and the facility for appointment of the proxies by the Members were also dispensed with.

Members attended the meeting through VC or OAVM had been counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

The Notice along-with the statement setting out material facts under Section 102 of the Companies Act, 2013, as confirmed by the Company, were sent to the Shareholders in respect of the resolutions proposed at the 31<sup>st</sup> AGM of the Company.

The Company had availed e-voting facility offered by the National Securities Depository Limited ("NSDL") for conducting e-voting by the Shareholders of the Company.

The Shareholders of the Company holding shares as on the cut-off date i.e. Thursday, September 14, 2023 were entitled to vote on the resolutions as contained in the Notice. The voting period for remote e-voting commenced on Monday, September 18, 2023 at 9:00 AM (IST) and ended on Wednesday, September 20, 2023 at 5:00 PM (IST) and the NSDL e-voting platform was blocked in due time.

After the time fixed for the closure of e-voting during the AGM, the e-voting was locked by NSDL.

The vote cast under e-voting facility was thereafter unblocked in the presence of two witnesses who were not in the employment of the Company.

Thereafter, the details containing, *inter alia*, the list of Equity Shareholders who voted "in favour" or "against" on each of the resolutions that was put to vote, were generated from the e-voting website of NSDL i.e., <https://www.evoting.nsd.com>. Based on the report generated by NSDL and relied upon by me, data regarding the e-voting was scrutinized.

The Management of the Company is responsible to ensure the compliance with the requirements of the Act and Rules relating to voting through electronic means by the shareholders on the resolutions contained in the Notice of 31<sup>st</sup> Annual General Meeting of the Company. My responsibility as a Scrutinizer to ensure that the voting process through electronic means are conducted in a fair and transparent manner and to give a Scrutinizer's Report of the total votes cast "in favour (For)" or "Against" if any, to the Company on the resolutions stated in the Notice.



I have scrutinized and reviewed the e-voting and vote casted therein based on the data downloaded from the website of NSDL e-voting system i.e., <https://www.evoting.nsdl.com>. Based on the report generated by NSDL and relied upon by me, 138 (One Hundred Thirty Eight) members have casted their votes through Remote e-voting platform and 1 (One) Member has casted his votes by means of electronic voting during the AGM.

**The result of the voting is as under:**

**A. Item No. 1 as an Ordinary Resolution**

Adoption of Audited Standalone and Consolidated Financial Statements.

Votes	Number of Members voted	Number of Votes Cast by them	% of total no. of valid votes cast
i. cast in favour of the resolution	132	211356424	99.9991
ii. cast against the resolution	6	1961	0.0009
iii. invalid		0	

**B. Item No. 2 as an Ordinary Resolution**

Appointment of Mr. Anoop Krishna (DIN: 08068261) as a Director, liable to retire by rotation, and being eligible, offers himself for re-appointment.

Votes	Number of Members voted	Number of Votes Cast by them	% of total no. of valid votes cast
i. cast in favour of the resolution	132	211331355	99.9797
ii. cast against the resolution	7	42953	0.0203
iii. invalid		0	

**C. Item No. 3 as an Ordinary Resolution**

Declaration of final dividend for financial year ended March 31, 2023.

Votes	Number of Members voted	Number of Votes Cast by them	% of total no. of valid votes cast
i. cast in favour of the resolution	134	211373897	99.9998
ii. cast against the resolution	5	411	0.0002
iii. invalid		0	



**D. Item No. 4 as a Special Resolution**

Fixation of borrowing power of the Board of Directors u/s 180 (1) (c) of the Companies Act, 2013.

Votes	Number of Members voted	Number of Votes Cast by them	% of total no. of valid votes cast
i. cast in favour of the resolution	127	210785185	99.7213
ii. cast against the resolution	12	589123	0.2787
iii. invalid		0	

**E. Item No. 5 as a Special Resolution**

Authorization to Board of Directors u/s 180 (1) (a) of the Companies Act, 2013 to create charges on movable and immovable properties of the Company.

Votes	Number of Members voted	Number of Votes Cast by them	% of total no. of valid votes cast
i. cast in favour of the resolution	127	210785238	99.7213
ii. cast against the resolution	12	589070	0.2787
iii. invalid		0	

**F. Item No. 6 as a Special Resolution**

Approval to issue Non-Convertible Securities/Debentures through private placement.

Votes	Number of Members voted	Number of Votes Cast by them	% of total no. of valid votes cast
i. cast in favour of the resolution	128	210785280	99.7213
ii. cast against the resolution	11	589028	0.2787
iii. invalid		0	



**G. Item No. 7 as a Special Resolution**

Alteration of Articles of Association of the Company.

Votes	Number of Members voted	Number of Votes Cast by them	% of total no. of valid votes cast
i. cast in favour of the resolution	133	211372347	99.9991
ii. cast against the resolution	6	1961	0.0009
iii. invalid		0	

Based on the aforesaid results, I report that all the resolutions as set out in the Notice of AGM dated July 24, 2023 have been passed with requisite majority.

The relevant records relating to e-voting shall remain in my safe custody until the Chairman considers, approves and signs the Minutes of the 31<sup>st</sup> Annual General Meeting of the Company and the same will be handed over to the Chairman/Company Secretary for safe keeping.

Thanking you,

Yours faithfully,

For Satish Jadon & Associates  
Company Secretaries

  


CS Satish Kumar Jadon  
Membership No. F9512  
CoP No. 9810  
P.R. No. 1028/2020  
UDIN: F009512F001058659

Date: 22.09.2023  
Place: Agra

Witnesses



Address:- Ashok vihar colony  
Tundi Bagriya Agra.



Address: Wazirpura,  
Agra-3, U.P.