Mphasis
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July 23, 2026

The Manager, Listing
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001

The Manager, Listing
National Stock Exchange of India Limited
Exchange Plaza, Plot No. C/1,
G-Block, Bandra-Kurla Complex,
Mumbai – 400 051

Scrip Code: 526299

Scrip Symbol: MPHASIS

Dear Sir/Madam,

Sub: Intimation of Voting results and Scrutinizer's report of the 35th Annual General Meeting of the Company

We wish to inform you that the 35th Annual General Meeting (AGM) of the Company was held on Thursday, July 23, 2026, through Video Conferencing (VC)/ Other Audio Visual Means (OAVM) and the businesses mentioned in the Notice of AGM dated April 29, 2026, were transacted.

In connection with the above, please find enclosed the following:

1. Voting Results of the AGM as required under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as Annexure – A; and
2. Consolidated Scrutinizer's Report dated July 23, 2026, issued by Mr. S P Nagarajan, Practicing Company Secretary pursuant to Section 108 of Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as Annexure - B.

The above information is also available on the website of the Company at www.mphasis.com.

We request you to kindly take the above on record.

Thanking You,

Yours faithfully,
For Mphasis Limited

MAYANK VERMA
Digitally signed by MAYANK VERMA
Date: 2026.07.23 22:32:07 +05'30'

Mphasis Limited BANGALORE

Mayank Verma
Senior Vice President and Company Secretary
Membership No.: ACS 18776

Initial MV

Initial BG

Initial SC

Encl.: As above

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DECLARATION OF VOTING RESULTS OF 35TH ANNUAL GENERAL MEETING HELD ON JULY 23, 2026

(Consolidated Results of remote e-voting and e-voting during the AGM)

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In terms of the applicable provisions of the Companies Act, 2013, Rules made thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), the Company extended e-voting facility (Remote e-voting) to its members to vote on all the resolutions which were proposed at the 35th Annual General Meeting (AGM) of the Company held through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM") on July 23, 2026 at 09:00 am (IST) and concluded at 10:12 am (IST).

The Company appointed Mr. S P Nagarajan, Practicing Company Secretary, as Scrutinizer for the purpose of scrutinizing the remote e-voting process and e-voting during the AGM, undertaken at the 35th AGM of the Company.

The Scrutinizer submitted his reports, after scrutiny of the remote e-voting and e-voting during the AGM.

On the basis of the above reports, it is hereby declared that all the resolutions, as stated in the Notice of the AGM dated April 29, 2026, have been duly passed by the members of the Company with a requisite majority as per the following details. The Scrutinizer's Report and the voting pattern as per the requirement of the SEBI Listing Regulations are annexed herewith.

Resolutions	Number of Votes (Shares)			Passed as Ordinary / Special Resolution
	Favour	Against	Invalid	
Adoption of audited standalone and consolidated Financial Statements for the year ended 31 March 2026 and the reports of the Board and Auditors' thereon.	17,30,04,145	47	-	Ordinary Resolution
Percentage	100.00	0.00	-	
Declaration of final dividend of ₹ 62/- per equity share of face value of ₹ 10/- each for the financial year ended 31 March 2026.	17,31,21,419	406	-	Ordinary Resolution
Percentage	100.00	0.00	-	
Appointment of Mr. Kabir Mathur (DIN: 08635072) as a Director, who retires by rotation and being eligible seeks re-appointment.	16,73,97,094	56,56,279	-	Ordinary Resolution
Percentage	96.73	3.27	-	
Appointment of Mr. Pankaj Sood (DIN: 05185378) as a Director, who retires by rotation and being eligible seeks re-appointment.	16,73,73,367	56,80,006	-	Ordinary Resolution
Percentage	96.72	3.28	-	
Re-appointment of Ms. Maureen Anne Erasmus (DIN: 09419036) as an Independent Director of the Company for a term of 5 years w.e.f. December 20, 2026.	16,85,32,250	45,21,128	-	Special Resolution
Percentage	97.39	2.61	-	
Re-appointment of Mr. Nitin Rakesh (DIN: 00042261) as the Chief Executive Officer and Managing Director of the Company for a term of 5 years w.e.f. October 01, 2026.	16,25,21,776	1,01,86,988	-	Special Resolution
Percentage	94.10	5.90	-	

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General information about company	
Scrip code	526299
NSE Symbol	MPHASIS
MSEI Symbol	NA
ISIN	INE356A01018
Name of the company	MPHASIS LIMITED
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	23-07-2026
Start time of the meeting	09:00 AM
End time of the meeting	10:12 AM

Prev Next

Mphasis
The Next Applied

Home Validate

Scrutinizer Details	
Name of the Scrutinizer	SP NAGARAJAN
Firms Name	NA
Qualification	CS
Membership Number	10028
Date of Board Meeting in which appointed	29-04-2026
Date of Issuance of Report to the company	23-07-2026

Prev Next

Voting results	
Record date	16-07-2026
Total number of shareholders on record date	134245
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	1
b) Public	49
No. of resolution passed in the meeting	**6**
Disclosure of notes on voting results	Add Notes

Prev

Mphasis
The Next Applied

Home Validate

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 for the year ended 31 March 2026 and the reports of the Board 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	58299642	58299642	100.0000	58299642	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
	Total	58299642	58299642	100.0000	58299642	0	100.0000	0.0000
Public- Institutions	E-Voting	124190618	113863022	91.6841	113863022	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
	Total	124190618	113863022	91.6841	113863022	0	100.0000	0.0000
Public- Non Institutions	E-Voting	8382877	841528	10.0387	841481	47	99.9944	0.0056
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	8382877	841528	10.0387	841481	47	99.9944	0.0056
Total		190873137	173004192	90.6383	173004145	47	100.0000	0.0000
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	0
Public Insitutions	0
Public - Non Insitutions	0

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Mphasis Limited
Registered Office:
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Marathahalli Outer Ring Road, Doddanakundi Village,
Mahadevapura, Bangalore 560 048, India
CIN: L30007KA1992PLC025294

Mphasis
The Next Applied

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Resolution (2)

Resolution required: (Ordinary / Special)	Ordinary
Whether promoter/promoter group are interested in the agenda/resolution?	No
Description of resolution considered	Declaration of final dividend of ₹ 62/- per equity share of face value of ₹ 10/- each for the financial year ended 31 March 2026.

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	58299642	58299642	100.0000	58299642	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
	Total	58299642	58299642	100.0000	58299642	0	100.0000	0.0000
Public- Institutions	E-Voting	124190618	113980655	91.7788	113980655	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
	Total	124190618	113980655	91.7788	113980655	0	100.0000	0.0000
Public- Non Institutions	E-Voting	8382877	841528	10.0387	841122	406	99.9518	0.0482
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	8382877	841528	10.0387	841122	406	99.9518	0.0482
Total		190873137	173121825	90.6999	173121419	406	99.9998	0.0002
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	0
Public Insitutions	0
Public - Non Insitutions	0

Mphasis
The Next Applied

Home Validate

Resolution (3)

Resolution required: (Ordinary / Special)	Ordinary
Whether promoter/promoter group are interested in the agenda/resolution?	No
Description of resolution considered	Appointment of Mr. Kabir Mathur (DIN: 08635072) as a Director, who retires by rotation and being eligible seeks 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	58299642	58299642	100.0000	58299642	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
	Total	58299642	58299642	100.0000	58299642	0	100.0000	0.0000
Public- Institutions	E-Voting	124190618	113912218	91.7237	108256496	5655722	95.0350	4.9650
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	124190618	113912218	91.7237	108256496	5655722	95.0350	4.9650
Public- Non Institutions	E-Voting	8382877	841513	10.0385	840956	557	99.9338	0.0662
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	8382877	841513	10.0385	840956	557	99.9338	0.0662
Total		190873137	173053373	90.6641	167397094	5656279	96.7315	3.2685
						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	0
Public Insitutions	0
Public - Non Insitutions	0

Mphasis
The Next Applied

Home Validate

Resolution (4)

Resolution required: (Ordinary / Special)	Ordinary
Whether promoter/promoter group are interested in the agenda/resolution?	No
Description of resolution considered	Appointment of Mr. Pankaj Sood (DIN: 05185378) as a Director, who retires by rotation and being eligible seeks 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	58299642	58299642	100.0000	58299642	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
	Total	58299642	58299642	100.0000	58299642	0	100.0000	0.0000
Public- Institutions	E-Voting	124190618	113912218	91.7237	108232824	5679394	95.0142	4.9858
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	124190618	113912218	91.7237	108232824	5679394	95.0142	4.9858
Public- Non Institutions	E-Voting	8382877	841513	10.0385	840901	612	99.9273	0.0727
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	8382877	841513	10.0385	840901	612	99.9273	0.0727
Total		190873137	173053373	90.6641	167373367	5680006	96.7178	3.2822
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	0
Public Insitutions	0
Public - Non Insitutions	0

Mphasis
The Next Applied

Home Validate

Resolution (5)

Resolution required: (Ordinary / Special)	Special
Whether promoter/promoter group are interested in the agenda/resolution?	No
Description of resolution considered	Re-appointment of Ms. Maureen Anne Erasmus (DIN: 09419036) as an Independent Director of the Company for a term of 5 years w.e.f. December 20, 2026.

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	58299642	58299642	100.0000	58299642	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
	Total	58299642	58299642	100.0000	58299642	0	100.0000	0.0000
Public- Institutions	E-Voting	124190618	113912218	91.7237	109391997	4520221	96.0318	3.9682
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	124190618	113912218	91.7237	109391997	4520221	96.0318	3.9682
Public- Non Institutions	E-Voting	8382877	841518	10.0385	840611	907	99.8922	0.1078
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	8382877	841518	10.0385	840611	907	99.8922	0.1078
Total		190873137	173053378	90.6641	168532250	4521128	97.3874	2.6126
						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	0
Public Insitutions	0
Public - Non Insitutions	0

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The Next Applied

Home Validate

Resolution (6)

Resolution required: (Ordinary / Special)	Special
Whether promoter/promoter group are interested in the agenda/resolution?	No
Description of resolution considered	Re-appointment of Mr. Nitin Rakesh (DIN: 00042261) as the Chief Executive Officer and Managing Director of the Company for a term of 5 years w.e.f. October 01, 2026.

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	58299642	58299642	100.0000	58299642	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
	Total	58299642	58299642	100.0000	58299642	0	100.0000	0.0000
Public- Institutions	E-Voting	124190618	113912218	91.7237	103725754	10186464	91.0576	8.9424
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	124190618	113912218	91.7237	103725754	10186464	91.0576	8.9424
Public- Non Institutions	E-Voting	8382877	496904	5.9276	496380	524	99.8945	0.1055
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	8382877	496904	5.9276	496380	524	99.8945	0.1055
Total		190873137	172708764	90.4835	162521776	10186988	94.1016	5.8984
						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	0
Public Insitutions	0
Public - Non Insitutions	0

Annexure-B

S.P. NAGARAJAN M.Com., A.C.S., L.L.B.
Company Secretary in Wholetime Practice

S-818, Eighth Floor,
South Block - Manipal Centre,
47, Dickenson Road,
Bangalore - 560 042
Telefax: 080- 41136320, 41141544
Mobile: 98453 84585
Email: **cs@nagarajsp818.com**

Consolidated Scrutinizer's Report

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

To,
The Chairperson of 35th Annual General Meeting (AGM) of the Equity Shareholders of **Mphasis Limited** held on **Thursday, 23rd July 2026** at **09:00 A.M. (IST)** through Video Conferencing ("VC") / Other Audio-Visual Means (OVAM)

Dear Sir,

I, S P Nagarajan, Company Secretary in Wholetime Practice, have been appointed as the Scrutinizer by the Board of Directors of **Mphasis Limited** ('the Company') for the purpose of scrutinizing the electronic voting (e-voting) process provided to the members of the Company at the 35th Annual General Meeting (AGM) in compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 through:

i) the remote e-voting process; and
ii) e-voting process during the AGM (voting during the 35th AGM);

in a fair and transparent manner and ascertaining the requisite majority on remote e-voting, and e-voting (voting during the 35th AGM) as per the provisions of the Companies Act, 2013 and rules made thereunder (including any statutory modification(s) or re-enactment thereof, for the time being in force) and as per the provisions of Secretarial Standard-2 (SS-2) on "General Meetings", issued by the Institute of Company Secretaries of India (ICSI) pursuant to Section 118 (10) of the Companies Act, 2013, on the resolutions set out in the Notice under Items numbered 1 to 6 of the Notice of the 35th AGM of the members of the Company dated 29th April 2026.

S.P. NAGARAJAN
ACS: 10028
C.P. No: 4738
Company Secretary in Wholetime Practice

The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof, for the time being in force) with regard to voting through electronic means (by remote e-voting prior to the AGM and e-voting during the AGM) on the resolutions proposed in the Notice of the 35th AGM of the Company is the responsibility of the management.

The e-voting facility for e-voting prior to the AGM (remote e-voting) and voting at the AGM by electronic means (e-voting) was provided by National Securities Depository Limited (NSDL).

My responsibility as a Scrutinizer is to render Scrutinizer's Report on the votes cast "in favour" or "against" or "abstained/invalid" votes, if any on the resolutions contained in the Notice of AGM, based on the reports generated from the remote e-voting system and e-voting system during the AGM provided by NSDL and the authorizations lodged with the Company, in tandem with the reconciliation of the records maintained by the Company / Integrated Registry Management Services Private Limited, Registrar and Share Transfer Agent (RTA) of the Company.

DISPATCH OF NOTICE CONVENING THE MEETING THROUGH ELECTRONIC AND PHYSICAL MODE:

In compliance with the circulars issued by the Ministry of Corporate Affairs ("MCA") dated 22nd September 2025 read with circulars dated 08th April 2020, 13th April 2020 and 5th May 2020 and SEBI Circular dated 12th May 2020 and 15th January 2021, Notice of the 35th AGM dated 23rd July 2026 was sent through electronic mode to the members whose e-mail addresses were registered with the Company/Depositories. Letter containing the weblink of Annual Report and Notice of AGM were sent through post to the members whose e-mail addresses were not registered with the Company/ Depositories. The Notice of the AGM was also made available on the Company's website, websites of the Stock Exchanges and on the website of NSDL.

CUT-OFF DATE:

The members of the Company holding shares either in physical form or in dematerialized form as on the cut-off date i.e., Thursday, 16th July 2026, were entitled to vote on the resolutions set out in the Notice of the 35th AGM of the Company. The voting rights of members were in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date i.e., Thursday, 16th July 2026.

REMOTE E-VOTING:

The remote e-voting facility for e-voting prior to the AGM was provided by National Securities Depository Limited (NSDL).

The remote e-voting period was open for five (5) days which commenced on Saturday, 18th July 2026 at 09:00 A.M. (IST) and concluded on Wednesday, 22nd July 2026 at 05:00 P.M. (IST) on https://www.evoting.nsdl.com/.

S.P. NAGARAJAN ACS: 10028 C.P. No. 4738 Company Secretary in Wholetime Practice

E-VOTING AT THE 35th AGM:

The facility for e-voting at the AGM was provided by National Securities Depository Limited (NSDL).

Members, present at the AGM held through VC facility and who had not cast their vote on the resolutions through remote e-voting and were otherwise not barred from doing so, were eligible to vote through e-voting system during the AGM. The eligible members were allowed to vote within 30 minutes after conclusion of the deliberations at the AGM.

The Ministry of Corporate Affairs ("MCA") vide its circular dated 22nd September 2025, permitted convening the AGM due in the year 2026 through VC. Accordingly, in compliance with the provisions of the Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and MCA Circulars, the 35th AGM of the Company was held through VC. As the AGM was held through VC and physical attendance of members was dispensed with, the facility for appointment of proxies by the members was not made available for the AGM.

COUNTING PROCESS:

After closure of voting process at the AGM, the votes cast through remote e-voting prior to the date of AGM and the votes cast through e-voting at the AGM were unblocked and downloaded from the e-voting website of National Securities Depository Limited (https://www.evoting.nsdl.com) in the presence of two witnesses present through virtual means, who are not in the employment of the Company. The e-voting data/results downloaded from the e-voting system of NSDL were scrutinized and reviewed, the votes were counted, and the results were prepared.

I have issued separate Scrutinizer's Report dated 23rd July 2026 on the results of remote e-voting and e-voting during the 35th AGM on the resolutions contained in the Notice to the 35th AGM of the members of the Company.

I submit herewith my consolidated Scrutinizer's Report on the results of voting through remote e-voting and e-voting during the AGM as detailed hereunder (percentage (%) of votes has been rounded off to two decimals) :-

S.P. NAGARAJAN
ACS: 10028
C.P. No: 4738
Company Secretary in Wholetime Practice

A. Ordinary Business

Item 1: Ordinary Resolution

To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended 31 March 2026 and the reports of the Board of Directors and Auditors thereon.

Total Number of members voted	Total Number of votes cast
1,021	**17,30,04,192**

Particulars of voting	Votes in favour of the resolution		Votes against the resolution		Invalid Votes
	Number	%	Number	%	
Remote e-voting	17,28,93,822	99.94	47	0	-
E-voting during the AGM	1,10,323	0.06	0	0	-
Total	**17,30,04,145**	**100**	**47**	**0**	**-**

The Resolution as mentioned in Item 1 of the Notice of the 35th AGM stands passed with requisite majority as an Ordinary Resolution.

Item 2: Ordinary Resolution

To declare a final dividend of ₹62/- per equity share of face value of ₹10/- each for the financial year ended 31st March 2026.

Total Number of members voted	Total Number of votes cast
1,024	**17,31,21,825**

Particulars of voting	Votes in favour of the resolution		Votes against the resolution		Invalid Votes
	Number	%	Number	%	
Remote e-voting	17,30,11,483	99.94	19	0	-
E-voting during the AGM	1,09,936	0.06	387	0	-
Total	**17,31,21,419**	**100**	**406**	**0**	**-**

The Resolution as mentioned in Item 2 of the Notice of the 35th AGM stands passed with requisite majority as an Ordinary Resolution.

S.P. NAGARAJAN
ACS: 10028
C.P. No: 4738
Company Secretary in Wholetime Practice

Item 3: Ordinary Resolution

To appoint a director in place of Mr. Kabir Mathur (DIN:08635072) who retires by rotation and being eligible, offers himself for re-appointment.

Total Number of members voted	Total Number of votes cast
1,039	**17,30,53,373**

Particulars of voting	Votes in favour of the resolution		Votes against the resolution		Invalid Votes
	Number	%	Number	%	
Remote e-voting	16,72,86,771	96.67	56,56,279	3.27	-
E-voting during the AGM	1,10,323	0.06	0	0.00	-
Total	**16,73,97,094**	**96.73**	**56,56,279**	**3.27**	-

The Resolution as mentioned in Item 3 of the Notice of the 35th AGM stands passed with requisite majority as an Ordinary Resolution.

Item 4: Ordinary Resolution

To appoint a director in place of Mr. Pankaj Sood (DIN: 05185378) who retires by rotation and being eligible, offers himself for re-appointment.

Total Number of members voted	Total Number of votes cast
1,039	**17,30,53,373**

Particulars of voting	Votes in favour of the resolution		Votes against the resolution		Invalid Votes
	Number	%	Number	%	
Remote e-voting	16,72,63,044	96.66	56,80,006	3.28	-
E-voting during the AGM	1,10,323	0.06	0	0.00	-
Total	**16,73,73,367**	**96.72**	**56,80,006**	**3.28**	-

The Resolution as mentioned in Item 4 of the Notice of the 35th AGM stands passed with requisite majority as an Ordinary Resolution.

S.P. NAGARAJAN
ACS: 10028
C.P. No: 4738
Company Secretary in Wholetime Practice

B. Special Business

Item 5: Special Resolution

To re-appoint Ms. Maureen Anne Erasmus (DIN: 09419036) as an Independent Director of the Company.

Total Number of members voted	Total Number of votes cast
1,035	**17,30,53,378**

Particulars of voting	Votes in favour of the resolution		Votes against the resolution		Invalid Votes
	Number	%	Number	%	
Remote e-voting	16,84,22,314	97.33	45,20,741	2.61	-
E-voting during the AGM	1,09,936	0.06	387	0.00	-
Total	**16,85,32,250**	**97.39**	**45,21,128**	**2.61**	-

The Resolution as mentioned in Item 5 of the Notice of the 35th AGM stands passed with requisite majority as a Special Resolution.

Item 6: Special Resolution

To re-appoint Mr. Nitin Rakesh (DIN: 00042261) as the Chief Executive Officer and Managing Director of the Company.

Total Number of members voted	Total Number of votes cast
1,030	**17,27,08,764**

Particulars of voting	Votes in favour of the resolution		Votes against the resolution		Invalid Votes
	Number	%	Number	%	
Remote e-voting	16,24,11,453	94.04	1,01,86,988	5.90	-
E-voting during the AGM	1,10,323	0.06	0	0.00	-
Total	**16,25,21,776**	**94.10**	**1,01,86,988**	**5.90**	-

The Resolution as mentioned in Item 6 of the Notice of the 35th AGM stands passed with requisite majority as a Special Resolution.

S.P. NAGARAJAN ★ ACS: 10028 C.P. No: 4738 Company Secretary in Wholetime Practice

I hereby confirm that the relevant records in respect of the votes cast through remote e-voting and e-voting during the 35th AGM by the members of the Company shall remain in my safe custody until the Chairperson or a director authorized in this regard considers, approves and signs the minutes of the said AGM and thereafter, I shall return the relevant records for safe keeping to the Company Secretary or any other person authorized by the Board for this purpose.

Thanking you,
Yours faithfully

Place: Bangalore	**Signature** : **Name of the Company Secretary : S.P. NAGARAJAN**
Date: 23rd July 2026	**Membership Number** : **10028** **CP Number** : **4738** **UDIN** : **A010028H000921642**
Peer reviewed Unit - bearing Unique Identification Number: I2002KR300400	

S.P. NAGARAJAN ★ ACS: 10028 C.P. No: 4738 Company Secretary in Wholetime Practice

S.P. NAGARAJAN M.Com., A C S., LLB.,
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