

June 02, 2026

To  
The Listing Department,  
**BSE Limited,**  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai – 400001  
Maharashtra, India

To  
The Listing Department  
**National Stock Exchange of India Limited.**  
Exchange Plaza, Bandra Kurla Complex, Bandra  
(East), Mumbai – 400051  
Maharashtra, India

Scrip Code: **544617**  
ISIN: **INE606N01019**

Scrip Symbol: **EXCELISOFT**

### **Sub: Results of the Postal Ballot along with Scrutiniser's Report**

Dear Sir/Madam,

This is in furtherance to our intimation dated April 29, 2026 w.r.t. Postal Ballot Notice, seeking approval of the members for the following matters by way of Postal Ballot:

1. To appoint Dr. Jayakumar Karuppusamy (DIN: 03615535) as a Non-Executive Independent Director of the Company for a term of 5 (Five) consecutive years with effect from March 10, 2026, up to March 09, 2031-Special Resolution.
2. To approve remuneration to be paid to Mr. Dhananjaya Sudhanva, Chairman and Managing Director (DIN: 00423641) -Special Resolution.
3. To approve the remuneration payable to Mrs. Shruthi Sudhanva, Whole Time Director (DIN: 06426159) -Special Resolution.
4. To approve the holding of an office or place of profit and remuneration payable to Mr. Adarsh Sudhindratheertha Mysore, Chief Innovations Officer - Ordinary Resolution.

The aforesaid resolutions have been passed by members with requisite majority. Please find enclosed details of voting results pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 together with the Scrutiniser's Report and the proceedings of the Postal Ballot. The resolutions deemed to be passed with requisite majority on May 29, 2026 (the last date of e-voting)

The voting results and the Scrutiniser's Report are also being uploaded on the Company's website, i.e. <https://www.excelsoftcorp.com/investors> under the Investors section, and on the website of the e-voting agency i.e. MUFG at <https://instavote.linkintime.co.in/Result>.

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📍 **Kuvempunagar, Mysuru**

1 Nikhil Plaza, 1310 & 1333,  
1 Gaganachumbi Double Rd,  
1 Block K, G & H Block, Kuvempu Nagara,  
1 Mysuru-570 023, Karnataka, India

📍 **Hyderabad**

1 2nd floor, IMAGE Incubation centre,  
1 Software Technology Parks of India,  
1 Divyasree solitaire, Plot No. 14 & 15,  
1 Software Units layout,HITEC City, Madhapur,  
1 Hyderabad - 500081, Telangana, India

📍 **Noida**

1 Plot no. A 42/6, Suite No.401,  
1 4th Floor, Sector - 62,  
1 Noida – 201301, Uttar Pradesh, India



## EXCELSOFT TECHNOLOGIES LIMITED

Formerly known as Excelsoft Technologies Private Limited.

CIN: L72900KA2000PLC027256

1-B, Hootagalli Industrial Area, Mysuru - 570 018, Karnataka, India

0821-4282000 info@excelsoftcorp.com www.excelsoftcorp.com

We request you to kindly take the above disclosure on record.

Thanking You,

**For Excelsoft Technologies Limited,**

(Formerly known as Excelsoft Technologies Private Limited)

**S M Adithya Jain**

Company Secretary, Chief Compliance Officer and

Chief Investor Relations Officer

(ICSI Membership No.: A49042)

Place: Mysuru

### ***Enclosed***

- 1. Voting results pursuant to Regulation 44*
- 2. Scrutiniser's Report*
- 3. Proceedings of the Postal Ballot.*

#### **☉ Kuvempunagar, Mysuru**

- | Nikhil Plaza, 1310 & 1333,
- | Gaganachumbi Double Rd,
- | Block K, G & H Block, Kuvempu Nagara,
- | Mysuru-570 023, Karnataka, India

#### **☉ Hyderabad**

- | 2nd floor, IMAGE Incubation centre,
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- | Hyderabad - 500081, Telangana, India

#### **☉ Noida**

- | Plot no. A 42/6, Suite No.401,
- | 4th Floor, Sector - 62,
- | Noida – 201301, Uttar Pradesh, India

General information about company	
Scrip code	544617
NSE Symbol	EXCELSOFT
MSEI Symbol	NOTLISTED
ISIN	INE606N01019
Name of the company	EXCELSOFT TECHNOLOGIES LIMITED
Type of meeting	Postal Ballot
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	29-05-2026
Start time of the meeting	
End time of the meeting	

Scrutinizer Details	
Name of the Scrutinizer	Vijayesh R
Firms Name	Padmavathi and Vijayesh Associates LLP
Qualification	CS
Membership Number	F12248
Date of Board Meeting in which appointed	29-04-2026
Date of Issuance of Report to the company	02-06-2026

Voting results	
Record date	24-04-2026
Total number of shareholders on record date	77507
<b>No. of shareholders present in the meeting either in person or through proxy</b>	
a) Promoters and Promoter group	
b) Public	
<b>No. of shareholders attended the meeting through video conferencing</b>	
a) Promoters and Promoter group	
b) Public	
<b>No. of resolution passed in the meeting</b>	<b>4</b>
Disclosure of notes on voting results	

[Add Notes](#)

Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint Dr. Jayakumar Karuppusamy (DIN: 03615535) as a Non-Executive Independent Director of the Company for a term of 5 (Five) consecutive years with effect from March 10, 2026, up to March 09, 2031.				
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	68000637	68000637	100.0000	68000637	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>68000637</b>	<b>68000637</b>	<b>100.0000</b>	<b>68000637</b>	<b>0</b>	<b>100.0000</b>
Public-Institutions	E-Voting	6253631	2847681	45.5364	2847681	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>6253631</b>	<b>2847681</b>	<b>45.5364</b>	<b>2847681</b>	<b>0</b>	<b>100.0000</b>
Public- Non Institutions	E-Voting	40829896	2079940	5.0942	2047128	32812	98.4225	1.5775
	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>40829896</b>	<b>2079940</b>	<b>5.0942</b>	<b>2047128</b>	<b>32812</b>	<b>98.4225</b>
<b>Total</b>		<b>115084164</b>	<b>72928258</b>	<b>63.3695</b>	<b>72895446</b>	<b>32812</b>	<b>99.9550</b>	<b>0.0450</b>
<b>Whether resolution is Pass or Not.</b>							Yes	
<b>Disclosure of notes on resolution</b>							<input type="button" value="Add Notes"/>	

Resolution (2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To approve remuneration to be paid to Mr. Dhananjaya Sudhanva, Chairman and Managing Director (DIN: 00423641).				
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	68000637	68000637	100.0000	68000637	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>		68000637	68000637	100.0000	68000637	0	100.0000
Public-Institutions	E-Voting	6253631	2847681	45.5364	764431	2083250	26.8440	73.1560
	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>		6253631	2847681	45.5364	764431	2083250	26.8440
Public- Non Institutions	E-Voting	40829896	2079808	5.0938	2045835	33973	98.3665	1.6335
	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>		40829896	2079808	5.0938	2045835	33973	98.3665
<b>Total</b>		115084164	72928126	63.3694	70810903	2117223	97.0968	2.9032
<b>Whether resolution is Pass or Not.</b>							Yes	
<b>Disclosure of notes on resolution</b>							<div style="border: 1px solid black; padding: 5px; display: inline-block; background-color: #800000; color: white;">Add Notes</div>	

Resolution (3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To approve the remuneration payable to Mrs. Shruthi Sudhanva, Whole Time Director (DIN: 06426159)				
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	68000637	68000637	100.0000	68000637	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>		68000637	68000637	100.0000	68000637	0	100.0000
Public-Institutions	E-Voting	6253631	2847681	45.5364	764431	2083250	26.8440	73.1560
	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>		6253631	2847681	45.5364	764431	2083250	26.8440
Public-Non Institutions	E-Voting	40829896	2079684	5.0935	2045711	33973	98.3664	1.6336
	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>		40829896	2079684	5.0935	2045711	33973	98.3664
<b>Total</b>		115084164	72928002	63.3693	70810779	2117223	97.0968	2.9032
<b>Whether resolution is Pass or Not.</b>				Yes				
<b>Disclosure of notes on resolution</b>				<div style="border: 1px solid black; padding: 5px; display: inline-block; background-color: #c00000; color: white;">Add Notes</div>				

Resolution (4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To approve the holding of an office or place of profit and remuneration payable to Mr. Adarsh Sudhindertheertha Mysore, Chief Innovations Officer.				
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	68000637	0	0.0000	0	0	0.0000	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>		68000637	0	0.0000	0	0	0.0000
Public-Institutions	E-Voting	6253631	2847681	45.5364	764431	2083250	26.8440	73.1560
	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>		6253631	2847681	45.5364	764431	2083250	26.8440
Public-Non Institutions	E-Voting	40829896	2080341	5.0951	2046216	34125	98.3596	1.6404
	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>		40829896	2080341	5.0951	2046216	34125	98.3596
<b>Total</b>		115084164	4928022	4.2821	2810647	2117375	57.0340	42.9660
<b>Whether resolution is Pass or Not.</b>							Yes	
<b>Disclosure of notes on resolution</b>							<div style="border: 1px solid black; background-color: #800000; color: white; padding: 5px; text-align: center;">Add Notes</div>	

## REPORT OF SCRUTINIZER

[Pursuant to Sections 108 & 110 of the Companies Act, 2013 read with Rules made thereon]

To  
Mr. Dhananjaya Sudhanva,  
Chairman and Managing Director  
Excelsoft Technologies Limited (“Company”)  
(formerly known as Excelsoft Technologies Private Limited)  
1-B, Hootagalli Industrial Area, Mysuru, Karnataka, India – 570018

Dear Sir,

**Subject:** Scrutinizer's Report on voting through remote e-voting for Postal Ballot conducted in terms of Sections 108 and 110 of the Companies Act, 2013 (“Act”) read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014.

- A.** In accordance with the Act, Padmavathi & Vijayesh Associates LLP, Company Secretaries in Practice bearing ICSI Unique Code L2024KR016900 and Peer review No. 6043/2024, represented by Mr. Vijayesh R (Membership No. F12248, Certificate of Practice No. 27386), Designated Partner, failing him, Ms. Padmavathi Kavoor (COP No.: 3963; Membership No. F6457) have been appointed as Scrutinizer by the Board of Directors of the Company at its meeting held on Wednesday, April 29, 2026, for votes cast through electronic means (“remote e-voting” or “e-voting”) for the postal ballot process in respect of the resolutions as set out in the Postal Ballot Notice dated April 29, 2026 (“Notice”).
- B.** Member's approval was sought for the below Special Businesses:
- To appoint of Dr. Jayakumar Karuppusamy (DIN: 03615535) as a Non-Executive Independent Director of the Company for a term of 5 (Five) consecutive years with effect from March 10, 2026, up to March 09, 2031 – **Special Resolution.**
  - To approve remuneration to be paid to Mr. Dhananjaya Sudhanva, Chairman and Managing Director (DIN: 00423641) – **Special Resolution.**
  - To approve remuneration payable to Mrs. Shruthi Sudhanva, Whole Time Director (DIN: 06426159) – **Special Resolution.**
  - To approve holding of office or place of profit and remuneration payable to Mr. Adarsh Sudhindratheertha Mysore, Chief Innovations Officer – **Ordinary Resolution.**
- C.** Pursuant to Sections 108 and 110 of the Act and Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, read with General Circular No. 14/2020 dated April 8, 2020, No. 17/ 2020 dated April 13, 2020, No. 09/2024 dated September 19, 2024, No. 09/2025 dated September 22, 2025, and other relevant circulars issued in this regard by the Ministry of Corporate Affairs (‘MCA’) from time to time (“MCA Circulars”), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Secretarial Standard - 2 on General Meetings issued by the Institute of Company Secretaries of India, and other applicable laws and regulations (including any statutory modification(s) and/or re-enactment(s) thereof for the time being in force), the items of special businesses as set out in the Notice was placed for approval of the members of the Company through remote e-voting only. The Company has confirmed that the electronic copy of the Notice and Explanatory Statement along with the process of remote e-voting in terms of the MCA Circulars were sent to the members on Wednesday, April 29, 2026, whose e-mail addresses were registered with the Company/ National Securities Depository Limited (NSDL) and Central Depository Services Limited (CDSL), hereinafter collectively referred to as “Depositories” and whose names appeared in the Register of Members of the Company or Register of Beneficial Owners maintained by the Depositories as on Friday, April 24, 2026 (“cut-off date”).

- D. The Company has engaged the services of MUFG Intime India Private Limited (formerly Link Intime India Private Limited), bearing CIN: U67190MH1999PTC118368, SEBI Reg No. INR000004058 with its Registered Office located at C-101, Embassy 247, L B S Marg, Vikhroli (West), Mumbai - 400 083 Maharashtra, India (Registrar and Share Transfer Agent or “RTA”), to facilitate e-voting to enable the Members to cast their votes electronically.
- E. Members were required to communicate their assent or dissent only through remote e-voting system in terms of the MCA Circulars.
- F. Pursuant to Rule 20 of the Companies (Management and Administration) Rules 2014, as amended, the Company had published the Newspaper advertisements in “Financial Express” (English) and in “Vijayavani” (Kannada) editions on Thursday, April 30, 2026.
- G. The remote e-voting period commenced on Thursday, April 30, 2026, from 09:00 (IST) and ended on Friday, May 29, 2026, at 17:00 (IST).
- H. Accordingly, the votes cast through remote e-voting were taken into account at the end of the remote e-voting period, on Friday, May 29, 2026, at 17:00 (IST), the remote e- voting module was thereafter disabled for voting by MUFG Intime India Private Limited (RTA). The remote e-voting summary statement was thereafter downloaded from the e-voting website of MUFG Intime India Private Limited, <https://instavote.linkintime.co.in>
1. The register, in accordance with of Clause(xiv) sub-rule (4) of rule 20 and sub- rule(10) of rule 22 of the Companies (Management and Administration) Rules, 2014, has been maintained electronically to record the assent or dissent received, mentioning the particulars of name, address, folio number or DP ID Client ID of the members, number of shares held by them and nominal value of such shares. There were no shares with differential voting rights in the Company, hence there is no requirement of maintaining the list of shares with differential voting rights.
  2. Since there was no voting by physical postal ballot form, the question of keeping them under my safe custody before commencing the scrutiny does not arise.
  3. The votes cast through electronic means were unblocked on Friday, May 29, 2026, at 17:11 IST.
  4. Votes cast through electronic means were scrutinized and the shareholding was matched / confirmed with the Register of Members of the Company / list of beneficiaries as on Friday, April 24, 2026.
  5. Votes cast through electronic means up to 17:00 IST of Friday May 29, 2026, being the last time and date fixed by the Company for voting through electronic means were considered for my scrutiny.
  6. Since the voting on Postal Ballot process was conducted only through e-voting, reporting on number of envelopes containing postal ballot form received after due date and up to the date of this report does not arise.
  7. Since the voting on Postal Ballot process was conducted only through e-voting, reporting on number of envelopes containing postal ballot forms returned undelivered also does not arise.
  8. Since the voting on Postal Ballot process was conducted only through e-voting, reporting on finding of defaced or mutilated ballot paper too does not arise.
  9. For the purpose of representation we have rounded off to 4(four) decimal points with respect to any percentage mentioned in the table.
  10. The details of votes cast through electronic means is enclosed.
- I. We will hand over the e-registers and records relating to e-voting for the safe custody to the Chairman of the Company.
- J. You may accordingly declare the result of e-voting as the outcome of Postal Ballot Notice dated April 29, 2026.

**Enclosed as above.**

**ITEM NO 1:**

**SPECIAL RESOLUTION**

**TO APPOINT DR. JAYAKUMAR KARUPPUSAMY (DIN: 03615535) AS A NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY FOR A TERM OF 5 (FIVE) CONSECUTIVE YEARS WITH EFFECT FROM MARCH 10, 2026, UP TO MARCH 09, 2031.**

Sl.No.	Particulars	E-Voting		% of Voting to Equity Shares as on Cut Off Date i.e. April 24, 2026 (11,50,84,164) Equity Shares
		No. of members voted through e-voting system	No. of votes cast through e-voting system. (Equity Shares of Rs. 10/-)	
a.	Total e-votes received	185	7,29,28,605	63.3698
b.	Less: Invalid e-votes (as per register) (No. of Shares abstained from voting)	4	347	0.0003
c.	Net valid e-votes (as per register)	181	7,29,28,258	63.3695
Sl.No.	Particulars	E-Voting		% of Net valid e-votes cast
		No. of members voted through e-voting system	No. of votes cast through e-voting system. (Equity Shares of Rs. 10/-)	
a.	e-votes with assent for the Resolution as a percentage of net valid e-votes*	165	7,28,95,446	99.9550
b.	e-votes with dissent for the Resolution as a percentage of net valid e-votes*	17	32,812	0.0450

\*The total of row (a) and (b) for the column, number of members voted through e-voting system is not equal to the row (c) for said column, as 1(One) member has voted both in favour and against.

**ITEM NO 2:**

**SPECIAL RESOLUTION**

**TO APPROVE REMUNERATION TO BE PAID TO MR. DHANANJAYA SUDHANVA, CHAIRMAN AND MANAGING DIRECTOR (DIN: 00423641)**

Sl.No.	Particulars	E-Voting		% of Voting to Equity Shares as on Cut Off Date i.e. April 24, 2026 (11,50,84,164) Equity Shares
		No. of members voted through e-voting system	No. of votes cast through e-voting system. (Equity Shares of Rs. 10/-)	
a.	Total e-votes received	184	7,29,28,605	63.3698
b.	Less: Invalid e-votes (as per register) (No. of Shares abstained from voting)	5	479	0.0004
c.	Net valid e-votes (as per register)	179	7,29,28,126	63.3694
Sl.No.	Particulars	E-Voting		% of Net valid e-votes cast
		No. of members voted through e-voting system	No. of votes cast through e-voting system. (Equity Shares of Rs. 10/-)	
a.	e-votes with assent for the Resolution as a percentage of net valid e-votes*	154	7,08,10,903	97.0968
b.	e-votes with dissent for the Resolution as a percentage of net valid e-votes*	26	21,17,223	2.9032

\*The total of row (a) and (b) for the column, number of members voted through e-voting system is not equal to the row (c) for said column, as 1(One) member has voted both in favour and against

**ITEM NO 3:**

**SPECIAL RESOLUTION**

**TO APPROVE THE REMUNERATION PAYABLE TO MRS. SHRUTHI SUDHANVA, WHOLE TIME DIRECTOR (DIN: 06426159)**

Sl.No.	Particulars	E-Voting		% of Voting to Equity Shares as on Cut Off Date i.e. April 24, 2026 (11,50,84,164) Equity Shares
		No. of members voted through e-voting system	No. of votes cast through e-voting system. (Equity Shares of Rs. 10/-)	
a.	Total e-votes received	184	7,29,28,606	63.3698
b.	Less: Invalid e-votes (as per register) (No. of Shares abstained from voting)	6	604	0.0005
c.	Net valid e-votes (as per register)	178	7,29,28,002	63.3693
Sl.No.	Particulars	E-Voting		% of Net valid e-votes cast
		No. of members voted through e-voting system	No. of votes cast through e-voting system. (Equity Shares of Rs. 10/-)	
a.	e-votes with assent for the Resolution as a percentage of net valid e-votes*	153	7,08,10,779	97.0968
b.	e-votes with dissent for the Resolution as a percentage of net valid e-votes*	26	21,17,223	2.9032

\*The total of row (a) and (b) for the column, number of members voted through e-voting system is not equal to the row (c) for said column, as 1(One) member has voted both in favour and against

**ITEM NO 4:**

**ORDINARY RESOLUTION**

**TO APPROVE THE HOLDING OF AN OFFICE OR PLACE OF PROFIT AND REMUNERATION PAYABLE TO MR. ADARSH SUDHINDRATHEERTHA MYSORE, CHIEF INNOVATIONS OFFICER.**

Sl.No.	Particulars	E-Voting		% of Voting to Equity Shares as on Cut Off Date i.e. April 24, 2026 (11,50,84,164) Equity Shares
		No. of members voted through e-voting system	No. of votes cast through e-voting system. (Equity Shares of Rs. 10/-)	
a.	Total e-votes received	185	7,29,29,107	63.3702
b.	Less: Invalid e-votes (as per register) (No. of Shares abstained from voting)	7	448	0.0004
	Less: Invalid e-votes (No. of votes/shares of related parties invalidated)	7	6,80,00,637	59.0877
c.	Net valid e-votes (as per register)	171	49,28,022	4.2821
Sl.No.	Particulars	E-Voting		% of Net valid e-votes cast
		No. of members voted through e-voting system	No. of votes cast through e-voting system. (Equity Shares of Rs. 10/-)	
a.	e-votes with assent for the Resolution as a percentage of net valid e-votes*	149	28,10,647	57.0340
b.	e-votes with dissent for the Resolution as a percentage of net valid e-votes*	24	21,17,375	42.9660

\*The total of row (a) and (b) for the column, number of members voted through e- voting system is not equal to the row (c) for said column, as 2(Two) members have voted both in favour and against.

We further report that all the aforementioned resolutions were passed by the members with requisite majority.

**For Padmavathi and Vijayesh Associates LLP  
Company Secretaries in Practice**

**VIJAYESH RAJENDRAN**  
Digitally signed by VIJAYESH RAJENDRAN  
Date: 2026.06.02 16:23:20 +05'30'

**Name: Vijayesh R**  
**Designation: Designated Partner**  
**Membership Number: F12248**  
**C.P. Number: 27386**  
**UDIN: F012248H000568474**  
**Peer Review No: 6034/2024**  
**Date: June 2, 2026**

**DHANANJAYA SUDHANVA**  
Digitally signed by DHANANJAYA SUDHANVA  
Date: 2026.06.02 17:30:23 +05'30'

**PROCEEDINGS OF THE RESOLUTIONS PASSED THROUGH POSTAL BALLOT BY REMOTE E-VOTING PROCESS BY MEMBERS OF THE COMPANY AS SET OUT IN THE POSTAL BALLOT NOTICE DATED APRIL 29, 2026.**

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The Board of Director (“Board”) at its meeting held on April 29, 2026 of the Company considered and approved to seek the consent of the members of the Company for the below mentioned items of businesses by means of Postal Ballot pursuant to section 110 of the Company’s Act 2013 and Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, read with the General Circular No. 14/2020 dated April 8, 2020, the General Circular No. 17/2020 dated April 13, 2020, General Circular No. 20/2020 dated May 5, 2020 the General Circular No. 22/2020 dated June 15, 2020, and including General Circular No. 03/2025 dated September 22, 2025 issued by the Ministry of Corporate Affairs (“MCA Circulars”) for following Special/ Ordinary resolutions:

- 1. To appoint Dr. Jayakumar Karuppusamy (DIN: 03615535) as a Non-Executive Independent Director of the Company for a term of 5 (Five) consecutive years with effect from March 10, 2026, up to March 09, 2031 - Special Resolution.**
- 2. To approve remuneration to be paid to Mr. Dhananjaya Sudhanva, Chairman and Managing Director (DIN: 00423641) - Special Resolution.**
- 3. To approve the remuneration payable to Mrs. Shruthi Sudhanva, Whole Time Director (DIN: 06426159) - Special Resolution.**
- 4. To approve the holding of an office or place of profit and remuneration payable to Mr. Adarsh Sudhindratheertha Mysore, Chief Innovations Officer - Ordinary Resolution.**
  - a) The Company engaged the services of MUFG Intime India Private Limited (formerly Link Intime India Private Limited) (“MUFG”) to provide remote e-voting facilities and technical support in connection with the Postal Ballot process, including dispatch of the Notice and enabling members to cast their votes electronically.
  - b) In accordance with applicable MCA and SEBI circulars, the Board of Director identified April 24, 2026 as the Record date for Identifying the members for sending the postal ballot notice which was sent through electronic mode to those members whose e-mail addresses were registered with the Company/ Depositories and whose names are recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories for seeking approval as set out in the postal ballot notice.
  - c) The Board at its meeting held on April 29, 2026 had appointed Padmavathi & Vijayesh Associates LLP, Company Secretaries in Practice bearing LLPIN: ACI-9072; FRN/ICSI Unique code: L2024KR016900), having peer review number: 6043/2024, represented by Mr. Vijayesh R (COP No.: 27386; Membership No. F12248), Designated Partner, failing him, Mrs. Padmavathi Kavoor (COP No.: 3963; Membership No. F6457), (“the Scrutiniser”) as the Scrutinizers for conducting the e voting process in a fair and transparent manner.
  - d) The total number of shareholders as on the cut-off date was 77507.
  - e) Pursuant to the above, the postal ballot notice was sent to all eligible shareholders, electronically, on April 29, 2026.
  - f) A Public advertisement was published on April 30, 2026, with respect to dispatch of the notice and the details of the notice in Financial Express (English) and Vijayavani (Kannada).
  - g) The remote e-voting commenced 9.00 A.M. on Thursday April 30, 2026 and closed at 5.00 P.M. on Friday, May 29, 2026.

- h) The Company has made arrangement for inspection of all material documents referred to in the Notice and Explanatory Statement at the Registered Office of the Company on all working days except Saturdays, Sundays and National Holidays between 11:00 A.M. and 01:00 P.M. without any fee, by the members from the date of commencement of voting up to the closure of the voting period i.e. April 30, 2026 , 9.00 A.M to May 29, 2026, 05.00 P.M. for all the Members.
- i) The Scrutinizer then rendered his report.
- j) The Scrutinizer unblocked the votes casted under e-voting and downloaded the details at 5.11 P.M. IST on May 29, 2026, from MUFG portal.
- k) The Board at the meeting held on April 29, 2026, authorised The Chairman or any Director or the Company Secretary to receive the Scrutinizer's report, Accordingly, the Scrutiniser submitted his final report to the chairperson of the Company on June 2, 2026. Accordingly, the company noted that all the resolutions set out in the postal ballot notice dated April 29, 2026, have been duly passed with requisite majority.
- l) The text of resolutions as set out in the postal ballot notice dated April 29, 2026, that was passed by the shareholders is as follows:

**1. APPOINTMENT OF DR. JAYAKUMAR KARUPPUSAMY (DIN: 03615535) AS A NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY FOR A TERM OF 5 (FIVE) CONSECUTIVE YEARS WITH EFFECT FROM MARCH 10, 2026, UP TO MARCH 09, 2031.**

**The following resolution was placed before the members for approval by way of Postal Ballot through remote e-voting as a Special Resolution:**

**"RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014, the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015('SEBI LODR') , including any statutory modification(s) or re-enactment(s) thereof for the time being in force, the Articles of Association of the Company and based on the recommendation of the Nomination and Remuneration Committee and Board of Directors of the Company ("Board"), Dr. Jayakumar Karuppusamy (DIN: 03615535), who was appointed as an Additional Non Executive Independent Director, with effect from March 10, 2026 and in respect of whom Notice has been received from a Member proposing his candidature for appointment as a Director, designated as a Non-Executive Independent Director of the Company with effect from March 10, 2026 and has submitted a declaration pursuant to Regulation 25(8) that he meets the criteria for independence as provided under Section 149(6), Schedule IV of the Act, Regulation 16(1)(b) and other applicable requirements of the Listing Regulations, be and is hereby appointed as an Non Executive Independent Director of the Company to hold office for a term of 5 (Five) consecutive years with effect from March 10, 2026 to March 09, 2031, (both days inclusive) who shall not be liable to retire by rotation.

**RESOLVED FURTHER THAT** the Board of Directors of the Company and/or Committee of the Board of Director and/ or the Company Secretary of the Company, be and are hereby severally authorized to do all such acts, deeds, matters, things and to take all such steps as may be considered necessary or expedient, including filing the requisite forms and/or submission of documents with any authority or accepting any modifications to the clauses as required by such authorities, for the purpose of giving effect to this resolution and for matters connected therewith, or incidental thereto."

The Result of remote e-voting for the resolution as follows;

Total Number of Share	No. of votes polled	No of vote - in favour	% vote - in favour	No of votes – against	% vote – against
115084164	72928258	72895446	99.9550	32812	0.0450

The resolution has been duly passed with requisite majority.

**2. APPROVAL OF THE REMUNERATION TO BE PAID TO MR. DHANANJAYA SUDHANVA, CHAIRMAN AND MANAGING DIRECTOR (DIN: 00423641).**

**The following resolution was placed before the members for approval by way of Postal Ballot through remote e-voting as a Special Resolution:**

**"RESOLVED THAT** pursuant to the provisions of Section 196, 197, 198 read with Schedule V and other applicable provisions of the Companies Act, 2013, and the Companies (Meetings of Board and its Powers) Rules, 2014 ('the Act'), and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI LODR') (including any statutory modification(s) or re-enactment thereof), and based on the recommendation of the Nomination and Remuneration Committee and approval by the Audit Committee and the Board, the consent of the members of the Company, be and is hereby accorded for the payment of remuneration to be determined on yearly basis, notwithstanding any inadequacy of profit/ loss during the tenure of appointment and the remuneration as recommended by Nomination and Remuneration Committee and approved by the Audit Committee, may exceed the limits mentioned under Schedule V to the Act, the details of remuneration as stated below shall be payable as substantive remuneration with effect from April 01, 2026 for the remaining tenure of appointment, to Mr. Dhananjaya Sudhanva, Chairman and Managing Director (DIN: 00423641):

**A. Fixed Salary:**

- i. Not exceeding Indian Rupees 4,80,00,000 (Four Crores Eighty Lakhs) per annum as basic salary.
- ii. In addition to the Fixed Salary, he is entitled to contribution to Provident Fund, Pension Fund, and Superannuation as per Company policy, if any and Gratuity in accordance with law.
- iii. Various other allowances including but not limited to reimbursements, like Leave Travel Allowance, Commutation Allowance, House Rent Allowance, and Company leased car & accommodation, etc. as per the Company policy.
- iv. The service of Mr. Dhananjaya Sudhanva (DIN: 00423641) be considered as continuous service from the date of his joining the Company.

**B. Other Perquisites and Benefits:**

- i. Furniture & Equipment Program: As per Company policy.
- ii. Corporate Club Annual Membership Fees: Fees of 2 (Two) identified clubs including joining fees, if any.
- iii. Personal Accident Insurance, Group Life Insurance: Personal accident cover and group life insurance cover as per Company policy.
- iv. Medical: Reimbursement of self, spouse and dependent children up to maximum of one month's basic pay as per the Company policy. In addition, he will be entitled to medical insurance and annual health check-up as per Company policy.
- v. Leave with full pay and allowance: Leave with full pay and allowance as per Company's policy.
- vi. Full reimbursement for all telecommunication facilities, including high-speed internet, mobile phones, satellite links, and home-office technological upgrades for the MD at his Home office.

- vii. The Company shall provide or reimburse the full cost of, dedicated domestic staff(s) at his residence, which includes his home office set up, whether owned or leased by the MD or the Company.
- viii. Provision of chauffeur-driven motor vehicles for both business and personal use. All operating expenses, maintenance, insurance, and chauffeur salaries shall be borne by the Company. However, any personal usage the cost of which shall be paid to the Company.
- ix. Minimum remuneration: Notwithstanding the limitations prescribed on remuneration under the Act and SEBI Regulations, where in any financial year during the tenure of the appointment, the Company has no profits, or its profits are inadequate, the above remuneration and benefits by way of salary including perquisites and allowances, as stated supra, shall be payable as substantive remuneration.

**RESOLVED FURTHER THAT** the Board of Directors be and is hereby authorized to alter and vary the terms and conditions of the remuneration based on the recommendation of the Nomination and Remuneration Committee and as approved by Audit Committee, if so required.

**RESOLVED FURTHER THAT** the any of the Directors or Company Secretary or any Key Managerial Personnel, be and are hereby severally authorized, including but not limited to do all such acts, deeds and things and execute all such documents, instruments and writings if so required and to take necessary further action to give effect to the aforesaid resolutions.”

The Result of remote e-voting for the resolution as follows;

Total Number of Share	No. of votes polled	No of vote - in favour	% vote - in favour	No of votes – against	% vote – against
115084164	72928126	70810903	97.0968	2117223	2.9032

The resolution has been duly passed with requisite majority.

### 3. APPROVAL OF THE REMUNERATION PAYABLE TO MRS. SHRUTHI SUDHANVA, WHOLE TIME DIRECTOR (DIN: 06426159)

**The following resolution was placed before the members for approval by way of Postal Ballot through remote e-voting as a Special Resolution:**

**"RESOLVED THAT** pursuant to the provisions of Section 196, 197, 198 read with Schedule V and other applicable provisions of the Companies Act, 2013, and the Companies (Meetings of Board and its Powers) Rules, 2014 ('the Act'), and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI LODR') (including any statutory modification(s) or re-enactment thereof), and based on the recommendation of the Nomination and Remuneration Committee and approval by the Audit Committee and the Board, the consent of the members of the Company, be and is hereby accorded for the payment of remuneration to be determined on yearly basis, notwithstanding any inadequacy of profit/ loss during the tenure of appointment and the remuneration as recommended by Nomination and Remuneration Committee and approved by the Audit Committee, may exceed the limits mentioned under Schedule V to the Act, the details of remuneration as stated below shall be payable as substantive remuneration with effect from April 01, 2026 for the remaining tenure of appointment, to Mrs. Shruthi Sudhanva, Whole Time Director (DIN: 06426159):

**A. Fixed Salary:**

- i. Not exceeding Indian Rupees 1,50,00,000 (One Crore Fifty Lakhs) per annum as basic salary, as may be decided by the Board from year to year.
- ii. In addition to the Fixed Salary, she is entitled to contribution to Provident Fund, Pension Fund, and Superannuation as per Company policy, if any and Gratuity in accordance with law.
- iii. Various other allowances including but not limited to reimbursements, like Leave Travel Allowance, Commutation Allowance, House Rent Allowance, and Company leased car & accommodation, etc. as per the Company policy.
- iv. The service of Mrs. Shruthi Sudhanva, Whole Time Director (DIN: 06426159) be considered as continuous service from the date of her joining the Company.

**B. Other Perquisites and Benefits:**

- i. Furniture & Equipment Program: As per Company policy.
- ii. Personal Accident Insurance, Group Life Insurance: Personal accident cover and group life insurance cover as per Company policy.
- iii. Medical: Reimbursement of self, spouse and dependent children up to maximum of one month's basic pay as per the Company policy. In addition, she will be entitled to medical insurance and annual health check-up as per Company policy.
- iv. Leave with full pay and allowance: Leave with full pay and allowance as per Company's policy.
- v. Full reimbursement for all telecommunication facilities, including high-speed internet, mobile phones, satellite links.
- vi. Provision of chauffeur-driven motor vehicles for both business and personal use. All operating expenses, maintenance, insurance, and chauffeur salaries shall be borne by the Company. However, any personal usage the cost of which shall be paid to the Company.
- vii. Minimum remuneration: Notwithstanding the limitations prescribed on remuneration under the Act and SEBI Regulations, where in any financial year during the tenure of the appointment, the Company has no profits, or its profits are inadequate, the above remuneration and benefits by way of salary including perquisites and allowances, as stated supra, shall be payable as substantive remuneration.

**RESOLVED FURTHER THAT** the Board of Directors be and is hereby authorized to alter and vary the terms and conditions of the remuneration based on the recommendation of the Nomination and Remuneration Committee and as approved by Audit Committee, if so required and also through, including any of its Subsidiaries, Associates, group Company(s), in India or outside India.

**RESOLVED FURTHER THAT** the any of the Directors or Company Secretary or any Key Managerial Personnel, be and are hereby severally authorized, including but not limited to do all such acts, deeds and things and execute all such documents, instruments and writings if so required and to take necessary further action to give effect to the aforesaid resolutions.”

The Result of remote e-voting for the resolution as follows;

Total Number of Share	No. of votes polled	No of vote - in favour	% vote - in favour	No of votes – against	% vote – against
115084164	72928002	70810779	97.0968	2117223	2.9032

The resolution has been duly passed with requisite majority.

**4. APPROVAL FOR HOLDING OF AN OFFICE OR PLACE OF PROFIT AND REMUNERATION PAYABLE TO MR. ADARSH SUDHINDRATHEERTHA MYSORE, CHIEF INNOVATIONS OFFICER.**

**The following resolution was placed before the members for approval by way of Postal Ballot through remote e-voting as an Ordinary Resolution:**

**"RESOLVED THAT** pursuant to the provisions of Section 188 and other applicable provisions of the Companies Act, 2013 ('the Act'), read with Rules made thereon, and in accordance with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI LODR'), (including any statutory modification(s) or re-enactment thereof), and based on the recommendation of the Nomination and Remuneration Committee and approval of the Audit Committee and Board of Directors of the Company, the consent of the Members of the Company be and is hereby accorded to the Company to enter into a Related Party Transaction, for payment of remuneration to Mr. Adarsh Sudhindratheertha Mysore, Chief Innovations Officer, who is designated as a Senior Management Personnel carrying a remuneration in the range of Indian Rupees 75,00,000 (Seventy Five Lakhs) per annum up to Indian Rupees 1,50,00,000 (One Crore Fifty Lakh) per annum, as may be decided by the Board of Directors of the Company, including variable pay together with other benefits, perquisites, allowances and facilities, as applicable / payable to employees occupying similar position in the Company with authority to the Nomination and Remuneration Committee of the Board of Directors to decide the amount of remuneration payable to Mr. Adarsh Sudhindratheertha Mysore, from time to time, within the above limits approved by the members of the Company, with the condition that such revisions in the remuneration would be gradual and dependent on his performance, benchmarking with others within his grade and other matters, such as increments and variable pay limits as determined and approved for the other employees of the Company, including promotion to any higher position in the Company including any of its Subsidiaries, Associates, group Company(s), in India or outside India, on such terms and conditions of employment as per Company policy.

**RESOLVED FURTHER THAT** the Board of Directors be and is hereby authorized to alter and vary the terms and conditions of the appointment and/or remuneration based on the recommendation of the Nomination and Remuneration Committee and as approved by Audit Committee, including but not limited to any promotion to higher position in Company and remuneration commensurate with such position, in line with Company's policy, as may be applicable.

**RESOLVED FURTHER THAT** any of the Directors or Company Secretary or Key Managerial Personnel, be and are hereby severally authorized to do all such acts, deeds and things and execute all such documents, instruments and writings if so required, and to take further action/ steps to give effect to the aforesaid resolutions.

The Result of remote e-voting for the resolution as follows;

Total Number of Share	No. of votes polled	No of vote - in favour	% vote - in favour	No of votes – against	% vote – against
115084164	4928022	2810647	57.0340	2117375	42.9660

The resolution has been duly passed with requisite majority.

The Chairman of the Company took note of the result of the Postal ballot meeting and Scrutiniser report and authorized the Company Secretary and Compliance officer of the Company to disseminate the results, as required under Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, to the Exchanges, Notice Board and on the website of the Company.