

**Ref: SK/CHN/2022-23/E36**

**October 28, 2022**

National Stock Exchange of India Limited Capital Market – Listing, Exchange Plaza, 5th Floor, Plot No. C/1 G Block, Bandra – Kurla Complex, Bandra (E), Mumbai 400 051	BSE Limited 25th Floor, Phiroze Jeejeebhoy Towers Dalal Street, Fort Mumbai 400001
EQ-SECURKLOUD – ISIN – INE650K01021	Scrip code: 512161 – ISIN – INE650K01021

Dear Sir/ Madam,

**Subject: Disclosure of Voting Results of Postal Ballot**  
**Ref: SK/CHN/2022-23/E33 dated September 26, 2022**

We would like to inform you that the resolution circulated via postal ballot notice dated September 26, 2022 have been passed by the members of the Company with requisite majority. The resolutions put forth in the Postal Ballot Notice are deemed to be passed on the last day of e-voting i.e., Wednesday, October 26, 2022.

Pursuant to Regulation 44(3) of the SEBI (LODR) Regulations, Section 108 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, please find enclosed the following:

- Summary of Voting results
- Scrutinizer's Report dated October 27, 2022

This is for your information and records.

Thanking you,

Yours Truly  
For SecureCloud Technologies Limited



Roshini Selvakumar  
Company Secretary and Compliance Officer



044-6602-8000  
+1 925-270-4812



info@securecloud.com  
www.securecloud.com



No.37 & 38, ASV Ramana Towers, 5<sup>th</sup> Floor,  
Venkat Narayana Road, T.Nagar, Chennai – 600 017.

## VOTING RESULTS PURSUANT TO REGULATION 44 OF SEBI (LODR) REGULATIONS, 2015

S. No	Agenda	Resolution (Ordinary/Special)	Mode of Voting	Whether Promoters are interested in this resolution?	Remarks
1	Appointment of Mr. M. Vijaykumar (DIN: 01896931) as a Non – Executive (Non – Independent) Director of the Company	Ordinary	Remote e-voting	No	Passed with requisite majority
2	Appointment of Mr. Srinivas Mahankali (DIN: 01884823), Chief Business Officer as a Whole-time Director of the Company	Special	Remote e-voting	No	Passed with requisite majority
3	Appointment of Mr. Balasubramanian V (DIN: 06616155) as an Independent Director	Ordinary	Remote e-voting	No	Passed with requisite majority
4	Appointment of Mr. V. V. Sampath Kumar (DIN: 00879266) as an Independent Director	Ordinary	Remote e-voting	No	Passed with requisite majority



Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. M Vijaykumar (DIN: 01896931) as a Non-Executive (Non-Independent) Director 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	14539703	14539703	100.0000	14539703	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>	14539703	14539703	100.0000	14539703	0	100.0000	0.0000
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>							
Public- Non Institutions	E-Voting	18870902	653107	3.4609	648524	4583	99.2982	0.7017
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>	18870902	653107	3.4609	648524	4583	99.2982	0.7017
<b>Total</b>		33410605	15192810		15188227	4583		
<b>Whether resolution is Pass or Not.</b>							Yes	

Resolution (2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Srinivas Mahankali (DIN: 01884823), Chief Business Officer as a Whole-time Director 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	14539703	14539703	100.0000	14539703	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>	14539703	14539703	100.0000	14539703	0	100.0000	0.0000
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>							
Public- Non Institutions	E-Voting	18870902	653112	3.4360	648529	4583	99.2982	0.7017
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>	18870902	653112	3.4360	648529	4583	99.2982	0.7017
<b>Total</b>		33410605	15192815		15188232	4583		
<b>Whether resolution is Pass or Not.</b>							Yes	

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. Balasubramanian V (Din: 06616155) as an Independent Director				
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	14539703	14539703	100.0000	14539703	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>	14539703	14539703	100.0000	14539703	0	100.0000	0.0000
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>							
Public- Non Institutions	E-Voting	18870902	653107	3.4609	648839	4268	99.3465	0.6534
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>	18870902	653107	3.4609	648839	4268	99.3465	0.6534
<b>Total</b>		33410605	15192810		15188542	4268		
<b>Whether resolution is Pass or Not.</b>							Yes	

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. V. V. Sampath Kumar (DIN: 00879266) as an Independent Director				
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	14539703	14539703	100.0000	14539703	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		14539703	14539703	100.0000	14539703	0	100.0000
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>							
Public- Non Institutions	E-Voting	18870902	653107	3.4609	648789	4318	99.3388	0.6611
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		18870902	653107	3.4609	648789	4318	99.3388
<b>Total</b>		33410605	15192810		15188492	4318		
<b>Whether resolution is Pass or Not.</b>							Yes	



**REPORT OF THE SCRUTINIZER ON THE E-VOTING POSTAL BALLOTS BY THE  
SHAREHOLDERS OF SECUREKLOUD TECHNOLOGIES LIMITED PURSUANT TO SECTION  
110 OF THE COMPANIES ACT, 2013**

To

THE BOARD OF DIRECTORS

SECUREKLOUD TECHNOLOGIES LIMITED  
No.37 & 38, ASV Ramana Towers, 5th Floor,  
Venkat Narayana Road, T.Nagar  
Chennai 600017

Dear Sir,

**Sub: Report of Scrutinizer pursuant to passing of resolutions through (postal ballot)  
remote e-voting -reg..**

I, Nithya Pasupathy, Practising Company Secretary, (Membership No. FCS 10601 and Certificate of Practice No. 22562), Partner of SPNP & Associates, Practising Company Secretaries, was appointed by the Board of Directors of Securekcloud Technologies Limited, CIN: L72300TN1993PLC101852 (hereinafter referred as "the Company") as Scrutinizer for the purpose of scrutinizing the voting by postal ballot through remote e-voting and ascertaining the requisite majority on voting carried out in respect of the following resolutions as circulated in the Postal Ballot Notice dated 16<sup>th</sup> September, 2022 pursuant to Section 110 of the Companies Act, 2013 ('the Act') read with Rule 20 & Rule 22 of the Companies (Management and Administration) Rules, 2014, Secretarial Standards on General Meetings issued by the Institute of Company Secretaries of India ("SS-2") and the relaxations and clarifications issued by Ministry of Corporate Affairs ("MCA") vide General Circulars No.14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020 and 10/2021 dated June 23, 2021 and 20/2021 dated December 8, 2021 ("MCA Circulars"), Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'):

**SPNP & ASSOCIATES**  
**Practising Company Secretaries**

No.10/28, II Floor, 3rd Cross Street, R.K. Nagar, Raja Annamalaipuram, Chennai - 600 028.  
snpnassociates@gmail.com # Phone: 044 4215 3510, 4320 1250, Mobile : 95660 33011





**I. Appointment of Mr. M. Vijaykumar (DIN: 01896931) as a Non-Executive (Non-Independent) Director of the Company**

**II. Appointment of Mr. Srinivas Mahankali (DIN: 01884823), Chief Business Officer as a Whole-time Director of the Company**

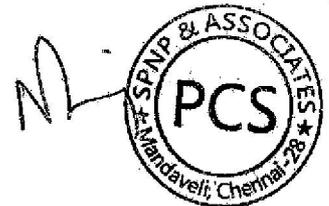
**III. Appointment of Mr. Balasubramanian V (DIN: 06616155) as an Independent Director**

**IV. Appointment of Mr. V. V. Sampath Kumar (DIN: 00879266) as an Independent Director**

As per the guidelines prescribed by the MCA Circulars, physical copy of the Notice, Postal Ballot Form and pre-paid business reply envelope are not being sent to the Members for this Postal Ballot and the approval of the shareholders was sought only by means of remote e-voting.

In accordance with the MCA Circulars and SEBI Listing Regulations, the Company had made necessary arrangements with Central Depository Services Limited (CDSL), the System provider for providing a system of recording votes of the shareholders electronically through remote e-voting and also organised through Adroit Corporate Services Private Limited, its Registrar and Share Transfer Agent (herein after referred as "RTA" or "Adroit") to setup the e-voting facility on the CDSL e-voting platform available on its website: [www.cdslindia.com](http://www.cdslindia.com)

The Postal Ballot Notice was sent to the Members whose names appear in the List of Beneficial Owners received from Central Depository Services Limited ('CDSL') ('Depositories') as at the close of business hours on Monday, September 19, 2022 ('Cut-Off Date') whose e-mail addresses are registered with the RTA. Members whose e-mail addresses were not registered but mobile numbers are registered with RTA/Depositories, the weblink for downloading the Notice was sent through SMS.





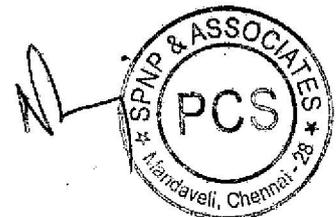
The Company through its RTA uploaded the resolutions together with explanatory statement on which e-voting was sought from the shareholders and for generating Electronic Voting Sequence Number (EVSN) by the system provider and also hosted the same in the website of the Company, [www.securecloud.com](http://www.securecloud.com)

The Postal Ballot Notice dated September 16, 2022 were sent to 29302 shareholders vide electronic mode to their email addresses and mobile number registered with the Depository participant, as per the data downloaded from the CDSL as on September 19, 2022. The Company has completed dispatch of Postal Ballot Notice through email on Monday, September 26, 2022.

The remote e-voting period commenced on Tuesday, September 27, 2022 at 09.00 AM IST and was closed on Wednesday, October 26, 2022 at 5.00 PM (IST) for the Members exercising their vote through electronic voting. The remote e-voting module was disabled by CDSL for voting thereafter. All votes cast by e-voting through CDSL received upto Wednesday, October 26, 2022 at 5.00 PM being last date fixed by the Company for exercise of vote by electronic means, were considered for my scrutiny.

On scrutiny, I report that 102 Shareholders had exercised their vote through electronic voting (e-voting) the voting was reckoned in proportion to the paid-up value of the shares mentioned against the name of the Member in the Register of the Members on Monday, September 19, 2022.

The summary of the remote e-voting is as per the attached Annexure 1 and the results of the remote e-voting in respect of Item No:1 to Item No: 4 are given hereunder:





**ORDINARY RESOLUTION 1**

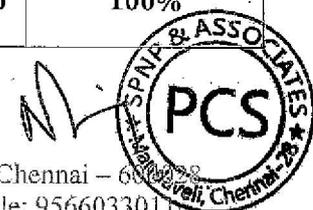
**APPOINTMENT OF MR. M. VIJAYKUMAR (DIN: 01896931) AS A NON-EXECUTIVE (NON-INDEPENDENT) DIRECTOR OF THE COMPANY**

**"RESOLVED THAT** in accordance with Sections 152, 160 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder (the "Act") and applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') (including any statutory modification(s) or re-enactment(s) thereof to the Act and the Listing Regulations), Mr. M. Vijaykumar (DIN: 01896931), who was appointed as an Additional Director effective August 08, 2022, and who holds subject to approval of shareholders, and in respect of whom the Company has received a notice in writing from a Member proposing his candidature for the office of Director pursuant to Section 160 of the Act, be and is hereby appointed as a Non-Executive Director (Non-Independent) of the Company, liable to retire by rotation."

**"RESOLVED FURTHER THAT** Mr. Thyagarajan R, Whole-time Director and CFO and/or Ms. Roshini Selvakumar, Company Secretary of the Company be and is hereby authorized severally to file necessary e-Forms with Registrar of Companies, Chennai, take necessary steps to make entries in the Register of Directors and Key Managerial Personnel and to do all such acts, deeds or things which are necessary to give effect to the said appointment.

Details	No. of Postal Ballot Forms	No. of votes	Percentage (%)
<b>Total Postal Ballot Forms Received by:</b>			
Electronic Mode	101	15192810.000	100%
Physical Mode	NA	NA	NA
Less: Invalid Postal Ballot forms *	NA	NA	NA
<b>NET VALID POSTAL BALLOT IN PHYSICAL &amp; ELECTRONIC MODE</b>	<b>101</b>	<b>15192810.000</b>	<b>100%</b>

SPNP & Associates  
Practising Company Secretaries  
No.10/28, II floor, 3<sup>rd</sup> Cross street, R.K.Nagar, Raja Annamalaipuram, Chennai - 600028  
snpnassociates@gmail.com #Phone:044 42153510, 43201250, Mobile: 9566033011

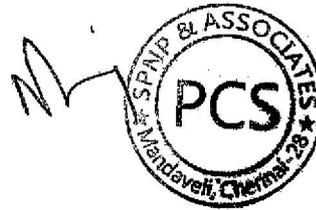




<b>Postal Ballot forms with "ASSENT" as SPECIAL RESOLUTION</b>			
In Electronic Mode	79	15188227	99.97%
In Physical Mode	NA	NA	NA
<b>Total Postal Ballot with "ASSENT" in Physical &amp; Electronic Mode</b>	<b>79</b>	<b>15188227</b>	<b>99.97%</b>
<b>Postal Ballot Forms with "DISSENT" as SPECIAL RESOLUTION</b>			
In Electronic Mode	22	4583	0.03%
In Physical Mode	NA	NA	NA
<b>Total Postal Ballot with "DISSENT" in Physical &amp; Electronic Mode</b>	<b>22</b>	<b>4583</b>	<b>0.03%</b>

**RESULT :**

Total votes for Item No. 1 polled **FOR** ORDINARY RESOLUTION is 99.97% % and the total votes polled **AGAINST** ORDINARY RESOLUTION is 0.03% %





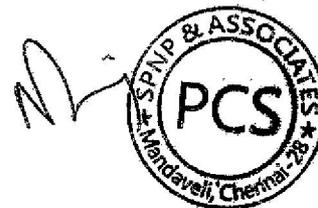
**SPECIAL RESOLUTION 2**

**APPOINTMENT OF MR. SRINIVAS MAHANKALI (DIN: 01884823), CHIEF BUSINESS OFFICER AS A WHOLE-TIME DIRECTOR OF THE COMPANY**

**“RESOLVED THAT** pursuant to Section 149, 152, 160, 162, 196, 197, 198, Schedule V and any other applicable provisions if any, of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof to the Act and the Listing Regulations), approval of the shareholders be and is accorded for appointment of Mr. Srinivas Mahankali (DIN: 01884823), Chief Business Officer, as the Whole- time Director of the Company on the terms and conditions as embodied in the terms of appointment, liable to retire by rotation.”

**“RESOLVED FURTHER THAT** Mr. Srinivas Mahankali shall be designated as Whole-time Director and Chief Business Officer, for a period of three years effective from September 16, 2022 to September 15, 2025 and terms of remuneration payable to, including the remuneration to be paid in the event of loss or inadequacy of profits in line with Section II of Part II of Schedule V of the Companies Act, 2013 with liberty to the Board / Committee to decide the breakup of the remuneration from time to time during the tenure of his appointment as detailed below:

Salary – Fixed Component	INR 55 Lakhs – 57.5 Lakhs – 60 Lakhs per annum
Retirement Benefits (contribution to Provident fund, NPS, Gratuity)	As per the applicable rules and regulations of the Company
Commission	Commission payable on performance as per the sales commission policy of the company
Bonus payable either in parent company or in subsidiary company (based on performance)	INR 30 Lakhs – 33 Lakhs – 36 Lakhs per annum





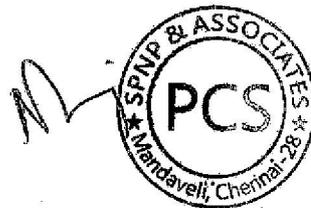
**RESOLVED THAT** pursuant to the provisions of Section 188(1)(f) of the Companies Act, 2013 read with Rule 15(3)(b) of Companies (Meeting of the Board and its Powers) Rules, 2014 and other applicable provisions, if any, including any statutory modifications or re-enactments thereof for the time being in force, the consent of shareholders is hereby accorded for the appointment of Mr. Srinivas Mahankali, in its subsidiary company, Blockedge Technologies Inc, at a remuneration not exceeding INR 20 Lakhs per annum to be paid by the subsidiary company."

**"RESOLVED FURTHER THAT** subject to the overall superintendence, direction and control of the Board of Directors, Mr. Srinivas Mahankali, Whole-time Director and Chief Business Officer, shall be responsible for the management of the affairs of the Company and be accountable to the Board of Directors.

**RESOLVED FURTHER THAT** the aforesaid appointment may be terminated by either party by giving to the other three months' notice in writing.

**RESOLVED FURTHER THAT** the Board of Directors or any Committee of the Board so authorised by it, be and are hereby authorised to alter and vary the terms and conditions of the appointment including the remuneration, as may be agreed between the Board of Directors and Mr. Srinivas Mahankali and/or in such manner and to such extent as may be permitted or authorised in accordance with the provisions under the Act and the rules made thereunder [including any statutory modification(s) or re-enactment(s) thereof, for the time being in force].

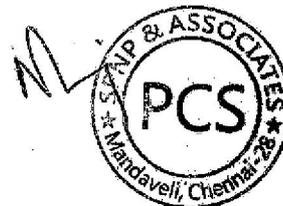
**RESOLVED FURTHER THAT** Mr. Thyagarajan R, Whole-time Director and CFO and/or Ms. Roshini Selvakumar, Company Secretary of the Company be and is hereby authorized severally to file necessary e-Forms with Registrar of Companies, Chennai, take necessary steps to make entries in the Register of Directors and Key Managerial Personnel and to do all such acts, deeds or things which are necessary to give effect to the said appointment."





Details	No. of Postal Ballot Forms	No. of votes	Percentage (%)
<b>Total Postal Ballot Forms Received by:</b>			
Electronic Mode	102	15192815.000	100%
Physical Mode	NA	NA	NA
<b>Less: Invalid Postal Ballot forms *</b>	NA	NA	NA
<b>NET VALID POSTAL BALLOT IN PHYSICAL &amp; ELECTRONIC MODE</b>	<b>102</b>	<b>15192815.000</b>	<b>100%</b>
<b>Postal Ballot forms with "ASSENT" as SPECIAL RESOLUTION</b>			
In Electronic Mode	80	15188232	99.97%
In Physical Mode	NA	NA	NA
<b>Total Postal Ballot with "ASSENT" in Physical &amp; Electronic Mode</b>	<b>80</b>	<b>15188232</b>	<b>99.97%</b>
<b>Postal Ballot Forms with "DISSENT" as SPECIAL RESOLUTION</b>			
In Electronic Mode	22	4583	0.03%
In Physical Mode	NA	NA	NA
<b>Total Postal Ballot with "DISSENT" in Physical &amp; Electronic Mode</b>	<b>22</b>	<b>4583</b>	<b>0.03%</b>

**RESULT :** Total votes for Item No. 2 polled **FOR** SPECIAL RESOLUTION is 99.97% % and the total votes polled **AGAINST** SPECIALRESOLUTION is 0.03%



SPNP & Associates  
Practising Company Secretaries  
No.10/28, II floor, 3<sup>rd</sup> Cross street, R.K.Nagar, Raja Annamalaiapuram, Chennai - 600028.  
snpnassociates@gmail.com #Phone:044 42153510, 43201250, Mobile: 9566033011.

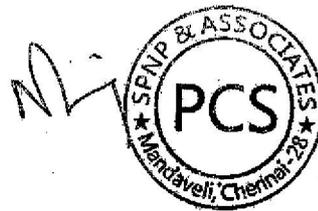


**ORDINARY RESOLUTION 3**

**APPOINTMENT OF MR. BALASUBRAMANIAN V (DIN: 06616155) AS AN INDEPENDENT DIRECTOR**

**“RESOLVED THAT** pursuant to the provisions of Section 149, 150, 152 read with Schedule IV read with Companies (Appointment and Qualification of Directors) Rules, 2014, and other applicable provisions of the Companies Act, 2013 including rules made thereunder and Regulation 16, 17 and 25 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modifications or re-enactment thereof for the time being in force), and pursuant to the recommendation of the Nomination and Remuneration Committee and the Board of Directors, consent of the shareholders is hereby accorded for the appointment of Mr. Balasubramanian V (DIN: 06616155), who has submitted a declaration that he meets the criteria for independence as provided under Section 149(6) of the Act and Regulation 16(1) (b) of the SEBI (LODR) Regulations, 2015 and is eligible for appointment and in respect of whom the Company has received a notice in writing from a member of the Company proposing his candidature for the office of Director pursuant to Section 160 of the Act, as an Independent Director of the Company, not liable to retire by rotation, to hold office for a term of five years commencing from September 16, 2022 till September 15, 2027.

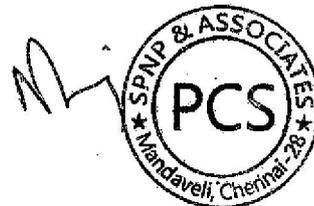
**RESOLVED FURTHER THAT** Mr. Thyagarajan R, Whole-time Director and CFO and/or Ms. Roshini Selvakumar, Company Secretary of the Company be and are hereby severally authorized to sign and execute all such documents and papers as may be required for the purpose and file necessary e-form with the Registrar of Companies and to do all such acts, deeds and things as may considered expedient and necessary in this regard.”





Details	No. of Postal Ballot Forms	No. of votes	Percentage (%)
<b>Total Postal Ballot Forms Received by:</b>			
Electronic Mode	101	15192810.000	100%
Physical Mode	NA	NA	NA
<b>Less: Invalid Postal Ballot forms *</b>	NA	NA	NA
<b>NET VALID POSTAL BALLOT IN PHYSICAL &amp; ELECTRONIC MODE</b>	<b>101</b>	<b>15192810.000</b>	<b>100%</b>
<b>Postal Ballot forms with "ASSENT" as SPECIAL RESOLUTION</b>			
In Electronic Mode	79	15188542	99.97%
In Physical Mode	NA	NA	NA
<b>Total Postal Ballot with "ASSENT" in Physical &amp; Electronic Mode</b>	<b>79</b>	<b>15188542</b>	<b>99.97%</b>
<b>Postal Ballot Forms with "DISSENT" as SPECIAL RESOLUTION</b>			
In Electronic Mode	22	4268	0.03%
In Physical Mode	NA	NA	NA
<b>Total Postal Ballot with "DISSENT" in Physical &amp; Electronic Mode</b>	<b>22</b>	<b>4268</b>	<b>0.03%</b>

**RESULT :** Total votes for Item No. 3 polled **FOR** ORDINARY RESOLUTION is 99.97% and the total votes polled **AGAINST** ORDINARY RESOLUTION is 0.03%



SPNP & Associates  
Practising Company Secretaries  
No.10/28, II floor, 3<sup>rd</sup> Cross street, R.K.Nagar, Raja Annamalaiapuram, Chennai – 600028.  
spnpassociates@gmail.com #Phone:044 42153510, 43201250, Mobile: 9566033011.

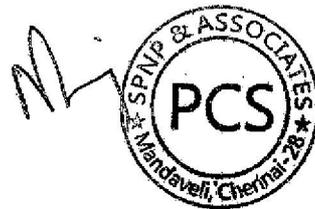


**ORDINARY RESOLUTION 4**

**APPOINTMENT OF MR. V. V. SAMPATH KUMAR (DIN: 00879266) AS AN INDEPENDENT DIRECTOR**

**“RESOLVED THAT** pursuant to the provisions of Section 149, 150, 152 read with Schedule IV read with Companies (Appointment and Qualification of Directors) Rules, 2014, and other applicable provisions of the Companies Act, 2013 including Rules made thereunder and Regulation 16, 17 and 25 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modifications or re-enactment thereof for the time being in force), and pursuant to the recommendation of the Nomination and Remuneration Committee and the Board of Directors, consent of the shareholders is hereby accorded for the appointment of Mr. V. V. Sampath Kumar (DIN: 00879266), who has submitted a declaration that he meets the criteria for independence as provided under Section 149(6) of the Act and Regulation 16(1) (b) of the SEBI (LODR) Regulations, 2015 and is eligible for appointment and in respect of whom the Company has received a notice in writing from a member of the Company proposing his candidature for the office of Director pursuant to Section 160 of the Act, as an Independent Director of the Company, not liable to retire by rotation, to hold office for a term of five years commencing from September 16, 2022 till September 15, 2027.

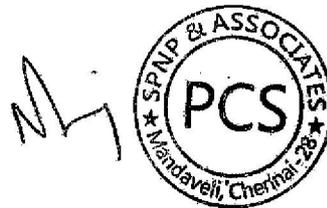
**RESOLVED FURTHER THAT** Mr. Thyagarajan R, Whole-time Director and CFO and/or Ms. Roshini Selvakumar, Company Secretary of the Company be and are hereby severally authorized to sign and execute all such documents and papers as may be required for the purpose and file necessary e-form with the Registrar of Companies and to do all such acts, deeds and things as may considered expedient and necessary in this regard.”





Details	No. of Postal Ballot Forms	No. of votes	Percentage (%)
<b>Total Postal Ballot Forms Received by:</b>			
Electronic Mode	101	15192810.000	100%
Physical Mode	NA	NA	NA
<b>Less: Invalid Postal Ballot forms *</b>	NA	NA	NA
<b>NET VALID POSTAL BALLOT IN PHYSICAL &amp; ELECTRONIC MODE</b>	<b>101</b>	<b>15192810.000</b>	<b>100%</b>
<b>Postal Ballot forms with "ASSENT" as SPECIAL RESOLUTION</b>			
In Electronic Mode	78	15188492	99.97%
In Physical Mode	NA	NA	NA
<b>Total Postal Ballot with "ASSENT" in Physical &amp; Electronic Mode</b>	<b>78</b>	<b>15188492</b>	<b>99.97%</b>
<b>Postal Ballot Forms with "DISSENT" as SPECIAL RESOLUTION</b>			
In Electronic Mode	23	4318	0.03%
In Physical Mode	NA	NA	NA
<b>Total Postal Ballot with "DISSENT" in Physical &amp; Electronic Mode</b>	<b>23</b>	<b>4318</b>	<b>0.03%</b>

**RESULT :** Total votes for Item No. 4 polled **FOR** ORDINARY RESOLUTION is 99.97% and the total votes polled **AGAINST** ORDINARY RESOLUTION is 0.03%



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**RESULT OF THE POSTAL BALLOT:**

The Ordinary resolutions No. 1,3,5 set out in the Notice of the postal ballot requires that the votes cast in favour shall be simple majority than the votes cast against the resolution by the members so entitled and voting.

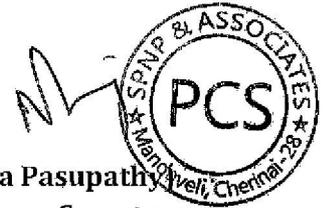
I report that the said Ordinary Resolution has been passed by the shareholders with requisite majority.

The Special Resolution No. 2 set out in the Notice of the postal ballot requires that the votes cast in favour of the resolution shall not be less than three times the number of votes, if any, cast against the resolution by members so entitled and voting.

I report that the said Special Resolutions has been passed by the shareholders with requisite majority.

**Date : 27/10/2022**

**Place: Chennai**



**(Nithya Pasupathy)**

**Practising Company Secretary  
Certificate of Practice No:22562  
Membership No: FCS 10601  
Peer Review No: 1913/2022  
UDIN: F010601D001375745**