



EL/SEC/2023-24/103

September 22, 2023

Corporate Relationship Department

BSE Limited

1st Floor, New Trading Ring Retunds

1st Floor, New Trading Ring Rotunda Building, P J Towers, Dalal Street, Fort, Mumbai - 400 001 Script Code: 543533 The Manager Listing Department

National Stock Exchange of India Limited
"Exchange Plaza', C-1, Block G

Bandra-Kurla Complex, Bandra (E),

Mumbai - 400 051

Symbol: EMUDHRA

Dear Sir/Madam,

Sub: Extra-Ordinary General Meeting – EGM Voting Results and Report of the Scrutinizer

We wish to inform you that the members of the Company at the Extra-Ordinary General Meeting held on September 22, 2023 through Video Conference (VC) / Other Audio-Visual Means (OVAM) have approved the business(es) mentioned in the notice of the Extra-Ordinary dated August 28, 2023.

In this regard we are enclosing the following:

- 1. Voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- 2. Report of the Scrutiniser dated September 22, 2023, pursuant to section 108 of the Companies Act, 2013 and Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014.

This is for your information and records.

Thanking you

Yours faithfully,

For eMudhra Limited

Johnson Xavier Company Secretary & Compliance Officer Membership No. A28304

Encl: As above

| eMudhra Ltd   |                     |   |                      |   |                      |                        |                                      |                                    |
|---|---------------------|---|----------------------|---|----------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution Required : (Special)   |                     | TO APPROVE RAISING OF FUNDS IN ONE OR MORE TRANCHES, BY ISSUANCE OF EQUITY SHARES AND/OR OTHER ELIGIBLE SECURITIES.  No |                      |   |                      |                        |                                      |                                    |
| Whether promoter/ promoter group are interested in the agenda/resolution? |                     |   |                      |   |                      |                        |                                      |                                    |
| Category  | Mode of<br>Voting   | No. of shares held  | No. of votes         | % of Votes Polled on outstanding shares | No. of Votes         | 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                  |
|   | E-Voting            |   | 45045946             | 100.0000                                | 45045946             | 0                      | 100.0000                             | 0.0000                             |
| Promoter and Promoter   | Poll                |   | 0                    | 0.0000                                  | 0                    | 0                      | 0.0000                               | 0.0000                             |
| Group   | Postal Ballot       | 45045946  | 0<br><b>45045946</b> | 0.0000<br><b>100.0000</b>               | 0<br><b>45045946</b> |                        | 0.0000<br><b>100.0000</b>            |                                    |
|   | E-Voting            |   | 8012677              | 80.2961                                 | 8012677              | 0                      | 100.0000                             |                                    |
|   | Poll                |   | 0                    | 0.0000                                  | 0                    | 0                      | 0.0000                               |                                    |
| Public Institutions   | Postal Ballot       | 9978910   | 0                    | 0.0000                                  | _                    |                        | 0.0000                               | 0.0000                             |
|   | Total               |   | 8012677              | 80.2961                                 | 8012677              | 0                      | 100.0000                             |                                    |
|   | E-Voting            |   | 9824294              | 42.6263                                 | 9823229              |                        | 99.9892                              |                                    |
|   | Poll                |   | 213768               | 0.9275                                  | 213768               | 0                      | 100.0000                             | 0.0000                             |
| Public Non Institutions   | Postal Ballot Total | 23047515  | 0<br><b>10038062</b> | 0.0000<br><b>43.5538</b>                |                      | 0<br><b>1065</b>       | 0.0000<br><b>99.9894</b>             |                                    |
| Total   |                     | 78072371  | 63096685             | 80.8182                                 | 63095620             | 1065                   | 99.9983                              | 0.0017                             |

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## CONSOLIDATED REPORT OF SCRUTINIZER

(Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration Rules, 2014)

To,

# The Chairman EMUDHRA LIMITED

Plot No 12-Pl-A & 12-Pl-B Hi-Tech Defence and Aerospace Park (IT sector) Jala Hobli, BK Palya, Bangalore - 562149

## 22<sup>nd</sup> September 2023

Extra-ordinary General Meeting (EGM) of the Equity Shareholders of Emudhra Limited held on Friday, 22nd September 2023 at 11:00 A.M. (IST) through Video Conferencing ("VC")/ Other Audio-Visual Means (OAVM)

Dear Sir,

Sub.: Consolidated Report of Scrutinizer's on remote e-voting and e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ('Act') read with the Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended by the Companies (Management and Administration) Amendment Rules, 2015 at the Extra-ordinary General Meeting of eMudhra Limited held on Friday, 22<sup>nd</sup> September 2023 at 11:00 A.M. through Video Conferencing (VC/ Other Audio-Visual Means (OAVM)

- I, S P Nagarajan, Company Secretary in Wholetime Practice, have been appointed as the Scrutinizer by the Board of Directors of **eMudhra Limited** (the 'Company') **vide resolution dated 28th August 2023,** pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, amended till date to scrutinize and report on the electronic voting ('remote e-voting') and the e-voting during the EGM by the members of the Company in respect of the resolutions proposed to be passed at the EGM of the members of the Company to be held on **Friday, 22nd September 2023 at 11:00 A.M.** through Video Conference VC/Other Audio-Visual Means (OAVM) and I submit my report as under:
- 1. The Compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means ('remote e-voting') and e-voting during the EGM by the members on the resolutions proposed in the notice of the Extra-Ordinary General Meeting of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process both through remote e-voting and e-voting during the EGM are conducted in a fair and transparent manner and submit to the Chairman, the consolidated Report by Scrutinizer's of the total votes cast in favored against, if any, on the resolutions, based on the report generated

- 2. As per the Notice of Extra-Ordinary General Meeting of the members and the 'Advertisement' published pursuant to Rule 20(4)(v) of the Companies (Management and Administration) Rules, 2014, on 29th August 2023, in English Newspaper "Financial Express" and in Kannada (Vernacular) Newspaper "Udayavani", the remote e-voting opened at 09.00 A M. (IST) on Tuesday, 19th September 2023 and remained open until 05.00 PM (IST) on Thursday, 21st September 2023.
- 3. The members holding the Equity Shares of the Company as on Friday, 15<sup>th</sup> September 2023 viz., the "cut-off date", were entitled to vote on the resolutions stated in the Notice of the Extra-Ordinary General Meeting of the Company.
- 4. The Notice of EGM dated 28th August 2023, along with Statement setting out material facts under Section 102 of the Act, was sent to the members in respect of the below mentioned resolutions for passing at the EGM of the Company by e-mail in compliance with the MCA Circular Number 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 05, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 02/2021 dated January 13, 2021, 10/2021 dated June 23, 2021, 20/2021 dated December 08, 2021, 21/2021 dated December 14, 2021, 02/2022 dated May 05, 2022 and No. 11/2022 dated December 28, 2022 (collectively referred to as "MCA Circulars") and Securities and Exchange Board of India (SEBI) Circular Number SEBI/HI /CIR/P/2020/79 dated May 12, 2020 and SEBI/HO/CFD/CMD IR/P/2021/11 dated January 15, 2021 (collectively referred to as "SEBI Circulars").
- 5. As required under the MCA Circulars, the Company had also provided e-voting facility during the EGM to the members attending the said meeting through VC / OAVM and who had not cast their vote earlier through remote e-voting.
- 6. The votes cast under the remote e-voting prior to EGM and e-voting during the EGM were unblocked, in the presence of two witnesses who are not the employees of the Company, after conclusion of the EGM and the e-voting results / list of members who voted for and against were downloaded from the e-voting website of Link Intime India Private Limited i.e., https://instavote.linkintime.co.in/ and the same are being handed over to the Chairman.
- 7. I have issued separate Scrutinizer's Report dated 22<sup>nd</sup> September 2023 on the results of remote e- voting and e-voting during the EGM on the resolution contained in the Notice to the EGM of the members of the Company.
- 8. I submit herewith my consolidated Scrutinizer's Report on the results of voting through remote e-voting and e-voting during the EGM as detailed hereunder (percentage (%) of votes has been rounded off to two decimals):-



### SPECIAL BUSINESS:

# Resolution No.1: Special Resolution

I. TO APPROVE RAISING OF FUNDS IN ONE OR MORE TRANCHES, BY ISSUANCE OF EQUITY SHARES AND/OR OTHER ELIGIBLE SECURITIES

"RESOLVED THAT pursuant to Sections 23, 42, 62, 71, 179 and other applicable provisions, if any, of the Companies Act, 2013 and the applicable rules made thereunder ("Act") (including the Companies (Prospectus and Allotment of Securities) Rules, 2014, the Companies (Share Capital and Debentures) Rules, 2014), and other applicable rules made thereunder each including any amendment(s), statutory modification(s), or re-enactment(s) thereof for the time being in force and in accordance with the provisions of the Memorandum of Association and Articles of Association of the Company, the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("SEBI ICDR Regulations"), the Securities and Exchange Board of India (Issue and Listing of Non-Convertible Debt Securities) Regulations, 2021, as amended ("SEBI Debt Regulations"), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations") and the Foreign Exchange Management Act, 1999 and the regulations and rules issued thereunder including the Foreign Exchange Management (Non-debt Instruments) Rules, 2019, the Consolidated FDI Policy issued by the Department for Promotion of Industry and Internal Trade, Ministry of Commerce and Industry, Government of India from time to time, each as amended; the listing agreements entered into by the Company with the stock exchanges where the equity shares of face value of ₹ 5/- each of the Company are listed ("Stock Exchanges", and such equity shares, the "Equity Shares"); and any other provisions of applicable law (including all other applicable statutes, clarifications, rules, regulations, circulars, notifications, and guidelines issued by the Government of India ("GOI"), Ministry of Corporate Affairs ("MCA"), Reserve Bank of India ("RBI"), Securities and Exchange Board of India ("SEBI"), Stock Exchanges, Registrar of Companies, Karnataka at Bangalore ("RoC") and such other statutory/regulatory authorities), and subject to all approvals, permissions, consents, and/or sanctions as may be necessary or required from SEBI, the Stock Exchanges, RBI, MCA, GOI, RoC, or any other concerned statutory/regulatory authority, and subject to such terms, conditions, or modifications as may be prescribed or imposed while granting such approvals, permissions, consents, and/or sanctions by any of the aforesaid authorities, which may be agreed to by the board of directors of the Company ("Board"), which term shall include any committee which the Board may have constituted or may hereinafter constitute to exercise its powers, including the powers conferred by this resolution) and subject to any other alterations, modifications, conditions, changes and variations that may be decided by the Board the Board be and is hereby authorised to create, offer, issue and allot (including with provisions for reservations on firm and/or competitive basis, or such part of issue and for such categories of persons as may be permitted) such number of Securities (as defined hereinafter), for cash, with or without green shoe option, by way of an issue of fully paid-up Equity Shares, fully or partly convertible debentures, any other equity based instruments or securities, convertible preference shares of any kind or type, Global Depository Receipts ("GDRs"), American Depository Receipts ("ADRs"),



Foreign Currency Convertible Bonds ("FCCBs"), and/or any other financial instruments/ securities convertible into and/or linked to Equity Shares (including warrants (detachable or not), or otherwise, in registered or bearer form) (all of which are hereinafter referred to as "Securities"), combination of any of the aforementioned Securities in one or more tranches and/or one or more issuances simultaneously or otherwise for an aggregate amount of up to and not exceeding ₹ 250 crores which may include a discount of up to not more than 5 (five) percent on the floor price calculated as per Regulation 176 of the SEBI ICDR regulations, at such time or times, (inclusive of such premium to face value as may be fixed on such Securities), whether Rupee denominated or denominated in one or more foreign currencies, through one or more public issue(s), preferential issue(s), private placement(s), qualified institutions placement(s) and/or any combination thereof or any other method as may be permitted under applicable laws to eligible investors in the course of domestic or international offerings, through issue of prospectus, and/or preliminary placement document, placement document and/or other permissible/ requisite offer documents or other permissible/requisite documents/writings/ circulars/memoranda in such a manner to any eligible person, including qualified institutional buyers in accordance with Chapter VI of the SEBI ICDR Regulations, or otherwise, a mutual fund, venture capital fund, alternative investment fund and foreign venture capital investor registered with SEBI, foreign portfolio investor other than individuals, corporate bodies and family offices, public financial institution, scheduled commercial bank, multilateral and bilateral development financial institution, state industrial development corporation, insurance company registered with the Insurance Regulatory and Development Authority of India, provident fund with minimum corpus of Rs. 25 crores, pension fund with minimum corpus of Rs. 25 crores registered with the Pension Fund Regulatory and Development Authority established under Section 3(1) of the Pension Fund Regulatory and Development Authority Act, 2013, and/or any other categories of investors, who are authorised to invest in the Securities of the Company in terms of Regulation 2(1)(ss) of the SEBI ICDR Regulations, whether they be holders of the Securities or not (collectively referred to as the "Investors"), as may be decided by the Board/committee in its absolute discretion and permitted under applicable laws and regulations, at such price or prices, at a discount or premium to market price or prices permitted under applicable laws, with authority to retain over subscription up to such percentage as may be permitted under applicable regulations, in such manner and on such terms and conditions including the discretion to determine the categories of Investors to whom the offer, issue and allotment of Securities shall be made to the exclusion of others, in such manner, including allotment to stabilising agent in terms of green shoe option, if any, exercised by the Company, in such manner and on such terms and conditions as may be deemed appropriate by the Board/committee in its absolute discretion including the discretion to determine the categories of Investors to whom to offer, issue and allot such Securities, and without requiring any further approval or consent from the members at the time of such issue and allotment considering the prevailing market conditions and other relevant factors in consultation with the merchant banker(s) to be appointed by the Company so as to enable the Company to list its Securities on any stock exchange in India or overseas jurisdictions.

**RESOLVED FURTHER THAT**, if the Company proposes to allot any Securities by way of Qualified Institutions Placement ("QIP") to Qualified Institutional Buyers ("QIBs") in terms of Chapter VI of the SEBI ICDR Regulations (hereinafter referred



to as "Eligible Securities" within the meaning of SEBI ICDR Regulations):

- I. The allotment of the Eligible Securities shall be completed within 365 days from the date of passing of the special resolution by the Shareholders or such other time as may be allowed under the Act and/ or SEBI ICDR Regulations, from time to time;
- II. The Eligible Securities to be so created, offered, issued, and allotted, shall be subject to the provisions of the Memorandum of Association and Articles of Association of the Company;
- III. The relevant date for determination of the floor price of the Eligible Securities to be issued shall be:
  - (i) in case of allotment of Equity Shares, the date of meeting in which the Board decides to open the issue, and/or,
  - (ii) in case of allotment of eligible convertible Securities, either the date of the meeting in which the Board decides to open the issue of such convertible securities and/ or warrants simultaneously with nonconvertible debentures, or the date on which the holders of such convertible securities become entitled to apply for the Equity Shares, as may be determined by the Board;
- IV. The Eligible Securities (excluding warrants) shall be allotted as fully paid up and in dematerialised form;
- V. The issuance and allotment of the Securities by way of the QIP shall be made at such price that is not less than the price determined in accordance with the pricing formula provided under Chapter VI of the SEBI ICDR Regulations ("Floor Price"), the Act and other applicable laws, and the price determined for the QIP shall be subject to appropriate adjustments as per the provisions of the applicable laws, including SEBI ICDR Regulations. However, the Board, in consultation with the book running lead manager(s), may offer a discount of not more than 5% or such other percentage as may be permitted under applicable law on the Floor Price;
- VI. The number and/or price of the Eligible Securities or the underlying Equity Shares issued on conversion of Eligible Securities shall be appropriately adjusted for corporate actions such as bonus issue, rights issue, stock split, merger, demerger, transfer of undertaking, sale of division, reclassification of equity shares into other securities, issue of shares issue of equity shares by way of capitalisation of profit or reserves, or any such capital or corporate restructuring;
- VII. The Eligible Securities shall not be eligible to be sold by the allottee for a period of one year from the date of allotment, except on a recognized stock exchange, or except as may be permitted from time to time.



- VIII. In the event that convertible securities and/or warrants which are convertible into Equity Shares of the Company are issued along with non-convertible debentures to qualified institutional buyers under Chapter VI of the SEBI ICDR Regulations, the relevant date for the purpose of pricing of such securities, shall be the date of the meeting in which the Board decides to open the issue of such convertible securities and/ or warrants simultaneously with non-convertible debentures or any other date in accordance with applicable law, and at such price being not less than the price determined in accordance with the pricing formula provided under Chapter VI of the SEBI ICDR Regulations;
  - IX. No single allottee shall be allotted more than 50% of the issue size and the minimum number of allottees in a manner as may be prescribed from time to time under the SEBI ICDR Regulations and a minimum of 10% of the Securities shall be allotted to mutual funds and if mutual funds do not subscribe to the aforesaid minimum percentage or part thereof, such minimum portion may be allotted to other QIBs
  - X. The Company shall not undertake any subsequent QIP until the expiry of two weeks or such other time as may be prescribed by the SEBI, from the date of the QIP to be undertaken pursuant to the special resolution.
  - XI. The tenure of the convertible or exchangeable Eligible Securities issued through the QIP shall not exceed sixty months from the date of allotment.
- XII. No allotment shall be made, either directly or indirectly, to any QIB who is a promoter, or any person related to the promoters of the Company; and
- XIII. The credit rating agency will monitor the use of proceeds and submit its report in the specified format of Schedule XI of SEBI ICDR Regulations on quarterly basis till hundred percent of the proceeds have been utilized;

**RESOLVED FURTHER THAT** in pursuance of the aforesaid resolution, the Securities to be created, offered, issued, and allotted shall be subject to the provisions of the memorandum and articles of association of the Company and any Equity Shares that may be created, offered, issued and allotted by the Company shall rank pari-passu in all respects including with respect to entitlement to dividend, voting rights or otherwise with the existing Equity Shares of the Company.

**RESOLVED FURTHER THAT** the Board or duly constituted committee thereof, be and is hereby authorized to issue and allot such number of Equity Shares as may be required to be issued and allotted upon conversion of any Securities or as may be necessary in accordance with the terms of the offering. All such Equity Shares shall rank pari-passu with the existing Equity Shares in all respects.

**RESOLVED FURTHER THAT** in case of offering of any Securities, including without limitation any GDRs/ ADRs or other securities convertible into equity shares, consent of the members of the company be and is hereby accorded to the Board to issue and allot such number of equity shares as may be required to be issued and allotted upon conversion, redemption or cancellation of any such



Securities referred to above in accordance with the terms of issue/ offering in respect of such Securities and such equity shares shall rank pari passu with the existing equity shares of the Company in all respects, except as may be provided otherwise under the terms of issue/ offering and in the offer document and/or placement document and/or offer letter and/or offering circular and/or listing particulars.

RESOLVED FURTHER THAT in the event the Securities are proposed to be issued as GDRs or ADRs, the terms and conditions including the pricing of the Securities and the relevant date, if any, for the purpose of pricing of the Securities to be issued pursuant to such issue shall be determined in accordance with the provisions of applicable law including the provisions of the Depository Receipts Scheme, 2014, as amended (the "2014 Scheme"), the Foreign Exchange Management (Non-debt Instruments) Rules, 2019, as amended, Framework for issue of Depository Receipts dated October 10, 2019 issued by the SEBI, as amended and such other notifications, clarifications, circulars, guidelines, rules and regulations issued by relevant authorities (including any statutory modifications, amendments or re-enactment thereof).

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board or a committee thereof, in consultation with the Lead Manager(s), advisors and/or other intermediaries as may be appointed in relation to the Issue, be and is hereby authorized to do such acts, deeds, matters and take all steps as may be necessary including without limitation, the determination of the terms and conditions of the OIP including among other things, the date of opening and closing of the QIP, the class of investors to whom the Securities are to be issued, determination of the number of Securities, tranches, issue price, finalisation and approval of preliminary and final placement document(s), interest rate, listing, premium/discount, permitted under applicable law (now or hereafter), conversion of Securities, if any, redemption, allotment of Securities, listing of securities at Stock Exchange(s) and to sign and execute all deeds, documents, undertakings, agreements, papers, declarations and writings as may be required in this regard including without limitation, the private placement offer letter (along with the application form), information memorandum, disclosure documents, the preliminary placement document and the placement document, placement agreement, escrow agreement, monitoring agency agreement and any other documents as may be required, approve and finalise the bid cum application form and confirmation of allocation notes, seek any consents and approvals as may be required, provide such declarations, affidavits, certificates, consents and/or authorities as required from time to time, finalize utilisation of the proceeds of the QIP, give instructions or directions and/or settle all questions, difficulties or doubts that may arise at any stage from time to time, and give effect to such modifications, changes, variations, alterations, deletions, additions as regards the terms and conditions as may be required by the SEBI, the MCA, the book running lead manager(s), or other authorities or intermediaries involved in or concerned with the QIP and as the Board may in its absolute discretion deem fit and proper in the best interest of the Company without being required to seek any further consent or approval of the members or otherwise, and that all or any of the powers conferred on the Company and the Board pursuant to this resolution may be exercised by the Board to the end and intent that the members shall be deemed to have given their approval thereto expressly by the authority of this resolution, and all actions taken



by the Board or any committee constituted by the Board to exercise its powers, in connection with any matter(s) referred to or contemplated in any of the foregoing resolutions be and are hereby approved, ratified and confirmed in all respects.

**RESOLVED FURTHER THAT** the Board or duly constituted committee thereof, be and is hereby authorized to approve, finalise, execute, ratify, an/or amend/modify agreements and documents, including any power of attorney, lock up letters, and agreements in connection with the appointment of any intermediaries and/ or advisors (including for marketing, listing, trading and appointment of book running lead managers/ legal counsel/ bankers/ advisors/ registrars/monitoring agency and other intermediaries as required) and to pay any fees, commission, costs, charges and other expenses in connection therewith.

**RESOLVED FURTHER THAT** the Board or duly constituted committee thereof is authorised to seek the listing of Eligible Securities on any stock exchange(s) submitting the listing applications to such stock exchange(s) and taking all actions that maybe necessary in connection with obtaining such listing approvals (both inprincipal and final listing and trading approvals), filing of requisite documents/making declarations with the MCA, RoC, RBI, SEBI and any other statutory/regulatory authority(ies), and any other deed(s), document(s), declaration(s) as may be required under the applicable laws as maybe necessary to give effect to this resolution

**RESOLVED FURTHER THAT** the Board or duly constituted committee, thereof is authorised to open one or more bank accounts in the name of the Company, as may be required, subject to requisite approvals, if any, and to give such instructions including closure thereof as may be required and deemed appropriate by the Board

**RESOLVED FURTHER THAT** subject to applicable law, the Board be and is hereby authorized to delegate all or any of the powers herein conferred to any Director(s), committee(s), executive(s), officer(s) or representatives(s) of the Company or to any other person to do all such acts, deeds, matters and things and also to execute such documents, writings etc., and to represent the Company before any governmental authorities, as may be necessary to give effect to this resolution

# (i) Votes in **favour** of the resolution:

| Mode of voting  | Number of members voted | Number of votes<br>cast by them | % of total number of valid votes cast |
|-----------------|-------------------------|---------------------------------|---------------------------------------|
| Remote e-voting | 164                     | 6,28,81,852                     | 99.66                                 |
| E-voting at EGM | 51                      | 2,13,768                        | 0.34                                  |
| Total           | 215                     | 6,30,95,620                     | 100                                   |

# (ii) Votes against the resolution:

| Mode of voting  | Number of members voted | Number of votes<br>cast by them | % of total number of valid votes cast |
|-----------------|-------------------------|---------------------------------|---------------------------------------|
| Remote e-voting | 7                       | 1,065                           | 0.00                                  |
| E-voting at EGM | ~                       | 0                               | 0                                     |
| Total           | 7                       | 1,065                           | 0.00                                  |



## (iii) Invalid votes:

| Total Number of Members whose votes were declared invalid | Total number of votes cast by them |
|---|------------------------------------|
| 0   | 0                                  |

# Summary of Total valid votes for Resolution No.1

| Particulars     | Number of votes cast by them | % of total number of<br>valid votes cast |  |
|-----------------|------------------------------|--|--|
| Votes in favour | 6,30,95,620                  | 100                                      |  |
| Votes against   | 1,065                        | 0  |  |
| Total           | 6,30,96,685                  | 100                                      |  |

#### Note:

- 1. 1 (one) folio holding 58 Equity Shares of face value of Rs.5/- each of the Company, abstained from voting in the above resolution.
- 2. 1 (one) folio holding 546 Equity Shares of face value of Rs.5/- each of the Company, voted less by 46 shares for the above resolution.
- 9. I hereby confirm that the relevant records in respect of the votes cast through remote e-voting and e-voting during the EGM by the members of the Company shall remain in my safe custody until the Chairman or a Director authorized in this regard considers, approves and signs the minutes of the said EGM 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         | :  |
|---------------------------------------|-------------------|--|
| Date: 22 <sup>nd</sup> September 2023 | Name of the Con   | mpany Secretary : S.P.NAGARAJAN<br>: 10028 |
| 24.0. 22 Soptement 2020               | CP Number         | : 4738                                     |
|                                       | UDIN              | : A010028E001062695                        |
| Peer reviewed Unit - bearing          | Unique Identifica | tion Number: I2002KR300400                 |

Counter sign

For EMUDHRA LIMITED

ACS: 10028 gg C.P. No: 4738 gg

S.P. NAGARA JAN M.Com. A C S., LLB., Company Secretary in Wholetime Pratice S-818, 8th Floor, South Block, Manipal Centre, No. 47, Dickenson Road, Bangalore - 560 042. Tel: 4114 1544 / 4113 2211 Tele Fax: 4113 6320, (M): 98453 84585

Johnson Xavier

Company Secretary & Compliance Officer

Membership No.: A28304