



Orchasp Limited

CIN : L72200TG1994PLC017485

Department of Corporate Services
BSE Limited
P.J.Towers,Dalal Street
Fort
Mumbai.400001

03rd October 2024

Dear Sir

Sub : Submission of Voting Results and Scrutinizer's Report for the 30th
Annual General Meeting.

Ref :Scrip Code 532271

With reference to the above, we would like to inform you that our 30th Annual
General Meeting was held on Monday the 30th September 2024at 10.30 am through
VC/OAVM.

In accordance with regulation 44 of SEBI(LODR) Regulations, 2015, the company
has transacted the business in the Notice of the 30th Annual General Meeting.

We are submitting the following information

- (a) Annexure - A- Resolution wise voting details
- (b) Annexure-B - Scrutinizers Report on Remote EVoting and Venue Voting.

This is for your kind information and dissemination.

Thanking You

Yours Faithfully

For Orchasp Limited

P. Chandra Sekhar

P. Chandra Sekhar
Managing Director & CFO
DIN : 01647212

Encl :a/a



Resolution-1										
To Adopt Audited Financial Statements(Standalone & Consolidated for the period ending 31st March 2024										
Ordinary										
NO										
Promoter/ Promoter group are interested in the agenda/resolution?	Resolution Type									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares 3)=[(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100		
Promoter/Promoter Group	E-Voting	37,139,368	37,071,363	99.82	37,071,363	-	100.00	-		
	Venue-E-Voting	-	-	-	-	-	-	-		
	Postal Ballot	-	-	-	-	-	-	-		
	Total:	37,139,368	37,071,363	99.82	37,071,363	-	100.00	-		
Public-Institutions	E-Voting	200	-	-	-	-	-	-		
	Venue-E-Voting	-	-	-	-	-	-	-		
	Postal Ballot	-	-	-	-	-	-	-		
	Total:	200	-	-	-	-	-	-		
Public-Non-Institutions	E-Voting	137,131,653	8,239,559	6.01	8,234,390	5,169	99.94	-		
	Venue-E-Voting	-	3,290	-	3,290	-	100.00	-		
	Postal Ballot	-	-	-	-	-	-	-		
	Total:	137,131,653	8,242,849	6.01	8,237,680	5,169	99.94	0.06		
Total:		174,271,221	45,314,212	26.00	45,309,043	5,169	99.99	0.01		

Resolution-2										
To appoint M/s JMT & Associates as Statutory Auditors of the Company for a period of One(01) year from the conclusion of the 30th Annual General Meeting until the conclusion of the 31st Annual General Meeting										
Ordinary										
NO										
Resolution For agenda/resolution?	Resolution Type									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares 3)=[(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100		
Promoter/Promoter Group	E-Voting	37,139,368	37,071,363	99.82	37,071,363	-	100.00	-		
	Venue-E-Voting	-	-	-	-	-	-	-		
	Postal Ballot	-	-	-	-	-	-	-		
	Total:	37,139,368	37,071,363	99.82	37,071,363	-	100.00	-		
Public-Institutions	E-Voting	200	-	-	-	-	-	-		
	Venue-E-Voting	-	-	-	-	-	-	-		
	Postal Ballot	-	-	-	-	-	-	-		
	Total:	200	-	-	-	-	-	-		
Public-Non-Institutions	E-Voting	137,131,653	8,239,559	6.01	8,233,190	6,369	99.92	-		
	Venue-E-Voting	-	3,290	-	3,290	-	100.00	-		
	Postal Ballot	-	-	-	-	-	-	-		
	Total:	137,131,653	8,242,849	6.01	8,236,480	6,369	99.92	0.08		
Total:		174,271,221	45,314,212	26.00	45,307,843	6,369	99.99	0.01		



Resolution-3

Resolution-3										
To Approve and confirm the Loan Agreement cum Memorandum of Understanding of Apptest Corporation, USA										
Special										
Resolution Type										
agenda/resolution?										
NO										
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares 3)=[(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100		
Promoter/Promoter Group	E-Voting	37,139,368	37,071,363	99.82	37,071,363	-	100.00	-		
	Venue-E-Voting Postal Ballot	-	-	-	-	-	-	-		
	Total:	37,139,368	37,071,363	99.82	37,071,363	-	100.00	-		
Public-Institutions	E-Voting	200	-	-	-	-	-	-		
	Venue-E-Voting Postal Ballot	-	-	-	-	-	-	-		
	Total:	200	-	-	-	-	-	-		
Public-Non-Institutions	E-Voting	137,131,653	8,239,559	6.01	8,234,390	5,169	99.94	-		
	Venue-E-Voting Postal Ballot	-	3,290	-	3,290	-	100.00	-		
	Total:	137,131,653	8,242,849	6.01	8,237,680	5,169	99.94	-		
Total:		174,271,221	45,314,212	26.00	45,309,043	5,169	99.99	0.06		0.01

Resolution-4

Resolution-4										
To Re-appoint Mr. Kanamarlapudi Koteswara Rao (DIN :06401491)as Non-Executive & Non Independent Director										
Special										
Resolution Type										
agenda/resolution?										
NO										
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares 3)=[(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100		
Promoter/Promoter Group	E-Voting	37,139,368	37,071,363	99.82	37,071,363	-	100.00	-		
	Venue-E-Voting Postal Ballot	-	-	-	-	-	-	-		
	Total:	37,139,368	37,071,363	99.82	37,071,363	-	100.00	-		
Public-Institutions	E-Voting	200	-	-	-	-	-	-		
	Venue-E-Voting Postal Ballot	-	-	-	-	-	-	-		
	Total:	200	-	-	-	-	-	-		
Public-Non-Institutions	E-Voting	137,131,653	8,239,559	6.01	8,227,969	11,590	99.86	-		
	Venue-E-Voting Postal Ballot	-	3,290	-	3,290	-	100.00	-		
	Total:	137,131,653	8,242,849	6.01	8,231,259	11,590	99.86	-		0.14
Total:		174,271,221	45,314,212	26.00	45,302,622	11,590	99.97	0.03		



Resolution-5

Resolution For To Re-appoint Mr. B. V. B. Ravi Kishore(DIN : 032271596) as an Independent Director										
Resolution Type Special										
agenda/resolution?										
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares 3)=[(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	NO	
Promoter/Promoter Group	E-Voting	37,139,368	37,071,363	99.82	37,071,363	-	100.00	-	-	-
	Venue-E-Voting	-	-	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-	-	-
	Total:	37,139,368	37,071,363	99.82	37,071,363	-	100.00	-	-	-
Public-Institutions	E-Voting	200	-	-	-	-	-	-	-	-
	Venue-E-Voting	-	-	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-	-	-
	Total:	200	-	-	-	-	-	-	-	-
Public-Non-Institutions	E-Voting	137,131,653	8,239,559	6.01	8,227,969	11,590	99.86	-	-	-
	Venue-E-Voting	-	3,290	-	3,055	235	92.86	7.00	-	-
	Postal Ballot	-	-	-	-	-	-	-	-	-
	Total:	137,131,653	8,242,849	6.01	8,231,024	11,825	99.86	0.14	-	-
Total:		174,271,221	45,314,212	26.00	45,302,387	11,825	99.97	0.03	-	-





T DURGA PALLAVI
Practicing Company Secretary
7-2-1669, Athena C 504,
Lodha Casa Pardiso, Sanath Nagar,
Hyderabad -500 018
Ph: 7893000776

Scrutinizer's Report

To,
The Chairman
Orchasp Limited
19 & 20, Moti Valley
Trimulgherry
Secunderabad.500015

Dear Sir,

Sub: Consolidated Scrutinizer's Report on remote e-voting conducted prior to the 30th Annual General Meeting ('AGM') of Orchasp Limited held on Monday, 30th September, 2024 at 10.30 a.m. (IST) through video conferencing ('VC') / other audio visual means ('OA VM') and remote e-voting conducted during the 30th AGM, pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations')

I, TEKUMALLA DURGA PALLAVI, Company Secretary in practice, have been appointed as Scrutinizer by the Board of Directors of Orchasp Limited ("the Company") having CIN: L72200TG1994PLC017485 for the purpose of scrutinizing the process of voting through electronic means i.e ("remote e-voting and e-voting at the 30th Annual General Meeting") on the resolutions contained in the notice calling 30th Annual General Meeting (AGM) held on Monday, the 30th September, 2024 as permitted by the Ministry of Corporate Affairs (MCA) vide its circular dated 8th April 2020, 13 April 2020 and 5 May 2020 (collectively referred to as "MCA Circulars").

The MCA Circular provides for relaxation to companies to hold its AGM/EGM through VC/OAVM including the manner of voting at the meeting which was warranted on account of the outbreak of COVID-19 pandemic.

TEKUMALLA
DURGA
PALLAVI

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TEKUMALLA DURGA
PALLAVI
Date: 2024.10.03
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The said appointment as Scrutinizer is under the provisions of Section 108 of the Companies Act, 2013 (the "Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("the Rules"). As the Scrutinizer, I have to scrutinize:

- process of e-voting remotely, before the AGM, using an electronic voting - system on the dates referred to in the Notice calling the AGM ("remote e-voting"); and
- process of e-voting at the AGM through electronic voting-system ("e-voting")

The management of the Company is responsible to ensure compliance with the requirements of (i) the Act and the Rules made there under; (ii) the MCA Circulars; and (iii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("LODR") relating to e-voting on the resolutions contained in the Notice calling the 30th AGM of the Company. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

My responsibility as Scrutinizer for e-voting process (i.e. remote e-voting and e-voting) is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions contained in the Notice, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited to provide e-voting facility and attendant papers / documents furnished to me electronically by the Company and / or Central Depository Services (India) Limited for my verification.

The "cut-off" date for the purpose of identifying the Members who were entitled to vote on the resolutions placed for approval of the Members was 20th September 2024.

Remote E-Voting Process:

The remote e-voting period remained open from 27nd September 2024 at 10:00 A.M. to 29th September 2024 at 05:00 P.M. The votes cast were unblocked on 30th September, 2024 after the conclusion of the AGM. Thereafter, the details containing, inter-alia, the list of Equity Shareholders who voted "in favour" or "against" on each of the resolutions that was put to vote. Based on the report generated by CDSL and relied upon by me, data regarding the remote e-voting was scrutinized on test check basis.



After the closure of e-voting at the AGM, the report on remote e-voting done during the AGM and the votes cast under remote e-voting facility prior to the AGM were unblocked and counted diligently.

I submit my consolidated Report as under on the result of the remote e-voting and e-voting at AGM in respect of the said resolutions.

I would like to mention that the voting rights of Members shall be in proportion to their share of the paid-up equity share capital of the Company as on the cut-off date i.e., 20th September 2024 and as per the Register of Members of the Company.

Resolution No. 1: (Ordinary Resolution): To Adopt Audited Financial Statements

To receive, consider and adopt the Audited Balance Sheet (Standalone & Consolidated) as 31st March 2024, the Profit and Loss Account for the year ended 31st March 2024 together with Schedules and Notes attached thereto, along with the Reports of the Board and Auditors thereon.

(i) Voted in favour of the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
1480	45309043	99.98

(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
68	5169	0.02

(iii) Invalid votes:

Total Number of members whose votes were declared invalids	Total Number of votes cast by them
0	0

Resolutions of item no. 1 have been deemed to be passed with requisite majority.



Resolution No. 2:

To Appoint M/s JMT & Associates as Statutory Auditors for a period of One (01) years from the conclusion of the 30th Annual General Meeting, until the conclusion of the 31st Annual General Meeting To consider and, if thought fit, to pass, with or without modification, the following Resolution as an Ordinary Resolution:

“RESOLVED THAT - pursuant to the Provisions of Section 139, 141 & 142 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 as amended from time to time, pursuant to the recommendations of the Audit committee, M/s. JMT & Associates, Chartered Accountants (Firm Registration No. 104167W) be and are hereby appointed as Statutory Auditors of the Company for a period of One (1) year to fill the Casual Vacancy caused by Resignation of M/S. P C N & Associates., Chartered Accountants (Firm Registration No.016016S) to hold office from the conclusion of this Annual General Meeting (“AGM”) till the conclusion of the 31st Annual General Meeting to be held in the year 2025 at such remuneration and out of pocket expenses as may be decided by the Board of Directors of the Company.

(i) Voted in favour of the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
1480	45307843	99.99

(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
68	6369	0.01

(iii) Invalid votes:

Total Number of members whose votes were declared invalids	Total Number of votes cast by them
0	0

Resolutions of item no. 2 have been deemed to be passed with requisite majority.



Resolution No. 3: (Special Resolution):

To Approve and confirm the Loan Agreement cum Memorandum of understanding of Apptest Corporation, USA

To consider and, if thought fit, to pass, with or without modification, the following Resolution as an Special Resolution:

RESOLVED THAT pursuant to the provisions of Sections 42, Section 62, and all other applicable provisions, if any, of the Companies Act, 2013 (“the Act”), read with the relevant Rules made thereunder (including any statutory modification or re-enactment thereof, for the time being in force) and in accordance with the provisions of the Memorandum and Articles of Association of the Company and in accordance with the provisions on preferential issue as contained in Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2012, (“SEBI ICDR Regulations”), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), and other applicable regulations of Securities and Exchange Board of India (SEBI), if any, as may be applicable, other applicable rules, notifications, guidelines, regulations issued by various authorities, consent of the Members of the Company be and is hereby sought for the approval of the Loan Agreement cum Memorandum of understanding dated 23rd August 2024 for an amount of Rs. 10,07,11,523/- (Rupees Ten Crore Seven lakh Eleven Thousand Five Hundred and Twenty Three Only) with a right to convert the said dues of Apptest Corporation as on 31st March 2024 , into equity shares of the Company.

RESOLVED FURTHER THAT Apptest Corporation USA, in lieu of its outstanding dues shall be entitled to exercise their right to convert its dues into equity shares in due compliance of the Companies Act 2013, SEBI (ICDR) Regulations 2012, SEBI (LODR) Regulations 2015, and other applicable laws if any.



(i) Voted in favour of the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
1481	45309043	99.99

(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
67	5169	0.01

(iii) Invalid votes:

Total Number of members whose votes were declared invalids	Total Number of votes cast by them
0	0

Resolutions of item no. 3 have been deemed to be passed with requisite majority.

Resolution No. 4: (Special Resolution):

To Re-appoint Mr. Koteswara Rao Kanamarlapudi (DIN: 06401491) as Non-Executive Director of the Company

To consider and, if thought fit, to pass, with or without modification, the following Resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Section 152 and any other applicable provisions of the Companies Act, 2013 and any rules made there under read with Schedule V to the Act, consent of the Members be and is hereby accorded to the appointment of Mr. Koteswara Rao Kanamarlapudi (DIN: 06401491) as Non- Executive Director on Board of the Company in respect of whom, the Company has received a notice in writing proposing his candidature for the office of Director, for a tenure of three years from the conclusion of the 30th Annual General Meeting of the Company, whose office is liable to retire by rotation.



(i) Voted in favour of the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
1478	45302622	99.97

(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
70	11590	0.03

(iii) Invalid votes:

Total Number of members whose votes were declared invalids	Total Number of votes cast by them
0	0

Resolutions of item no. 4 have been deemed to be passed with requisite majority.

Resolution No. 5: (Special Resolution):

To Re-appoint Mr.B.V.B. Ravi Kishore (DIN: 03271596) as an Independent Director of the Company.

To consider and, if thought fit to pass with or without modification(s), the following resolution as a Special Resolution:

RESOLVED THAT pursuant to the provisions of Sections 152 and any other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and any Rules made thereunder read with Schedule IV of the Act, Mr.B.V.B.Ravi Kishore (DIN : 03271596) who was appointed as an additional director of the company w.e.f 28th June 2021 and subsequently as a Non-Executive and Non Independent Director on the 24th September 2021 for a period of three years and further changed the designation to an independent director with effect from 14th December 2021, being eligible for appointment in respect of whom the company has received notice in writing from the member proposing his candidature for the office of director be and is hereby appointed as an Independent Director of the company for a tenure of Five Years, pursuant to the provisions of Section 149(4), 149(6) and 152 of the **Companies**



Act 2013 by the Board of Directors with effect from the conclusion of the 30th Annual General Meeting, in terms of section 161(1) of the companies act 2013 and the Articles of Association of the Company.”

(i) Voted in favour of the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
1478	45302387	99.97

(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
70	11825	0.03

(iii) Invalid votes:

Total Number of members whose votes were declared invalids	Total Number of votes cast by them
0	0

Resolutions of item no. 5 have been deemed to be passed with requisite majority.
Yours faithfully,

Place: Hyderabad
Date : 03.10.2024

T.Durga Pallavi
Practicing Company Secretary
Name & Signature of Scrutinizer
ACS:A23864 ; CP No. : 19724
PR NO:3876/2023
UDIN NO: A023864F001429400

TEKUMALLA DURGA PALLAVI
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