

September 27, 2024

To The General Manager Department of Corporate Relations BSE Limited Sir Phiroze Jeejeebhoy Towers Dalal Street, Fort, Mumbai – 400 001

Scrip Code: 531268

Dear sir,

#### Sub: Disclosure of voting results of the business transacted at 30th AGM held on September 26, 2024 - Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we submit herewith the voting results along with the consolidated Report of scrutinizers for the business transacted at 30th Annual General Meeting (AGM) held on September 26, 2024 through video conference in the prescribed format.

The mode of voting for all resolutions was:

- a) The remote e-voting commenced on Monday, 23rd September, 2024 at 9:00 A.M and ended on Wednesday, 25th September, 2024 at 5:00 P.M.
- b) E-voting during the 30<sup>th</sup> AGM.

We wish to inform you that all the below-mentioned resolutions as set out in the notice of 30<sup>th</sup> Annual General Meeting were approved by the members with the requisite majority, based on the consolidated report of the scrutinizer enclosed herewith.

Item No.	Details of Agenda item	Type of Resolution
1.	To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the year ended March 31, 2024, and the reports of the Board of Directors and Auditors thereon.	-
2.	To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the year ended March 31, 2024, and the reports of the Auditors thereon.	-
3.	To re-appoint a director, in place of Dr. Yaramati Satyanarayana (DIN: 00360679) who retires by rotation and being eligible, offers himself for reappointment	Passed with requisite majority

#6-3-1112, 3<sup>rd</sup> Floor, AVR Towers, Behind Westside Showroom, Near Somajiguda Circle, Begumpet, Hyderabad – 500 082. Telangana. INDIA, Phone: +91-40-23372522, 5926 Fax: +91-40-2332 2385 Email: info@b2bsoftech.com www.b2bsoftech.com USA



4.	To appoint Mr. Lakshminarayana Bolisetty (DIN-	Passed	with	requisite
-	02766709) as an Independent Director of the	majority	-	1
	Company.	5 5		
5.	To appoint Mr. Sreeramulu Kavuri (DIN:	Passed	with	requisite
	01999979) as an Independent Director of the	majority		
	Company.			
6.	To Regularise the appointment of Mrs. Parvatha	Passed	with	requisite
	Samantha Reddy (DIN- 00141961) as a non-	majority		
	executive Director of the Company (Liable to be			
	retire by rotation).			
7.	Payment of performance bonus to Mr. Bala	Passed	with	requisite
	Subramanyam Vanapallii (DIN 06399503)	majority		
	Whole-time Director for the Financial Year 2023-			
	2024.			
8.	To approve Modification of Employees Stock	Passed	with	requisite
	Option Scheme.	majority		
9.	To authorise granting of Loan to ESOP Trust.	Passed	with	requisite
		majority		
10.	To approve continuation of material related	Passed	with	requisite
	party transactions.	majority		

This is for your information and records.

Thanking you,

Yours truly,

For **B2B SOFTWARE TECHNOLOGIES LIMITED** 

PRABHAT BHAMINI

Company Secretary & Compliance Officer Membership No.-A69664 USA

General information a	bout company
Scrip code	531268
NSE Symbol	NA
MSEI Symbol	NA
ISIN	INE151B01011
Name of the company	3 SOFTWARE TECHNOLOGIES LIN
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	26-09-2024
Start time of the meeting	04:00 PM
End time of the meeting	04:25 PM

Scrutinizer Det	ails
Name of the Scrutinizer	Sri Manikya Ram Devata
Firms Name	DSMR & Associates
Qualification	CS
Membership Number	14939
Date of Board Meeting in which appointed	26-08-2024
Date of Issuance of Report to the company	26-09-2024

Voting results				
Record date	19-09-2024			
Total number of shareholders on record date	8389			
No. of shareholders present in the meeting either in person or through prox	y fa dic'			
a) Promoters and Promoter group	0			
b) Public	0			
No. of shareholders attended the meeting through video conferencing	3. de 495.			
a) Promoters and Promoter group	5			
b) Public	40			
No. of resolution passed in the meeting	10			
Disclosure of notes on voting results	Add Notes			

Whether	Res promoter/promoter group are	olution required: (Orc interested in the ager Description of resolu	nda/resolution?	To receive, conside the year ended Ma	er and adopt the Aud arch 31, 2024, and th	Ordinary No ited Standalone Fin e reports of the Boa	ancial Statements o ird of Directors and	f the Company for Auditors thereon.
Category	Mode of voting	No. of shares held	No, of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	E-Voting		2148200	26.5668	2148200	ö	100.0000	0.000
Promoter and	Poll	8086036	0	0.0000	0	o	0	
Promoter Group	Postal Ballot (if applicable)	1 1	0	0.0000	0	0	0	
	Total	8086036	2148200	26.5668	2148200	0	100.0000	0.000
	E-Voting		0	0	0	٥	0.0000	0.000
Public-	Poll	0	o	0	o	o	0.0000	
Institutions	Postal Ballot (if applicable)		C	0	Ø	0	0.0000	0.000
	Total	0	C	0.0000	0	0	0.0000	0.000
	E-Voting		83549	2.3875	83408	141	99.8312	
Public- Non	Poll	3499364	51	0.0015	51	o	100.0000	0.000
Institutions	Postal Ballot (if applicable)		C	0.0000	0	0		)
	Total	3499364	83600	2.3890	83459	141	99.8313	0.168
	Total	11585400	2231800	19.2639	2231659	141		
					Whether resolution	is Pass or Not.		/es

Details of Invalid	VOICS
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution required: (Ordinary / Special) Whether promoter/promoter group are interested in the agenda/resolution? Description of resolution considered			nda/resolution?		DUER AND ADOPT OF DR THE YEAR ENDED	Ordinary No 12 AUDITED CONSUL MARCH 31, 2024, A THEREON	IDATED FINANCIAL ND THE REPORTS O	STATEMENTS OF
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
	E-Voting		2148200	26.5668	2148200	0	100.0000	0.0000
-	Poll	8086036	0	0.0000	0	0	0	
Promoter and Promoter Group	Postal Ballot (if applicable)	1 1	o	0.0000	0	0	0	
	Total	8086036	2148200	26.5668	2148200	0	100.0000	0.000
	E-Voting		0	0	0	0	0.0000	
	Poll	0	0	0	0	0	0.0000	0.000
Public- Institutions	Postal Ballot (if applicable)		C	0	0	0	0.0000	0.000
		0	0	0.0000	0	0	0.0000	0.000
	Total		83549	2.3875	83408	141	99.8312	0,168
	E-Voting	3499364	51	0.0015	51	0	100.0000	0.000
Public- Non Institutions	Poll		C	0.0000	0	0		)
	Postal Ballot (if applicable)	3499364	83600	2.3890	83459	141	99,8313	0.168
	Total Total	11585400	222-22-22-22-22-22-22-22-22-22-22-22-22		2231659	141	99.9937	0.000
	Total	11505400			Whether resolution	n is Pass or Not.		Yes

Details of Invalid	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

والم المحيد المحارية	Carl of Sherry Carl		1 (Constant)			Ordinary			
		olution required: (Ord		No					
Whether	promoter/promoter group are	Description of resolu		TO RE-APPOINT A D RETIRES BY R	IRECTOR, IN PLACE C	OF DR. YARAMATI SA 5 ELIGIBLE, OFFERS I	TYANARAYANA (DIN HIMSELF FOR REAPP	1: 00360679) WHO QINTMENT.	
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	
			2148200	26.5668	2148200	0	100.0000	0.0000	
	E-Voting Poll	8086036	0	0.0000	0	0	0	0	
Promoter and Promoter Group	Postal Ballot (if applicable)		o	0.0000	0	0	0	(	
	Total	8086036	2148200	26.5668	2148200	0	100.0000	0.0000	
	E-Voting		C	0	0	0	0.0000	0.0000	
Public-	Poli	0	C	0	0	0	0.0000	0.000	
Institutions	Postal Ballot (if applicable)		C	) 0	0	0	0.0000		
	Total	0		0.0000	0	0			
	E-Voting		83549	2.3875	83408	141			
Public- Non Institutions	Poll	3499364	5:	0.0015	5 51	0			
	Postal Ballot (if applicable)		(	0.0000	0 0	0	0		
	Total	3499364	83600	2.3890	83459				
	Total	11585400	223180	0 19.263	the second se				
State of the second					Whether resolution	n is Pass or Not.	Add	Yes	

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Category	No. of Votes
Promoter and Promoter Group Public Insitutions	

to be the		a destablished	Res	olution (4)	的联结。			1.22	
	Re	solution required: (Or	rdinary / Special)			Special			
Whether	r promoter/promoter group are	e interested in the age	enda/resolution?	No					
		Description of resol	ution considered	TO APPOINT MR. LAKSHMINARAYANA BOLISETTY (DIN- 02766709) AS AN INDEPENDENT DIREC 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	
	E-Voting		2148200	26.5668	2148200	0	100.0000	0.0000	
Promoter and	Poll	8086036	0	0.0000	0	D	0	0	
Promoter Group	Postal Ballot (if applicable)		0	0.0000	o	0	0	0	
	Total	8086036	2148200	26.5668	2148200	0	100.0000	0.0000	
	E-Voting		0	0	0	0	0.0000	0.0000	
Public-	Pall	0	o	0	0	0	0.0000	0.0000	
Institutions	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000	
	Total	0	0	0.0000	0	0	0.0000	0.0000	
	E-Voting		83549	2.3875	83408	141	99.8312	0.1688	
Public- Non	Poll	3499364	51	0.0015	51	o	100.0000	0.0000	
Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	3499364	83600	2.3890	83459	141	99.8313	0.1687	
	Total	11585400	2231800	19.2639	2231659	141	99.9937	0.0063	
					Whether resolution	is Pass or Not.	Y	es	
					Disclosure of	notes on resolution	Add	Votes	

Details of Invalid Votes					
Category	No. of Votes				
Promoter and Promoter Group					
Public Institutions					
Public - Non Insitutions					

1 Bit Start			Res	olution (5)	Na sanata sar					
1	Re	solution required: (Or	dinary / Special)			Special				
Whether	promoter/promoter group are	interested in the age	nda/resolution?	No						
		Description of resolu	ition considered	TO APPOINT MR. S	REERAMULU KAVUF	RI (DIN: 01999979) A COMPANY	S AN INDEPENDENT	DIRECTOR OF THE		
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	E-Voting		2148200	26.5668	2148200	o	100.0000	0.0000		
	Poll	8086036	0	0.0000	o	o	Ó	0		
Promoter Group	Postal Ballot (if applicable)		0	0.0000	0	0	0			
	Total	8086036	2148200	26.5668	2148200	0	100,0000	0.0000		
	E-Voting		0	0	0	0	0.0000	0.0000		
Public-	Poll	0	0	0	0	٥	0.0000	0.0000		
Institutions	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000		
	Total	0	0	0.0000	0	0	0.0000	0.0000		
	E-Voting		83549	2.3875	83408	141	99.8312	0.1688		
Public- Non	Poll	3499364	51	0.0015	51	0	100.0000	0.0000		
Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0			
	Total	3499364	83600	2.3890	83459	141	99.8313	0.1687		
	Total	11585400	2231800	19.2639	2231659	141	99.9937	0.0063		
					Whether resolution	is Pass or Not.	Y	es		
					Disclosure of	notes on resolution	Add	Notes		

Details of Invalid Votes			
Category	No. of Votes		
Promoter and Promoter Group			
Public Insitutions			
Public - Non Insitutions			

	Profe Bride to		Res	olution (6)	i i i i i i i i i i i i i i i i i i i		ີ <b>ກ</b> ະ"ີ.			
	Res	solution required: (Or	rdinary / Special)			Ordinary				
Whether	r promoter/promoter group are	interested in the age	enda/resolution?	Yes						
		Description of resolution	ution considered	TO REGULARISE TH NON-EXECU	E APPOINTMENT OF	MRS. PARVATHA S	AMANTHA REDDY (L BLE TO BE RETIRE BY	NN- 00141961) AS A ROTATION).		
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 agains on votes polled		
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100		
	E-Voting	8086036	2148200	26.5668	2148200	0	100.0000	0.0000		
Promoter and	Poll		0	0.0000	0	o	0			
Promoter Group	Postal Ballot (if applicable)		0	0.0000	0	o	0	(		
	Total	8086036	2148200	26,5668	2148200	0	100.0000	0.0000		
	E-Voting		0	0	0	0	0.0000	0.0000		
Public-	Poll	0	0	0	0	0	0.0000	0.0000		
Institutions	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000		
	Total	0	0	0.0000	0	0	0.0000	0.0000		
	E-Voting		83549	2.3875	83408	141	99.8312	0.1688		
Public- Non	Poll	3499364	51	0.0015	51	o	100.0000	0.0000		
Institutions	Postal Ballot (if applicable)		0	0.0000	0		0	C		
	Total	3499364	83600	2.3890	83459	141	99.8313	0.1687		
	Total	11585400	2231800	19.2639	2231659	141	99.9937	0.0063		
					Whether resolution	is Pass or Not.	Ye	25		
					Disclosure of	notes on resolution	Add N	lotes		

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

	Enterthe internet Party	والمستجد وبالمجمع المحاجم	Res	olution (7)	- Andrea		ي الم الم			
		solution required: (Or				Special				
Whethe	r promoter/promoter group ar	e interested in the age	nda/resolution?	No						
	Description of resolution considered			PAYMENT OF PERI	FORMANCE BONUS WHOLE-TIME DIRECT	TO MR. BALA SUBRA	MANYAM VANAPA CIAL YEAR 2023-202	LLII (DIN 06399503) 4.		
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 agains on votes polled		
	·····	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100		
	E-Voting	1 1	2148200	26.5668	2148200	0	100.0000			
Promoter and	Poll	8086036	o	0.0000	0	0	0			
Promoter Group	Postal Ballot (if applicable)		0	0.0000	0	0	0			
	Total	8086036	2148200	26.5668	2148200	0	100.0000	0.0000		
	E-Voting		0	0	0	0	0.0000	0.0000		
Public-	Poll	0	0	0	0	o	0.0000	0.0000		
Institutions	Postal Ballot (if applicable)		0	0	0	o	0.0000	0.0000		
	Total	0	0	0.0000	0	0	0.0000	0.0000		
	E-Voting	-	83549	2.3875	83408	141	99.8312	0.1688		
Public- Non Institutions	Poll	3499364	51	0.0015	51	0	100.0000	0.0000		
institutions	Postal Ballot (if applicable)		0	0.0000	o	0	0	0.0000		
-	Total	3499364	83600	2.3890	83459	141	99.8313	0.1687		
	Total	11585400	2231800	19.2639	2231659	141	99.9937	0.0063		
				Ň	Whether resolution		Ye			
					Disclosure of r	notes on resolution	Add N	otes		

Details of Invalid Votes			
Category	No. of Votes		
Promoter and Promoter Group			
Public Insitutions			
Public - Non Institutions			

			Res	olution (8)						
	Res	solution required: (Or	dinary / Special)	Special						
Whether	promoter/promoter group are	interested in the age	nda/resolution?	No						
		Description of resolu	ution considered	A OT	PPROVE MODIFICAT	ION OF EMPLOYEES	STOCK OPTION SCH	EME		
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		
	E-Voting		2148200	26.5668	2148200	0	100.0000	0.0000		
Promoter and	Poll	8086036	0	0.0000	0	0	0	0		
Promoter Group	Postal Ballot (if applicable)		0	0.0000	σ	0	0	0		
	Total	8086036	2148200	26.5668	2148200	0	100.0000	0.0000		
	E-Voting		0	0	0	0	0.0000	0.0000		
Public-	Poll	0	0	0	0	0	0.0000	0.0000		
Institutions	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000		
	Total	0	0	0.0000	0	0	0.0000	0.0000		
	E-Voting		83549	2.3875	83405	144	99.8276	0.1724		
Public- Non	Poll	3499364	51	0.0015	51	0	100.0000	0.0000		
Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0			
	Total	3499364	83600	2.3890	83456	144	99.8278	0.1722		
	Total	11585400	2231800	19.2639	2231656	144	99.9935	0.0065		
		-			Whether resolution	is Pass or Not.	Y	es		
					Disclosure of	notes on resolution	Add	Notes		

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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1.3 Pr 1		Survey Street .	Res	olution (9)	<u> SUN 2. '</u>					
		solution required: (Or				Special				
Whether	promoter/promoter group are	e interested in the age	nda/resolution?	No						
	· · · · · · · · · · · · · · · · · · ·	Description of resolu	tion considered		TO AUTHORISE	GRANTING OF LOAN	TO ESOP TRUST			
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 agains on votes polled		
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100		
	E-Voting	8086036	2148200	26.5668	2148200	0	100.0000	0.0000		
Promoter and	Poli		0	0.0000	0	0	0	c		
Promoter Group	Postal Ballot (if applicable)		0	0.0000	0	0	0	C		
	Total	8086036	2148200	26.5668	2148200	0	100.0000	0.0000		
	E-Voting	1 1	0	0	0	0	0.0000	0.0000		
Public-	Poll	0	o	0	0	0	0.0000	0.0000		
Institutions	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000		
	Total	0	0	0.0000	0	0	0.0000	0.0000		
	E-Voting		83549	2.3875	83408	141	99.8312	0.1688		
Public- Non	Poll	3499364	51	0.0015	51	0	100.0000	0.0000		
Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0	0		
	Total	3499364	83600	2.3890	83459	141	99.8313	0.1687		
	Total	11585400	2231800	19.2639	2231659	141	99.9937	0.0063		
				N	Whether resolution	is Pass or Not.	Ye	25		
					Disclosure of	notes on resolution	Add N	lotes		

Details of Invalid Votes			
Category	No. of Votes		
Promoter and Promoter Group			
Public Insitutions			
Public - Non Insitutions			

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Но	ma			6117	10000
	(111-SE		·	ann	ate
	and the second		- Carlos - C		

				olution (10)	소리 아이는 것은	김 영국 영화 문		Sint stands
Whether	Ri promoter/promoter group ar	esolution required: (Or re interested in the age				Ordinary Yes		
		Description of resolu	ition considered	то арря	ROVE CONTINUATION	N OF MATERIAL REL	ATED PARTY TRANS	ACTIONS.
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 agains on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	E-Voting		0	0.0000	0	0		(17-(1-))(2)) 100
Promoter and	Poli	8086036	0	0.0000	0	0	0	
Promoter Group	Postal Ballot (if applicable)		0	0.0000	0	, e	0	(
	Total	8086036	0	0.0000	0	0	0	- (
	E-Voting		0	0	0	0	0.0000	0.0000
ublic-	Poll	0	0	0	0	0	0.0000	0.0000
nstitutions	Postal Ballot (if applicable)		0	0	0	0	0,0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
	E-Voting		83549		0	0	0.0000	0.0000
ublic- Non	Poll	3499364		2.3875	83408	141	99.8312	0.1688
nstitutions	Postal Ballot (if applicable)	-	51	0.0015	51	0	100.0000	0.0000
r	Total	3499364	0	0.0000	0	0	0	0
and the second	Total	and the second s	83600	2.3890	83459	141	99.8313	0.1687
		11585400	83600	0.7216	83459	141	99.8313	0.1687
	and the second	and the set	. I'	W	hether resolution is	Pass or Not.	Ye	s
					Disclosure of n	otes on resolution	Add No	otes

Details of Invalid Votes			
Category	No. of Votes		
Promoter and Promoter Group	1060600		
Public Institutions	0		
Public - Non Insitutions	0		

### REPORT OF THE 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, B2B SOFTWARE TECHNOLOGIES LIMITED (CIN: L72200TG1994PLC018351)

30<sup>th</sup> Annual General Meeting (AGM) of the Equity Shareholders of B2B SOFTWARE TECHNOLOGIES LIMITED held on Thursday, 26<sup>th</sup> day of September, 2024, at 4.00 p.m. (IST) through Video Conferencing (VC) / other Audio-Visual Means (OAVM).

Dear Sir,

- 1. I, Devata Sri Manikya Ram, a Company Secretary in Practice, Proprietor of M/s. DSMR & Associates, having its office at #6-3-668/10/42, Plot No.42, 2nd Floor, Durga Nagar Colony, Punjagutta, Hyderabad, Telangana 500 082 appointed as the Scrutinizer by the Board of Directors of B2B Software Technologies Limited (hereinafter referred to as "the Company") dated 26th August, 2024 (hereinafter referred to as "Notice") issued in accordance with General Circular bearing No. 14/2020, 17/2020, 20/2020 and 02/2021 dated April 08, 2020, April 13, 2020, May 05, 2020 and January 13, 2021 respectively Circular No. 19/2021 dated December 8, 2021, Circular No. 21/2021 dated December 14, 2021, Circular No. 2/2022 dated May 5, 2022, Circular 10/2022 dated December 28, 2022, Circular 9/2023 dated September 2023 issued by Ministry of Corporate Affairs (hereinafter referred to as "MCA") Government of India (hereinafter collectively referred to "MCA as Circulars"), and Circular No.SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023, Circular No.SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12. 2020, Circular No.SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 and Circular No.SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 issued by the Securities and Exchange Board of India (hereinafter collectively referred to as "SEBI Circulars") calling the 30th Annual General Meeting of its Equity Shareholders through VC/OAVM. The AGM was convened on Thursday, September 26, 2024 at 4:00 P.M., IST through video conferencing.
- 2. The said appointment as Scrutinizer is under the provisions of Section 108 of the Companies Act, 2013 (hereinafter referred to as "the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended (hereinafter referred to as "the Rules"). As the Scrutinizer, I had to Scrutinize:
  - i. The process of e-voting remotely, before the AGM, using an electronic voting system on the dates referred to in the Notice calling the AGM (hereinafter referred to as "remote e-voting"); and
  - ii. The process of e-voting at the AGM through electronic voting system.

Place: Hyderabad Date: 26<sup>th</sup> September, 2024

MANIKYA C.P.No. 4239 TARY

For DSMR & Associates Company Secretaries

10. Su nampy ky

D S M Ram Proprietor C. P. No. 4239 UDIN: A014939F001332662

# 6-3-668/10/42, Plot No.42, 2nd Floor, Durga Nagar Colony, Punjagutta, Hyderabad - 500082 Tele Fax: 040-2340 8776, Cell ;98482 43356, E-mail: ram.devata@gmail.com

## 3. DISPATCH OF NOTICE COVNENING AGM:

The Company informed that on the basis of the Register of Members and the list of Beneficial Owners made available by the Depositories viz. NSDL and Central Depository Services (India) Limited (hereinafter referred to as "CDSL") the Company commenced dispatch of the Notice of the 30<sup>th</sup> AGM through Electronic Mode on September 03, 2024, members who had registered their email ids with the Company / depositories were sent the Annual Report and the Notice of the AGM of the Company by email.

The Company had given public notice to its shareholders about the 30<sup>th</sup> AGM via "Business Standard" (English Newspaper) and "Mana Telangana" (Telugu Newspaper) dated September 5, 2024.

### 4. MANAGEMENT'S RESPONSIBILITY:

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

### 5. SCRUTINIZER'S RESPONSIBILITY:

Our 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 M/s CDSL India Limited authorized under the Rules and engaged by the Company to provide e-voting facility and attendant papers/documents furnished to us electronically by the Company and/ or M/s CDSL India Limited for our verification.

#### 6. CUT-OFF DATE:

The Equity Shareholders of the Company as on the "cut-off" date, as set out in the Notice, i.e., September 19<sup>th</sup>, 2024 were entitled to vote on the resolutions (item nos. 1 to 10 as set out in the Notice calling the AGM) and their voting rights were in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date.

#### 7. E-VOTING PROCESS:

a. The remote e-voting period remained open from Monday, September 23, 2024 (9:00 A.M) to Wednesday, September 25, 2024 (5:00 P.M).

Place: Hyderabad Date: 26<sup>th</sup>September, 2024

MANIKYA 2. St. nowily ky C.P.No. 4239 D S M Ram Proprietor CRETAR C. P. No. 4239 UDIN: A014939F001332662

For DSMR & Associates Company Secretaries

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- b. After the time fixed for closing of the e-voting by the Chairman, the electronic system recording the e-voting (e-votes) was locked by M/s CDSL India Limited under our instructions
- c. The e-voting system was scrutinized on test check basis. The e-votes were reconciled with the records maintained by the Company/ M/s CDSL India Limited.

We submit herewith the Consolidated Scrutinizer's Report on the results of the remote e-voting and e-voting, based on the reports generated from CDSL India Limited, scrutinized on test check basis and relied upon by us.

The electronic data and all other relevant records relating to e-voting are under our safe custody and will be handed over to the Company Secretary, for preserving safely after the Chairman of this meeting considers, approves and signs the minutes of the AGM.

### 8. RESTRICTIONS ON USE:

This report has been issued at the request of the Company for (i) submission to Stock Exchanges, (ii) placing on website of the Company and (iii) website of M/s CDSL India Limited. This report is not to be used for any other purpose or to be distributed by the Company to any other parties. Accordingly, we do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without our prior consent in writing.

Place: Hyderabad Date: 26<sup>th</sup>September, 2024

For DSMR & Associates NANIKYA **Company Secretaries** C.P.No 2. SI. nowith ky 4239 D S M Ram RETAR

Proprietor C. P. No. 4239 UDIN: A014939F001332662

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### Item No. 1: Ordinary Resolution

To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the year ended March 31, 2024, and the reports of the Board of Directors and Auditors thereon.

### (i) Voted in favour of the Resolution:

Particulars	Number of members present and exercised e- voting	Number of votes cast by them	% of total number of votes cast
E-voting	80 22,31,608		99.99368
Electronic voting (e- voting) during the AGM		51	
TOTAL	82	22,31,659	

### (ii) Voted against the Resolution:

Particulars	Number of members present and exercised e- voting	Number of votes cast by them	% of total number of votes cast
E-voting	12	141	0.00632
Electronic voting (e- voting) during the AGM	0	0	
TOTAL	12	141	

### (iii) Abstain / invalid votes:

Particulars	Number of members present and exercised e- voting	Number of votes cast by them
E-voting	0	0
Electronic voting (e- voting) during the AGM	0	0
TOTAL	0	0

Based on the aforesaid results, Ordinary Resolution as contained in Item No. 1 of the notice convening the 30<sup>th</sup> Annual General Meeting dated August 26, 2024 has been passed with requisite majority.

Place: Hyderabad Date: 26<sup>th</sup>September, 2024

For DSMR & Associates MANIKY **Company Secretaries** - sq nowith by. C.P.No. 4239 D S M Ram RETAR

Proprietor C. P. No. 4239 UDIN: A014939F001332662

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### Item No. 2: Ordinary Resolution

To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the year ended March 31, 2024, and the reports of the Auditors thereon.

(i) Voted in favour of the Resolution:

Particulars		Number of votes cast by them	% of total number of votes cast
E-voting	80	22,31,608	99.99368
Electronic voting (e- voting) during the AGM	2	51	
TOTAL	82	22,31,659	

### (ii) Voted against the Resolution:

Particulars	Number of members present and exercised e- voting	Number of votes cast by them	% of total number of votes cast	
E-voting	12	141	0.00632	
Electronic voting (e- voting) during the AGM		0		
TOTAL	12	141		

### (iii) Abstain / invalid votes:

Particulars	Number of members present and exercised e- voting	
E-voting	0	0
Electronic voting (e- voting) during the AGM	0	0
TOTAL	0	0

Based on the aforesaid results, Ordinary Resolution as contained in Item No. 2 of the notice convening the 30<sup>th</sup> Annual General Meeting dated August 26, 2024 has been passed with requisite majority.

Place: Hyderabad Date: 26<sup>th</sup> September, 2024

For DSMR & Associates MANIKYA **Company Secretaries** C.P.No. St. wanty ty. 4239 D S M Ram Proprietor CRETARN C. P. No. 4239 UDIN: A014939F001332662

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### Item No. 3: Ordinary Resolution

To re-appoint a director, in place of Dr. Yaramati Satyanarayana (DIN: 00360679) who retires by rotation and being eligible, offers himself for reappointment.

(i) Voted in favour of the Resolution:

Particulars	Number of members present and exercised e- voting		% of total number of votes cast	
E-voting	80	22,31,608	99.99368	
Electronic voting (e- voting) during the AGM	2	51	00.00000	
TOTAL	82	22,31,659		

### (ii) Voted against the Resolution:

Particulars	Number of members present and exercised e- voting	Number of votes cast by them	% of total number of votes cast
E-voting	12	141	0.00632
Electronic voting (e- voting) during the AGM	0	0	
TOTAL	12	141	

## (iii) Abstain / invalid votes:

Particulars	Number of members present and exercised e- voting	Number of votes cast by them
E-voting	0	0
Electronic voting (e- voting) during the AGM	0	0
TOTAL	0	0

Based on the aforesaid results, Ordinary Resolution as contained in Item No. 3 of the notice convening the 30<sup>th</sup> Annual General Meeting dated 26<sup>th</sup> August, 2024 has been passed with requisite majority.

Place: Hyderabad Date: 26<sup>th</sup>September, 2024

For DSMR & Associates MANIKY **Company Secretaries** St. marrily by C.P.No 4239 D S M Ram

Proprietor C. P. No. 4239 UDIN: A014939F001332662

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## Item No.4: Special Resolution

To appoint Mr. Lakshminarayana Bolisetty (DIN- 02766709) as an Independent Director of the Company.

(i) Voted in favour of the Resolution:

Particulars	Number of members present and exercised e- voting	Number of votes cast by them	% of total number of votes cast
E-voting	80	22,31,608	99.99368
Electronic voting (e- voting) during the AGM	2	51	00.0000
TOTAL	82	22,31,659	

## (ii) Voted against the Resolution:

Particulars	Number of members present and exercised e- voting	01 0000	% of total number of votes cast	
E-voting	12	141	0.00632	
Electronic voting (e- voting) during the AGM	0	0	0.00632	
TOTAL	12	141		

(iii) Abstain / invalid votes: Particulars Number

Particulars	Number of members present and exercised e- voting	
E-voting	0	0
Electronic voting (e- voting) during the AGM	0	0
TOTAL	0	0

Based on the aforesaid results, Special Resolution as contained in Item No. 4 of the notice convening the 30<sup>th</sup> Annual General Meeting dated August 26, 2024 has been passed with requisite majority.

Place: Hyderabad Date: 26<sup>th</sup>September, 2024

For DSMR & Associates **Company Secretaries** NANIKY

C.P.No. 4239

S. nowith by D S M Ram

CRETARY C. P. No. 4239 UDIN: A014939F001332662

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# Item No.5: Special Resolution

To appoint Mr. Sreeramulu Kavuri (DIN: 01999979) as an Independent Director of the Company.

(i) Voted in favour of the Resolution:

Particulars	Number of members present and exercised e- voting	Number of votes cast by them	% of total number of votes cast
E-voting	80	22,31,608	00.00000
Electronic voting (e- voting) during the AGM	2	51	99.99368
TOTAL	82		
	02	22,31,659	

# (ii) Voted against the Resolution:

Particulars	Number of members present and exercised e- voting	Number of cast by them	votes	% of total number of votes cast
E-voting	10			
Electronic voting (e-		The second s	141	0.00632
voting) during the AGM	0		0	
TOTAL				
ii) Abstain / invalio	12		141	

(iii) Abstain / invalid votes:

Particulars	Number of members present and exercised e- voting	voles
E-voting	0	
Electronic voting (e-	0	0
voting) during the AGM	0	0
TOTAL		
al an the construction	0	0

Based on the aforesaid results, Special Resolution as contained in Item No. 5 of the notice convening the 30<sup>th</sup> Annual General Meeting dated August 26, 2024 has been passed with requisite majority.

Place: Hyderabad Date: 26<sup>th</sup>September, 2024

For DSMR & Associates Company Secretaries NANIKK

C.PNo ST. manify Ky 4239

D S M Ram Proprietor C. P. No. 4239 UDIN: A014939F001332662

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## Item No.6: Ordinary Resolution

To Regularise the appointment of Mrs. Parvatha Samantha Reddy (DIN- 00141961) as a non-executive Director of the Company (Liable to be retire by rotation).

(i) Voted in favour of the Resolution:

Particulars	Number of members present and exercised e- voting	Number of votes cast by them	% of total number of votes cast
E-voting	80	22,31,608	
Electronic voting (e- voting) during the AGM	2	<u>22,31,608</u> 51	99.99368
TOTAL	82	22,31,659	

## (ii) Voted against the Resolution:

Particulars	Number of members present and exercised e- voting	Number of votes cast by them	% of total number of votes cast
E-voting	12		
Electronic voting (e- voting) during the AGM	0	<u>141</u> 0	0.00632
TOTAL	12	141	

## (iii) Abstain / invalid votes:

Particulars	Number of members present and exercised e- voting	Number of votes cast by them
E-voting	0	
Electronic voting (e-		0
voting) during the AGM	0	0
TOTAL	0	0

Based on the aforesaid results, Ordinary Resolution as contained in Item No. 6 of the notice convening the 30<sup>th</sup> Annual General Meeting dated August 26, 2024 has been passed with requisite majority.

Place: Hyderabad Date: 26<sup>th</sup>September, 2024

For DSMR & Associates **Company Secretaries** ANIKY 2. Sy. marily Ry.

C.P.No 4239

D S M Ram Proprietor

C. P. No. 4239 UDIN: A014939F001332662

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## Item No.7: Special Resolution

C

Payment of performance bonus to Mr. Bala Subramanyam Vanapallii (DIN 06399503) Wholetime Director for the Financial Year 2023-2024

(i) Voted in favour of the Resolution:

Particulars	Number of members present and exercised e- voting	Number of votes cast by them	% of total number of votes cast
E-voting	80	22,31,608	00.00000
Electronic voting (e- voting) during the AGM	2	51	99.99368
TOTAL	82	22,31,659	

## (ii) Voted against the Resolution:

Particulars	Number of members present and exercised e- voting	Number of votes cast by them	% of total number of votes cast
E-voting	10	144	
Electronic voting (e- voting) during the AGM	0	<u>141</u> 0	0.00632
TOTAL	12	141	

## (iii) Abstain / invalid votes:

Particulars	Number of members present and exercised e- voting	Number of votes cast by them
E-voting		
Electronic voting (e-	0	0
voting) during the AGM	0	0
TOTAL	0	
	V	0

Based on the aforesaid results, Special Resolution as contained in Item No. 7 of the notice convening the 30<sup>th</sup> Annual General Meeting dated August 26, 2024 has been passed with requisite majority.

Place: Hyderabad Date: 26<sup>th</sup>September, 2024

For DSMR & Associates Company Secretaries

MANIKKA Sr. marine by CPNO 4239 D S M Ram

C. P. No. 4239 UDIN: UDIN: A014939F001332662

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# Item No.8: Special Resolution

0

To approve Modification of Employees Stock Option Scheme

(i) Voted in favour of the Resolution:

Particulars	Number of members present and exercised e- voting	Number of votes cast by them	% of total number of votes cast
E-voting	70	22,31,605	00.000
Electronic voting (e- voting) during the AGM	2	51	99.99355
TOTAL	81		
	01	22,31,656	

## (ii) Voted against the Resolution:

Particulars	Number of members present and exercised e- voting	Number of votes cast by them	% of total number of votes cast
E-voting	13	111	
Electronic voting (e- voting) during the AGM	0	<u>144</u> 0	0.00645
TOTAL	40		
	13	144	

## (iii) Abstain / invalid votes:

Particulars	Number of members present and exercised e- voting	VUIES
E-voting	0	0
Electronic voting (e-		0
voting) during the AGM	U	0
TOTAL	0	0

Based on the aforesaid results, Special Resolution as contained in Item No. 8 of the notice convening the 30<sup>th</sup> Annual General Meeting dated August 26, 2024 has been passed with requisite majority.

Place: Hyderabad Date: 26<sup>th</sup>September, 2024

For DSMR & Associates **Company Secretaries** NANIKYA My. sy nar C.P.No 4239 D S M Ram Proprietor CRETARY C. P. No. 4239

UDIN: A014939F001332662

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# Item No.9: Special Resolution

To authorise granting of Loan to ESOP Trust

(i) Voted in favour of the Resolution:

Particulars	Number of members present and exercised e- voting	Number of votes cast by them	% of total number of votes cast
E-Voting	80	22,31,608	
Electronic voting (e- voting) during the AGM	2	51	99.99368
TOTAL			
	82	22,31,659	

(ii) Voted against the Resolution:

Particulars	Number of members present and exercised e- voting	Number of votes cast by them	% of total number of votes cast
E-voting	12	141	
Electronic voting (e- voting) during the AGM	0	<u>141</u> 0	0.00632
TOTAL	40		
112 11	12	141	

(iii) Abstain / invalid votes:

Particulars	Number of members present and exercised e- voting	ULLES OF THE STREET
E-voting	0	
Electronic voting (e-	0	0
voting) during the	0	0
TOTAL		
	0	0

Based on the aforesaid results, Special Resolution as contained in Item No. 9 of the notice convening the 30<sup>th</sup> Annual General Meeting dated August 26, 2024 has been passed with requisite majority.

Place: Hyderabad Date: 26<sup>th</sup>September, 2024

For DSMR & Associates **Company Secretaries** NANIKYA

C.P.No. 4239

ky. Sr. nanity D S M Ram

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## Item No.10: Ordinary Resolution

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To approve continuation of material related party transactions

(i) Voted in favour of the Resolution:

Particulars	Number of members present and exercised e- voting	Number of votes cast by them	% of total number of votes cast
E-voting	74	92 540	
Electronic voting (e- voting) during the AGM	2	<u>83,549</u> 51	99.83
TOTAL	76	83,600	

## (ii) Voted against the Resolution:

Particulars	Number of members present and exercised e- voting	Number of votes cast by them	% of total number of votes cast
E-voting	12		
Electronic voting (e- voting) during the AGM	0	<u>141</u> 0	0.17
TOTAL	12	141	

(iii) Abstain / invalid votes:

Particulars	Number of members present and exercised e- voting	Number of votes cast by them
E-voting	5	10,60,600
Electronic voting (e-	0	10,00,600
voting) during the AGM	0	0
TOTAL	5	10,60,600*

\*Votes belong to the promoters and promoter group who are interested in the said resolution.

Based on the aforesaid results, Ordinary Resolution as contained in Item No. 10 of the notice convening the 30<sup>th</sup> Annual General Meeting dated August 26, 2024 has been passed with requisite majority.

Place: Hyderabad Date: 26<sup>th</sup>September, 2024

**Company Secretaries** NANIK namperky C.P.No 4239 D S M Ram

C. P. No. 4239 UDIN: A014939F001332662

For DSMR & Associates

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