

**December 30, 2024**

To,  
**BSE Limited**  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai- 400001  
**Scrip Code: 543638**

To,  
**National Stock Exchange of India Ltd.**  
Exchange Plaza, Plot no. C/1, G Block,  
Bandra-Kurla Complex,  
Bandra (E), Mumbai - 400051  
**Company Code: TRACXN**

**Sub: Submission of Voting Results and Scrutinizer's Report on the Postal Ballot conducted by the Company.**

Pursuant to the Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 please find enclosed herewith the Voting Results of the business transacted through the Postal Ballot by way of remote e-voting ("e-voting") conducted by the Company, the e-voting of which commenced from Friday, November 29, 2024 and ended on Saturday, December 28, 2024 in the prescribed format along with the Report of the Scrutinizer.

Thanking you.

Yours faithfully,  
**For Tracxn Technologies Limited**

**Surabhi Pasari**  
**Company Secretary and Compliance Officer**  
**Membership No. F11215**

**General information about company**

Scrip code	543638
NSE Symbol	TRACXN
MSEI Symbol	NOTLISTED
ISIN	INE0HMF01019
Name of the company	TRACXN TECHNOLOGIES LIMITED
Type of meeting	Postal Ballot
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	28-12-2024
Start time of the meeting	
End time of the meeting	

**Scrutinizer Details**

Name of the Scrutinizer	Mannish L. Ghia
Firms Name	M/s. Manish Ghia & Associates
Qualification	CS
Membership Number	6252
Date of Board Meeting in which appointed	08-11-2024
Date of Issuance of Report to the company	30-12-2024

<b>Voting results</b>	
Record date	22-11-2024
Total number of shareholders on record date	90578
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	
b) Public	
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	
b) Public	
No. of resolution passed in the meeting	1
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				APPROVAL FOR INTRODUCTION AND IMPLEMENTATION OF TRACXN EMPLOYEE STOCK OPTION PLAN 2024 (“ESOP 2024”)				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	36257062	36257062	100	36257062	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		36257062	36257062	100	36257062	0	100
Public- Institutions	E-Voting	7889177	5747370	72.8513	2558928	3188442	44.5235	55.4765
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		7889177	5747370	72.8513	2558928	3188442	44.5235
Public- Non Institutions	E-Voting	61295582	5321454	8.6816	5319521	1933	99.9637	0.0363
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		61295582	5321454	8.6816	5319521	1933	99.9637
Total		105441821	47325886	44.8834	44135511	3190375	93.2587	6.7413
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

<b>Details of Invalid Votes</b>	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

**SCRUTINIZER REPORT**

[Pursuant to Section 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014]

To,  
The Chairperson  
Tracxn Technologies Limited  
L-248, 2<sup>nd</sup> Floor, 17<sup>th</sup> Cross,  
Sector 6, HSR Layout,  
Bengaluru, Karnataka - 560102

Dear Madam,

**Sub: Scrutinizer's Report for passing of resolution through Postal Ballot (Remote e-voting)**

I, CS Mannish L. Ghia, Partner, M/s. Manish Ghia & Associates, Company Secretaries, Mumbai, was appointed as a Scrutinizer by the Board of Directors of the Company for the purpose of scrutinizing the process of voting through Postal Ballot ("remote e-voting") pursuant to the provisions of Section 110 of the Companies Act, 2013 ("the Act") read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 ("the Rules"), as amended from time to time and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Regulations") in a fair and transparent manner, for passing of the resolution as mentioned in the Postal Ballot Notice dated November 25, 2024 ("Notice"), issued by the Company in accordance with General Circular No. 14/2020 dated 08<sup>th</sup> April, 2020, Circular No. 17/2020 dated 13<sup>th</sup> April, 2020, Circular No. 22/2020 dated 15<sup>th</sup> June, 2020, Circular No. 33/2020 dated 28<sup>th</sup> September, 2020, Circular No. 39/2020 dated 31<sup>st</sup> December, 2020, Circular No. 02/2021 dated 13<sup>th</sup> January, 2021, Circular No. 10/2021 dated 23<sup>rd</sup> June, 2021, Circular No. 20/2021 dated 08<sup>th</sup> December, 2021, Circular No. 03/2022 dated 05<sup>th</sup> May, 2022, Circular No. 11/2022 dated 28<sup>th</sup> December, 2022, Circular No. 09/2023 dated 25<sup>th</sup> September, 2023 and the latest one being Circular No. 09/2024 dated 19<sup>th</sup> September, 2024 respectively, issued by Ministry of Corporate Affairs, Government of India (hereinafter referred to as "MCA Circulars").

1. The Postal Ballot conducted through remote e-voting in terms of MCA Circulars, has been completed and now I submit my report as under:

- 1.1 The management of the Company is responsible to ensure compliances with the requirements of the Act and Rules made thereunder including the above-mentioned MCA Circulars and the regulations. Our responsibility as Scrutinizer is restricted to make Scrutinizer's Report of the votes cast in favor and against the resolution stated in the Notice.



- 1.2 The Company had availed the e-voting facility offered by Link Intime India Private Limited ('LIPL'), for conducting Postal Ballot process through remote e-voting.
  - 1.3 The Company on **Tuesday, November 26, 2024** completed the dispatch of the Notice only through electronic mode to those members whose e-mail addresses were registered with the Company/Depositories as on the cut-off date being, **Friday, November 22, 2024**.
  - 1.4 As per the applicable provisions of the rules, the Company had published an advertisement about completion of dispatch of Notice as above, provision of remote e-voting facility and other mandated particulars in English Newspaper "**Financial Express**" (English Language) and in the vernacular Newspaper "**Vishwavani**" (Kannada language) on **Wednesday, November 27, 2024**.
  - 1.5 The remote e-voting period commenced on **Friday, November 29, 2024** at 9:00 a.m. (IST) onwards and ended on **Saturday, December 28, 2024** at 5:00 p.m. (IST).
  - 1.6 Votes cast through remote e-voting till 5:00 p.m. (IST) on **Saturday, December 28, 2024**, being the last date and time fixed by the Company for voting, are considered for my scrutiny.
  - 1.7 The e-voting module was disabled by LIPL on **Saturday, December 28, 2024** after 5:00 p.m. and as required under the rules, the votes cast under the remote e-voting facility during the Postal Ballot period, were unblocked in the presence of CS Bhavya Gala and CS Manisha Talreja who are not in the employment with the Company; thereafter the data of remote e-voting was downloaded and the Shareholding was matched/confirmed with the Register of Members of the Company/ List of Beneficiaries maintained by the Company/ its Registrar and Share Transfer Agents/Depositories as on the cut-off date i.e., **Friday, November 22, 2024**.
  - 1.8 The remote e-voting data was scrutinized for verification of votes cast in favor and against the resolution.
2. The summary of the voting through remote e-voting is as follows:





SPECIAL BUSINESS

**Resolution No. 1: Special Resolution**

**Approval for introduction and implementation of Tracxn Employee Stock Option Plan 2024 ("ESOP 2024")**

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
82	44135511	93.2587%

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
15	3190375	6.7413%

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
0	0

**Result:** We report that the number of votes cast in favour of the aforesaid Resolution is more than three times the number of votes cast against it. Accordingly, the special resolution as contained in the Notice of Postal Ballot dated **November 25, 2024** may be considered as passed with requisite majority.

You may accordingly declare the result of the remote e-voting by Postal Ballot.



# Manish Ghia & Associates

For Manish Ghia & Associates  
Company Secretaries  
(Unique ID: P2006MH007100)



CS Mannish L. Ghia  
Partner

M. No. FCS 6252, C. P. No. 3531  
PR 822/2020

Place: Mumbai  
Date: December 30, 2024  
UDIN: F006252F003521654

Countersigned by

Neha Singh  
Chairperson and Managing Director  
DIN: 05331824  
Tracxn Technologies Limited

Place: Bengaluru  
Date: December 30, 2024