



Ref: CEL/NSEBSE/AGM/10082024

10th August 2024

To,

Listing Department National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex, Bandra (East), Mumbai – 400 051	Department of Corporate Services - Listing BSE Limited P. J. Towers, Dalal Street, Mumbai – 400 001
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Re: Scrip Symbol: CENTUM/ Scrip Code: 517544

Dear Sir/ Madam,

Sub: Voting Results & Scrutinizer's Report of the Thirty First Annual General Meeting

The Thirty First Annual General Meeting of the Company was held as scheduled on Friday, August 09, 2024 at 11:30 a.m. through Video Conferencing mode.

Mr. S.P. Nagarajan, Practicing Company Secretary was the scrutinizer for the E-voting and Instapoll and based on his report, all the resolutions were duly passed with requisite majority.

We are enclosing the following relating to the Thirty First Annual General Meeting:

- Voting results (E-voting & Instapoll) of the Resolutions passed pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- The report of the Scrutinizer on the voting results (E-voting & Instapoll) pursuant to provisions of Sections 108 and 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014.

Kindly acknowledge the receipt of the same.

Yours faithfully,

For **Centum Electronics Limited**

Indu H S

Company Secretary & Compliance Officer

ICSI Membership No. F12285

Encl: as above

Centum Electronics Limited

44, KHB Industrial Area, Yelahanka New Town, Bangalore - 560 106, Karnataka, India

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E-mail info@centumelectronics.com CIN - L85110KA1993PLC013869

	CENTUM ELECTRONICS LTD
Date of the AGM/EGM	09-08-2024
Total number of shareholders on record date	23841
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	6
Public:	41

Resolution No.	1									
Resolution required: (Ordinary/ Special)	ORDINARY - Adoption of Standalone Financial Statements									
Whether promoter/ promoter group are interested in the 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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	7,576,478	7,576,478	100.0000	7,576,478	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		7,576,478	100.0000	7,576,478	0	100.0000	0.0000	0.0000	0
Public- Institutions	E-Voting	1,183,283	967,282	81.7456	967,282	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		967,282	81.7456	967,282	0	100.0000	0.0000	0.0000	0
Public- Non Institutions	E-Voting	4,137,046	203,284	4.9137	203,264	20	99.9901	0.0098	0	0
	Poll		3,582	0.0866	3,582	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		206,866	5.0003	206,846	20	99.9903	0.0097	0.0000	0
Total		12,896,807	8,750,626	67.8511	8,750,606	20	99.9998	0.0002	0	0

Resolution No.	2									
Resolution required: (Ordinary/ Special)	ORDINARY - Adoption of Consolidated Financial Statements									
Whether promoter/ promoter group are interested in the 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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	7,576,478	7,576,478	100.0000	7,576,478	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		7,576,478	100.0000	7,576,478	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	1,183,283	967,282	81.7456	967,282	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		967,282	81.7456	967,282	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	4,137,046	203,284	4.9137	203,264	20	99.9901	0.0098	0	0
	Poll		3,582	0.0866	3,582	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		206,866	5.0003	206,846	20	99.9903	0.0097	0	0
Total		12,896,807	8,750,626	67.8511	8,750,606	20	99.9998	0.0002	0	0

Resolution No.	3									
Resolution required: (Ordinary/ Special)	ORDINARY - Declaration of Dividend									
Whether promoter/ promoter group are interested in the 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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	7,576,478	7,576,478	100.0000	7,576,478	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		7,576,478	100.0000	7,576,478	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	1,183,283	967,282	81.7456	967,282	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		967,282	81.7456	967,282	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	4,137,046	203,284	4.9137	203,264	20	99.9901	0.0098	0	0
	Poll		3,582	0.0866	3,582	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		206,866	5.0003	206,846	20	99.9903	0.0097	0	0
Total		12,896,807	8,750,626	67.8511	8,750,606	20	99.9998	0.0002	0	0

Resolution No.	4									
Resolution required: (Ordinary/ Special)	ORDINARY - Retirement of Director by Rotation									
Whether promoter/ promoter group are interested in the 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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	7,576,478	7,576,478	100.0000	7,576,478	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		7,576,478	100.0000	7,576,478	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	1,183,283	967,282	81.7456	964,030	3,252	99.6638	0.3361	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		967,282	81.7456	964,030	3,252	99.6638	0.3362	0	0
Public- Non Institutions	E-Voting	4,137,046	203,284	4.9137	203,264	20	99.9901	0.0098	0	0
	Poll		3,582	0.0866	3,582	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		206,866	5.0003	206,846	20	99.9903	0.0097	0	0
Total		12,896,807	8,750,626	67.8511	8,747,354	3,272	99.9626	0.0374	0	0

Resolution No.	5									
Resolution required: (Ordinary/ Special)	SPECIAL - Appointment of Mr. Tarun Sawhney as Independent Director (DIN: 00382878)									
Whether promoter/ promoter group are interested in the 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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	7,576,478	7,576,478	100.0000	7,576,478	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		7,576,478	100.0000	7,576,478	0	100.0000	0.0000	0.0000	0
Public- Institutions	E-Voting	1,183,283	967,282	81.7456	967,282	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		967,282	81.7456	967,282	0	100.0000	0.0000	0.0000	0
Public- Non Institutions	E-Voting	4,137,046	203,284	4.9137	203,264	20	99.9901	0.0098	0	0
	Poll		3,582	0.0866	3,582	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		206,866	5.0003	206,846	20	99.9903	0.0097	0.0097	0
Total		12,896,807	8,750,626	67.8511	8,750,606	20	99.9998	0.0002	0	0

Resolution No.	6									
Resolution required: (Ordinary/ Special)	ORDINARY - Remuneration payable to the Cost Auditors									
Whether promoter/ promoter group are interested in the 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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	7,576,478	7,576,478	100.0000	7,576,478	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		7,576,478	100.0000	7,576,478	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	1,183,283	967,282	81.7456	967,282	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		967,282	81.7456	967,282	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	4,137,046	203,284	4.9137	203,264	20	99.9901	0.0098	0	0
	Poll		3,582	0.0866	3,582	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		206,866	5.0003	206,846	20	99.9903	0.0097	0	0
Total		12,896,807	8,750,626	67.8511	8,750,606	20	99.9998	0.0002	0	0

S.P. NAGARAJAN M.Com., A.C.S., L.L.B.
Company Secretary in Wholetime Practice

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Email: cs@nagarajsp818.com

CONSOLIDATED REPORT OF SCRUTINIZER

[Pursuant to the provisions of Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014 and Companies (Management and Administration) Amendment Rules, 2015]

To,
The Chairman of the 31st Annual General Meeting (AGM) of the Equity Shareholders of **Centum Electronics Limited** held on Friday, 9th August 2024 at 11:30 A.M. (IST) through Video Conferencing ("VC")

Dear Sir,

I, S P Nagarajan, Company Secretary in Wholetime Practice, have been appointed as the Scrutinizer by the Board of Directors of **Centum Electronics Limited** (the Company) for the purpose of scrutinizing the electronic voting (e-voting) process provided to the members of the Company at the 31st Annual General Meeting (AGM) in compliance with provisions of Section 108 of the Companies Act, 2013, 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 SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 through:

- i) the remote e-voting process under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations 2015;
- ii) e-voting process during the AGM (voting during the 31st AGM) pursuant to the provisions of Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014 as amended;

in a fair and transparent manner and ascertaining the requisite majority on remote e-voting, and e-voting (voting during the 31st AGM) as per the provisions of the Companies Act, 2013 and rules made thereunder (including any statutory modification(s) or re-enactment thereof, for the time being in force) and as per the provisions of Secretarial Standard-2 (SS-2) on "General Meetings", issued by the Institute of Company Secretaries of India (ICSI) pursuant to Section 118 (10) of the Companies Act, 2013, on the resolutions set out in the Notice under Items numbered 1 to 6 of the Notice of the 31st AGM of the members of the Company dated 22nd May 2024.



The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof, for the time being in force) with regard to voting through electronic means (by remote e-voting prior to the AGM and e-voting during the AGM) on the resolutions proposed in the Notice of the 31st AGM of the Company is the responsibility of the management.

The e-voting facility for e-voting prior to the AGM (remote e-voting) and voting at the AGM by electronic means (e-voting) was provided by KFin Technologies Limited (Formerly, KFin Technologies Private Limited).

My responsibility as a Scrutinizer is to render Scrutinizer's Report on the votes cast "in favour" or "against" or "abstained/invalid" votes, if any on the resolutions contained in the Notice of AGM, based on the reports generated from the remote e- voting system and e-voting system during the AGM provided by KFin and the authorizations lodged with the Company, in tandem with the reconciliation of the records maintained by the Company / KFin Technologies Limited (KFin) (Registrar and Share Transfer Agent (RTA) of the Company).

DISPATCH OF NOTICE CONVENING THE MEETING THROUGH ELECTRONIC MODE:

In compliance with the circulars issued by the Ministry of Corporate Affairs ("MCA") dated 25th September 2023, 5th May 2022, 13th January 2021 read with circulars dated 8th April 2020, 13th April 2020 and 5th May 2020 and SEBI Circular dated 7th October 2023, 12th May 2020 and 15th January 2021, Notice of the AGM dated 22nd May 2024 was sent through electronic mode to the members whose e-mail addresses were registered with the Company/ Depositories. The Notice of the AGM was also made available on the Company's website, websites of the Stock Exchanges and on the website of KFin.

CUT-OFF DATE:

The members of the Company holding shares either in physical form or in dematerialized form as on the cut-off date i.e., Friday, 2nd August 2024, were entitled to vote on the resolutions as set out in the Notice of the 31st AGM of the Company. The voting rights of members were in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date i.e., Friday, 2nd August 2024.

REMOTE E-VOTING:

The remote e-voting facility for e-voting prior to the AGM was provided by KFin Technologies Limited (KFin).



The remote e-voting period was open for three days which commenced on Tuesday, 6th August 2024 at 9:00 A.M. and concluded on Thursday, 8th August 2024 at 5:00 P.M. on <https://evoting.kfintech.com/>.

E-VOTING AT THE 31ST AGM:

The facility for e-voting at the AGM was provided by KFin Technologies Limited (KFin).

Members present at the AGM held through VC facility and who had not cast their vote on the resolutions through remote e-voting and were otherwise not barred from doing so, were eligible to vote through e-voting system during the AGM.

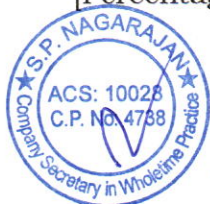
The Ministry of Corporate Affairs ("MCA") vide its circulars dated 25th September 2023 permitted convening the AGM due in the year 2024 through VC. Accordingly, in compliance with the provisions of the Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and MCA Circulars, the 31st AGM of the Company was held through VC. As the AGM was held through VC and physical attendance of members was dispensed with, the facility for appointment of proxies by the members was not made available for the AGM.

COUNTING PROCESS:

After closure of voting process at the AGM, the votes cast through remote e-voting prior to the date of AGM and the votes cast through e-voting at the AGM were unblocked and downloaded from the e-voting website of KFin (<https://evoting.kfintech.com/>) in the presence of two witnesses present through virtual means, who are not in the employment of the Company. The e-voting data/results downloaded from the e-voting system of KFin were scrutinized and reviewed, the votes were counted, and the results were prepared.

I have issued separate Scrutinizer's Report dated 9th August 2024 on the results of remote e- voting and e-voting during the 31st AGM on the resolutions contained in the Notice to the 31st AGM of the members of the Company.

I submit herewith my consolidated Scrutinizer's Report on the results of voting through remote e-voting and e-voting during the AGM as detailed hereunder [Percentage (%) of votes has been rounded off to two decimals] :-



Item 1: Ordinary Resolution

To receive, consider and adopt the audited standalone financial statements of the Company for the financial year ended March 31, 2024, including the audited Balance Sheet, the Statement of Profit and Loss, the Cash Flow Statement, and notes to financial statements for the year ended on that date along with the reports of the Board of Directors and Auditor's thereon.

Total Number of members voted	Total Number of votes cast
69	87,50,626

Particulars of voting	Votes in favour of the resolution		Votes against the resolution		Invalid Votes
	Number	%	Number	%	
Remote e-voting	87,47,024	99.96	20	0	-
E-voting during the AGM	3,582	0.04	0	-	-
Total	87,50,606	100	20	0	-

The Resolution as mentioned in Item 1 of the Notice of the 31st AGM stands passed with requisite majority as an Ordinary Resolution.

Item 2: Ordinary Resolution

To receive, consider and adopt the audited consolidated financial statements of the Company for the financial year ended March 31, 2024, including the audited Balance Sheet, the Statement of Profit and Loss, the Cash Flow Statement, and notes to financial statements for the year ended on that date along with the report of the Auditor's thereon.

Total Number of members voted	Total Number of votes cast
69	87,50,626

Particulars of voting	Votes in favour of the resolution		Votes against the resolution		Invalid Votes
	Number	%	Number	%	
Remote e-voting	87,47,024	99.96	20	0	-
E-voting during the AGM	3,582	0.04	0	-	-
Total	87,50,606	100	20	0	-



The Resolution as mentioned in Item 2 of the Notice of the 31st AGM stands passed with requisite majority as an Ordinary Resolution.

Item 3: Ordinary Resolution

To declare a final Dividend of ₹ 3.00/- per equity share (i.e., 30%) of ₹ 10/- each for the financial year ended 31st March 2024.

Total Number of members voted	Total Number of votes cast
69	87,50,626

Particulars of voting	Votes in favour of the resolution		Votes against the resolution		Invalid Votes
	Number	%	Number	%	
Remote e-voting	87,47,024	99.96	20	0	-
E-voting during the AGM	3,582	0.04	0	-	-
Total	87,50,606	100	20	0	-

The Resolution as mentioned in Item 3 of the Notice of the 31st AGM stands passed with requisite majority as an Ordinary Resolution.

Item 4: Ordinary Resolution

To appoint a Director in place of Ms.Tanya Mallavarapu (DIN: 01728446) who retires by rotation and being eligible, offers herself for the re-appointment.

Total Number of members voted	Total Number of votes cast
69	87,50,626

Particulars of voting	Votes in favour of the resolution		Votes against the resolution		Invalid Votes
	Number	%	Number	%	
Remote e-voting	87,43,772	99.92	3,272	0.04	-
E-voting during the AGM	3,582	0.04	0	-	-
Total	87,47,354	99.96	3,272	0.04	-



The Resolution as mentioned in Item 4 of the Notice of the 31st AGM stands passed with requisite majority as an Ordinary Resolution.

Item 5: Special Resolution

Appointment of Mr.Tarun Sawhney (DIN: 00382878) 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

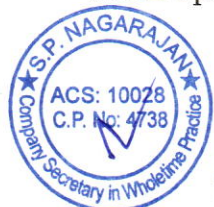
“RESOLVED THAT pursuant to Section 149, 150, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “Listing Regulations”) (including any statutory modification(s), amendment(s) or re-enactment(s) thereof, for the time being in force) based on the recommendations of the Nomination and Remuneration Committee and the Board of Directors of the Company (the “Board”), Mr.Tarun Sawhney (DIN:00382878), who was appointed as an Additional Non-Executive Independent Director of the Company with effect from 22nd May, 2024 and who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations and who is eligible for appointment and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature to the office of Director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a term of 5 years commencing from 22nd May, 2024.”

RESOLVED FURTHER THAT the Board of Directors and Company Secretary & Compliance Officer of the Company be and are hereby severally authorised to do all such acts, deeds and things as may be necessary, proper or expedient to give effect to this resolution.”

Total Number of members voted	Total Number of votes cast
69	87,50,626

Particulars of voting	Votes in favour of the resolution		Votes against the resolution		Invalid Votes
	Number	%	Number	%	
Remote e-voting	87,47,024	99.96	20	0	-
E-voting during the AGM	3,582	0.04	0	-	-
Total	87,50,606	100	20	0	-

The Resolution as mentioned in Item 5 of the Notice of the 31st AGM stands passed with requisite majority as a Special Resolution.



Item 6: Ordinary Resolution

Remuneration payable to the Cost Auditors

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

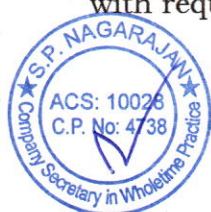
“RESOLVED THAT pursuant to Section 148 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, (including any statutory modification(s) or re-enactment thereof, for the time being in force), M/s. K.S. Kamalakara & Co., Cost Accountants (Firm Registration No. 000296), appointed as Cost Auditors by the Board of Directors to audit the cost records of the Company for the financial year 2024–25, be paid a remuneration of Rs.1,50,000/- (Rupees One Lakh Fifty Thousand) per annum plus applicable taxes and out-of-pocket expenses that may be incurred during the course of audit.

RESOLVED FURTHER THAT the Board of Directors and Company Secretary & Compliance Officer of the Company be and are hereby severally authorised to do all such acts, deeds and things as may be necessary, proper, or expedient to give effect to this resolution.”

Total Number of members voted	Total Number of votes cast
69	87,50,626

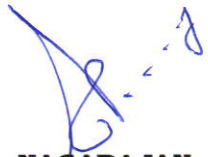
Particulars of voting	Votes in favour of the resolution		Votes against the resolution		Invalid Votes
	Number	%	Number	%	
Remote e-voting	87,47,024	99.96	20	0	-
E-voting during the AGM	3,582	0.04	0	-	-
Total	87,50,606	100	20	0	-

The Resolution as mentioned in Item 6 of the Notice of the 31st AGM stands passed with requisite majority as an Ordinary Resolution.



I hereby confirm that the relevant records in respect of the votes cast through remote e-voting and e-voting during the 31st AGM 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 AGM 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 :  Name of the Company Secretary: S.P. NAGARAJAN
Date: 9th August 2024	ACS Number : 10028 CP Number : 4738 UDIN : A010028F000937561
Peer reviewed Unit - bearing Unique Identification Number: I2002KR300400	




S.P. NAGARAJAN M.Com.A.C.S., LLB.,
Company Secretary in Wholetime Praticce
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