



BGR ENERGY SYSTEMS LIMITED  
443 ANNA SALAI, TEYNAMPET, CHENNAI 600018 INDIA  
TEL: 91 44 24301000, 24374000, FAX: 91 44 24360576  
Web site: www.bgrcorp.com

August 10, 2024

National Stock Exchange of India Limited  
Listing Department  
Exchange Plaza, BandraKurla Complex,  
Bandra (E), Mumbai - 400 051

BSE Limited  
Department of Corporate Services  
PJ Towers, Dalal Street,  
Fort, Mumbai - 400 001

**NSE Symbol: BGREENERGY**

**BSE Scrip: 532930**

Dear Sir/Madam,

**Subject: Voting Results – 38<sup>th</sup> Annual General Meeting (AGM) of the Company**

Dear Sir(s)/ Madam,

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, we write to forward herewith the Voting Results (remote e-voting and e-voting during AGM) on the items of business transacted at the 38<sup>th</sup> AGM of the Company which was held through Video Conferencing (VC)/Other Audio-Visual Means (OAVM).

**The Summary of Voting Results are given below:**

Date of 38 <sup>th</sup> Annual General Meeting (AGM):	09/08/2024
Total Number of Shareholders on Cut-off date	93680
No. of Shareholders (Participated through VC/OVAM)	
a) Promoters and Promoters Group	02
b) Public	51
No. of Resolutions passed in the Meeting	11

Kindly take the above information on record.

Thanking You,

Yours truly,  
For **BGR Energy Systems Limited**

**S Sundar**  
**Company Secretary**

Encl.: AS above

<b>General information about company</b>	
Scrip code	532930
NSE Symbol	BGREENERGY
MSEI Symbol	NOTLISTED
ISIN	INE661I01014
Name of the company	BGR ENERGY SYSTEMS LIMITED
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	09-08-2024
Start time of the meeting	12:30 PM
End time of the meeting	01:01 PM

<b>Scrutinizer Details</b>	
Name of the Scrutinizer	A MOHAN KUMAR
Firms Name	MOHAN KUMAR & ASSOCIATES
Qualification	CS
Membership Number	FCS 4347
Date of Board Meeting in which appointed	04-07-2024
Date of Issuance of Report to the company	10-08-2024

<b>Voting results</b>	
Record date	02-08-2024
Total number of shareholders on record date	93630
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	2
b) Public	51
No. of resolution passed in the meeting	11
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				ADOPTION OF AUDITED STANDALONE FINANCIAL STATEMENTS				
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	36806824	36806824	100	36806824	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		36806824	36806824	100	36806824	0	100
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	40250	40250	100	29886	10364	74.2509	25.7491
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		40250	40250	100	29886	10364	74.2509
Total		36847074	36847074	100	36836710	10364	99.9719	0.0281
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

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

Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				ADOPTION OF AUDITED CONSOLIDATED FINANCIAL STATEMENTS				
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	36806824	36806824	100	36806824	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		36806824	36806824	100	36806824	0	100
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	40250	40250	100	29886	10364	74.2509	25.7491
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		40250	40250	100	29886	10364	74.2509
Total		36847074	36847074	100	36836710	10364	99.9719	0.0281
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

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



Resolution(3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				APPOINTMENT OF MR. ARJUN GOVIND RAGHUPATHY (DIN: 02700864) AS DIRECTOR, LIABLE TO RETIRE BY ROTATION AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT				
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	36806824	36802504	99.9883	36802504	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		36806824	36802504	99.9883	36802504	0	100
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	40105	40105	100	28913	11192	72.0933	27.9067
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		40105	40105	100	28913	11192	72.0933
Total		36846929	36842609	99.9883	36831417	11192	99.9696	0.0304
Whether resolution is Pass or Not.								Yes
Disclosure of notes on resolution								

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

Resolution(4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				APPOINTMENT OF MR. SADASIVAM DEIVANAYAGAM (DIN: 07622466) AS AN INDEPENDENT DIRECTOR 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
Promoter and Promoter Group	E-Voting	36806824	36806824	100	36806824	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		36806824	36806824	100	36806824	0	100
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	40055	40055	100	29073	10982	72.5827	27.4173
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		40055	40055	100	29073	10982	72.5827
Total		36846879	36846879	100	36835897	10982	99.9702	0.0298
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

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

Resolution(5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				APPOINTMENT OF Mr. KRISHNAMOORTH MEYYANATHAN (DIN: 07845698) AS AN INDEPENDENT DIRECTOR 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
Promoter and Promoter Group	E-Voting	36806824	36806824	100	36806824	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		36806824	36806824	100	36806824	0	100
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	40055	40055	100	29073	10982	72.5827	27.4173
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		40055	40055	100	29073	10982	72.5827
Total		36846879	36846879	100	36835897	10982	99.9702	0.0298
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

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

Resolution(6)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				APPOINTMENT OF Mr. SURILISUBBU VASUDEVAN (DIN: 10388399) AS AN INDEPENDENT DIRECTOR 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
Promoter and Promoter Group	E-Voting	36806824	36806824	100	36806824	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		36806824	36806824	100	36806824	0	100
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	39535	39535	100	28553	10982	72.2221	27.7779
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		39535	39535	100	28553	10982	72.2221
Total		36846359	36846359	100	36835377	10982	99.9702	0.0298
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

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



Resolution(7)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				APPOINTMENT OF Mr. JEYAKRISHNA GANESAN (DIN: 03208035) AS AN EXECUTIVE DIRECTOR (EXECUTIVE-NON INDEPENDENT) 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
Promoter and Promoter Group	E-Voting	36806824	36806824	100	36806824	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		36806824	36806824	100	36806824	0	100
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	39535	39535	100	28553	10982	72.2221	27.7779
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		39535	39535	100	28553	10982	72.2221
Total		36846359	36846359	100	36835377	10982	99.9702	0.0298
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

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

Resolution(8)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				APPROVAL FOR CONTINUATION OF APPOINTMENT OF MRS. SASIKALA RAGHUPATHY (DIN: 00490686), CHAIRPERSON, AS NON-EXECUTIVE AND NON-INDEPENDENT DIRECTOR 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
Promoter and Promoter Group	E-Voting	36806824	36806824	100	36806824	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		36806824	36806824	100	36806824	0	100
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	39535	39535	100	28525	11010	72.1513	27.8487
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		39535	39535	100	28525	11010	72.1513
Total		36846359	36846359	100	36835349	11010	99.9701	0.0299
Whether resolution is Pass or Not.								Yes
Disclosure of notes on resolution								

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

Resolution(9)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				INCREASE IN THE AUTHORIZED SHARE CAPITAL OF THE COMPANY AND CONSEQUENTIAL ALTERATION TO MEMORANDUM OF ASSOCIATION 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
Promoter and Promoter Group	E-Voting	36806824	36806824	100	36806824	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		36806824	36806824	100	36806824	0	100
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	39730	39730	100	29302	10428	73.7528	26.2472
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		39730	39730	100	29302	10428	73.7528
Total		36846554	36846554	100	36836126	10428	99.9717	0.0283
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

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

Resolution(10)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				RATIFICATION AND APPROVAL OF MATERIAL RELATED PARTY TRANSACTION				
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	36806824	36802504	99.9883	36802504	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		36806824	36802504	99.9883	36802504	0	100
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	39525	39525	100	28602	10923	72.3643	27.6357
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		39525	39525	100	28602	10923	72.3643
Total		36846349	36842029	99.9883	36831106	10923	99.9704	0.0296
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

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



Resolution(11)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				RATIFICATION OF COST AUDITOR'S REMUNERATION FOR FY 2024-25				
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	36806824	36806824	100	36806824	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		36806824	36806824	100	36806824	0	100
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	39535	39535	100	28492	11043	72.0678	27.9322
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		39535	39535	100	28492	11043	72.0678
Total		36846359	36846359	100	36835316	11043	99.97	0.03
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

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





**SCRUTINIZER'S REPORT ON E – VOTING**  
*(Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 Of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015)*

**TO,**  
**THE CHAIRPERSON,**  
**M/s. BGR ENERGY SYSTEMS LIMITED,**  
**PLOT NO A5, PANNAMGADU INDUSTRIAL ESTATE,**  
**RAMAPURAM POST, SULLURPET (T),**  
**NELLORE DIST, ANDHRA PRADESH 524401.**

Dear Sir,

Ref: **38<sup>th</sup>Annual General Meeting.**

Sub: **Consolidated Scrutinizer's Report on remote E-Voting and E-Voting at the 38<sup>th</sup> Annual General Meeting ("AGM") of M/s. BGR ENERGY SYSTEMS LIMITED held on Friday, 09<sup>th</sup> August 2024 at 12:30 P.M. (IST) through Video Conferencing ("VC") / other Audio Visual Means ("OAVM").**

I, A. MOHAN KUMAR, Practicing Company Secretary (FCS 4347 & CoP No. 19145), have been appointed as the Scrutinizer by:

The Board of Directors of M/s. **BGR ENERGY SYSTEMS LIMITED ("the Company")** at their meeting held on 04<sup>th</sup> July 2024 for the purpose of Scrutinizing the e-voting process held from 06<sup>th</sup> August 2024, Tuesday, at 9:00 A.M. (IST) to 08<sup>th</sup> August 2024, Thursday, at 5:00 P.M. (IST) (remote e-voting) and e-voting during the course of AGM under the provisions of Section 108 of the Companies Act, 2013 ("**the Act**") read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and subject to Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI Listing Regulations**"), in respect of resolutions set out in the notice dated July 04, 2024 of the 38<sup>th</sup> AGM of the Members of the Company held on August 09, 2024 at 12:30 p.m. (IST) through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").

**Responsibility of the Management**

The Management of the Company is responsible to ensure compliance with the requirements of relevant provisions of the Act and the rules made thereunder and the SEBI Listing Regulations, relating to voting including voting by electronic means for the resolutions stated in the Notice dated July 04, 2024, convening the 38<sup>th</sup> AGM of the members of the Company.

**Responsibility as a Scrutinizer**

My responsibility as a scrutinizer for the e-voting process is restricted to make a Scrutinizer Report of the votes cast "assent/favour" and "dissent/against" for the resolutions set out in the Notice of 38<sup>th</sup> AGM, based on the reports generated from the e-voting system provided by NSDL, the authorised agency engaged by the Company for providing e-voting facility.

**Convening of 38<sup>th</sup> AGM:**

The AGM Notice dated 04<sup>th</sup> July 2024 convening 38<sup>th</sup> Annual General Meeting (AGM) of the Company along with Explanatory Statement setting out material facts under Section 102 of the Companies Act, 2013 as applicable were sent to the Shareholders in respect of the resolutions mentioned below to be passed at the said Annual General Meeting of the Company held on 09<sup>th</sup> August 2024 at 12:30 P.M. (IST) through Video Conferencing / Other Audio Visual Means. The emails were sent in compliance with the MCA General Circular No. 14/2020 dated April 08, 2020, MCA General Circular No. 17 /2020 dated April 13, 2020, MCA General Circular No. 20/2020 dated May 05, 2020, MCA General Circular No. 02/2021 dated January 13, 2021, MCA General Circular No. 19/2021 dated December 08, 2021, MCA General Circular No. 21/2021 dated December 14, 2021 and General Circular No. 02/2022 dated May 5, 2022 and MCA General Circular No. 09/2023 dated September 25, 2023 (collectively referred to as "**MCA Circulars**") read with SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11

dated January 15, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, SEBI Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 5<sup>th</sup> January 2023 and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated 7<sup>th</sup> October 2023 (collectively referred to as "**SEBI Circulars**").

The Company has availed the e-voting facility offered by e-voting platform/ system provided by the National Securities Depository Limited (**NSDL**) for conducting e-voting by the Shareholders of the Company.

The Shareholders of the Company holding shares as on the "cut-off" date of 2<sup>nd</sup> August, 2024 were entitled to vote on the proposed resolutions as **set out in Item No.'s 1 to 11** in the Notice of the AGM of the Company.

The voting period for remote e-voting commenced on 06<sup>th</sup> August 2024, Tuesday, at 9:00 A.M. (IST) and concluded on 08<sup>th</sup> August 2024, Thursday, at 5:00 P.M. (IST) and the NSDL e-voting platform was blocked thereafter.

The Company had also provided e-voting facility to the Members present/ logged-in at the AGM through VC and who had not cast their vote earlier. The votes cast under e-voting facility were then unblocked in the presence of two witnesses not being in the employment of the Company.

I have scrutinized and reviewed the voting through electronic means prior to the AGM and during the AGM and votes tendered therein based on the data downloaded from the NSDL e-voting system.

I now submit my Consolidated Report as under on the result of the remote e-Voting conducted prior to the AGM and during the AGM in respect of the said resolutions.

The consolidated result of e-voting is as under: -

**ITEM NO. 1 – (ORDINARY RESOLUTION)**

**ADOPTION OF AUDITED STANDALONE FINANCIAL STATEMENTS:**

I. Voted **in favour** of the resolution:

Number of members voted in E-Voting.	Number of votes cast (Shares) – E-Voting	% of total number of valid votes cast
140	36836710	99.97

II. Voted **against** the resolution:

Number of members voted in E-Voting.	Number of votes cast (Shares) – E-Voting	% of total number of valid votes cast
12	10364	0.03

III. **Invalid** votes:

Number of members voted in E-Voting	Number of votes cast (Shares) – E-Voting
0	0

**RESULT:**

**As the number of votes cast in favour of the resolution was more than the number of votes cast against the resolution, we report that the Ordinary Resolution with regard to Item No. 1 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.**

**ITEM NO. 2 – (ORDINARY RESOLUTION)****ADOPTION OF AUDITED CONSOLIDATED FINANCIAL STATEMENTS**I. Voted **in favour** of the resolution:

Number of members voted in E-Voting.	Number of votes cast (Shares) – E-Voting	% of total number of valid votes cast
140	36836710	99.97

II. Voted **against** the resolution:

Number of members voted in E-Voting.	Number of votes cast (Shares) – E-Voting	% of total number of valid votes cast
12	10364	0.03

III. **Invalid** votes:

Number of members voted in E-Voting.	Number of votes cast (Shares) – E-Voting
0	0

**RESULT:**

As the number of votes cast in favour of the resolution was more than the number of votes cast against the resolution, we report that the Ordinary Resolution with regard to Item No. 2 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

**ITEM NO. 3 – (ORDINARY RESOLUTION)**

**APPOINTMENT OF MR. ARJUN GOVIND RAGHUPATHY (DIN: 02700864) AS DIRECTOR, LIABLE TO RETIRE BY ROTATION AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT:**

I. Voted **in favour** of the resolution:

Number of members voted in E-Voting.	Number of votes cast (Shares) – E-Voting	% of total number of valid votes cast
133	36831417	99.97

II. Voted **against** the resolution:

Number of members voted in E-Voting.	Number of votes cast (Shares) – E-Voting	% of total number of valid votes cast
17	11192	0.03

III. **Invalid** votes:

Number of members voted in E-Voting.	Number of votes cast (Shares) – E-Voting
0	0

**RESULT:**

As the number of votes cast in favour of the resolution was more than the number of votes cast against the resolution, we report that the Ordinary Resolution with regard to Item No. 3 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

**ITEM NO. 4 – (SPECIAL RESOLUTION)****APPOINTMENT OF MR. SADASIVAM DEIVANAYAGAM (DIN: 07622466) AS AN INDEPENDENT DIRECTOR OF THE COMPANY:**

I. Voted **in favour** of the resolution:

Number of members voted in E-Voting.	Number of votes cast (Shares) – E-Voting	% of total number of valid votes cast
135	36835897	99.97

II. Voted **against** the resolution:

Number of members voted in E-Voting.	Number of votes cast (Shares) – E-Voting	% of total number of valid votes cast
15	10982	0.03

III. **Invalid** votes:

Number of members voted in E-Voting.	Number of votes cast (Shares) – E-Voting
0	0

**RESULT:**

As the number of votes cast in favour of the resolution was three times more than the number of votes cast against the resolution, we report that the Special Resolution with regard to Item No. 4 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

**ITEM NO. 5 – (SPECIAL RESOLUTION)****APPOINTMENT OF Mr. KRISHNAMOORTHY MEYYANATHAN (DIN: 07845698) AS AN INDEPENDENT DIRECTOR OF THE COMPANY:**

I. Voted **in favour** of the resolution:

Number of members voted in E-Voting.	Number of votes cast (Shares) – E-Voting	% of total number of valid votes cast
135	36835897	99.97

II. Voted **against** the resolution:

Number of members voted in E-Voting.	Number of votes cast (Shares) – E-Voting	% of total number of valid votes cast
15	10982	0.03

III. **Invalid votes:**

Number of members voted in E-Voting.	Number of votes cast (Shares) – E-Voting
0	0

**RESULT:**

As the number of votes cast in favour of the resolution was more than three times the number of votes cast against the resolution, we report that the Special Resolution with regard to Item No. 5 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

**ITEM NO. 6 – (SPECIAL RESOLUTION)**

**APPOINTMENT OF Mr. SURILISUBBU VASUDEVAN (DIN: 10388399) AS AN INDEPENDENT DIRECTOR OF THE COMPANY:**

I. Voted **in favour** of the resolution:

Number of members voted in E-Voting.	Number of votes cast (Shares) – E-Voting	% of total number of validvotes cast
134	36835377	99.97

II. Voted **against** the resolution:

Number of members voted in E-Voting.	Number of votes cast (Shares) – E-Voting	% of total number of validvotes cast
15	10982	0.03

III. **Invalid votes:**

Number of members voted in E-Voting.	Number of votes cast (Shares) – E-Voting
0	0

**RESULT:**

As the number of votes cast in favour of the resolution was more than three times the number of votes cast against the resolution, we report that the Special Resolution with regard to Item No. 6 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

**ITEM NO. 7 – (ORDINARY RESOLUTION)**

**APPOINTMENT OF Mr. JEYAKRISHNA GANESAN (DIN: 03208035) AS AN EXECUTIVE DIRECTOR (EXECUTIVE-NON INDEPENDENT) OF THE COMPANY:**

I. Voted **in favour** of the resolution:

Number of members voted in E-Voting.	Number of votes cast (Shares) – E-Voting	% of total number of validvotes cast
134	36835377	99.97



II. Voted **against** the resolution:

Number of members voted in E-Voting.	Number of votes cast (Shares) – E-Voting	% of total number of validvotes cast
15	10982	0.03

III. **Invalid** votes:

Number of members voted in E-Voting.	Number of votes cast (Shares) – E-Voting
0	0

**RESULT:**

As the number of votes cast in favour of the resolution was more than the number of votes cast against the resolution, we report that the Ordinary Resolution with regard to Item No. 7 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

**ITEM NO. 8 – (ORDINARY RESOLUTION)**

**APPROVAL FOR CONTINUATION OF APPOINTMENT OF MRS. SASIKALA RAGHUPATHY (DIN: 00490686), CHAIRPERSON, AS NON-EXECUTIVE AND NON-INDEPENDENT DIRECTOR OF THE COMPANY:**

I. Voted **in favour** of the resolution:

Number of members voted in E-Voting.	Number of votes cast (Shares) – E-Voting	% of total number of validvotes cast
131	36831029	99.97

II. Voted **against** the resolution:

Number of members voted in E-Voting.	Number of votes cast (Shares) – E-Voting	% of total number of validvotes cast
17	11010	0.03

III. **Invalid** votes:

Number of members voted in E-Voting.	Number of votes cast (Shares) – E-Voting
1	4320

*Note: Voting by immediate relative has been considered invalid as they are interested in this resolution.*

**RESULT:**

As the number of votes cast in favour of the resolution was more than the number of votes cast against the resolution, we report that the Ordinary Resolution with regard to Item No. 8 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

**ITEM NO. 9 – (ORDINARY RESOLUTION)****INCREASE IN THE AUTHORIZED SHARE CAPITAL OF THE COMPANY AND CONSEQUENTIAL ALTERATION TO MEMORANDUM OF ASSOCIATION OF THE COMPANY:**I. Voted **in favour** of the resolution:

Number of members voted in E-Voting.	Number of votes cast (Shares) – E-Voting	% of total number of valid votes cast
137	36836126	99.97

II. Voted **against** the resolution:

Number of members voted in E-Voting.	Number of votes cast (Shares) – E-Voting	% of total number of valid votes cast
14	10428	0.03

III. **Invalid** votes:

Number of members voted in E-Voting.	Number of votes cast (Shares) – E-Voting
0	0

**RESULT:**

As the number of votes cast in favour of the resolution was more than the number of votes cast against the resolution, we report that the Ordinary Resolution with regard to Item No. 9 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

**ITEM NO. 10 – (ORDINARY RESOLUTION)****RATIFICATION AND APPROVAL OF MATERIAL RELATED PARTY TRANSACTION:**I. Voted **in favour** of the resolution:

Number of members voted in E-Voting.	Number of votes cast (Shares) – E-Voting	% of total number of valid votes cast
130	28104	71.75

II. Voted **against** the resolution:

Number of members voted in E-Voting.	Number of votes cast (Shares) – E-Voting	% of total number of valid votes cast
14	10923	28.25

III. **Invalid** votes:

Number of members voted in E-Voting.	Number of votes cast (Shares) – E-Voting
4	36803002

*Note: Voting by related parties of the Company has been considered invalid as per Regulation 23(4) of the SEBI LODR.*

**RESULT:**

As the number of votes cast in favour of the resolution was more than the number of votes cast against the resolution, we report that the Ordinary Resolution with regard to Item No. 10 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

**ITEM NO. 11 – (ORDINARY RESOLUTION)****RATIFICATION OF COST AUDITOR'S REMUNERATION FOR FY 2024-25:**I. Voted **in favour** of the resolution:

Number of members voted in E-Voting.	Number of votes cast (Shares) – E-Voting	% of total number of valid votes cast
133	36835316	99.97

II. Voted **against** the resolution:

Number of members voted in E-Voting.	Number of votes cast (Shares) – E-Voting	% of total number of valid votes cast
16	11043	0.03

III. **Invalid** votes:

Number of members voted in E-Voting.	Number of votes cast (Shares) – E-Voting
0	0

**RESULT:**

As the number of votes cast in favour of the resolution was more than the number of votes cast against the resolution, we report that the Ordinary Resolution with regard to Item No. 11 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

Thank you,  
Yours faithfully,  
FOR MOHAN KUMAR & ASSOCIATES

A. MOHAN KUMAR  
PRACTICING COMPANY SECRETARY  
MEMBERSHIP NUMBER: FCS 4347  
CERTIFICATE OF PRACTICE NUMBER: 19145  
Peer review Certificate No. 2205/2022  
UDIN: F004347F000944671

Place: Chennai  
Date: August 10, 2024