

December 18, 2024

To
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort
Mumbai - 400001
BSE Scrip Code: 538772

Subject: Disclosure of Voting Results for Postal Ballot

Reference: Disclosure under Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations')

Dear Sir/ Ma'am,

In furtherance to our letter dated November 14, 2024 thereby submitting the Notice of Postal Ballot dated November 11, 2024 seeking approval of the Members of the Company through special resolution passed through the mode of Remote e-voting only for:

1. Appointment of Mr. Sudip Vatsal Thakor (DIN: 07222787) as an Independent Director of the Company.
2. Appointment of Ms. Katarina Racek (DIN: 10803186) as an Independent Director of the Company.

The remote e-voting period for casting the votes for the Postal Ballot had commenced on Monday, November 18, 2024 at 09:00 a.m. (IST) and ended on Tuesday, December 17, 2024 at 5:00 p.m. (IST) and thereafter, the Scrutinizer, Mr. Mitesh J. Shah, Practicing Company Secretary (FCS 10070 & CP No: 12891), Proprietor, M/s. Mitesh J. Shah & Associates, Company Secretaries, had submitted his Report on the voting results.

The details of the voting results of the Postal Ballot through Remote e-voting mode, are enclosed in the format prescribed under Regulation 44(3) of the SEBI Listing Regulations along with the Scrutinizer's Report.

The aforesaid resolutions have been passed by the Members with requisite majority and are deemed to have been passed on Tuesday, December 17, 2024, being the last date specified by the Company for the Remote e-voting process.

The said results along with the Scrutinizer's Report are also being uploaded on the website of the Company at www.niyogin.com and shall be made available at the registered office and corporate office of the Company.

This intimation shall also be deemed to be a disclosure of the proceedings under Regulation 30 read with Para A (13) of Part A of Schedule III of the SEBI Listing Regulations, as amended.

Niyogin Fintech Limited

(CIN L65910TN1988PLC131102)

Regd. office: M.I.G 944, Ground Floor, TNHB Colony, 1st Main road, Velachery, Chennai, Tamil Nadu – 600042
Corporate office: Neelkanth Corporate IT Park, 311/312, 3rd Floor, Kirod Road, Vidyavihar (w), Mumbai – 400086
Chennai Tel: 044 47210437 | Mumbai Tel: 022 62514646 | email: info@niyogin.in | Website: www.niyogin.com



Kindly take the same on record.

Thanking you,
For Niyogin Fintech Limited

Neha Daruka
Company Secretary

Encl: a/a

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Details of voting results of the Postal Ballot through remote e-voting pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Sr. No.	Particulars	Details
1.	Date of AGM/EGM Postal Ballot Notice	November 11, 2024
2.	Date of declaration of result of Postal Ballot	December 17, 2024
3.	Total number of shareholders on record date (cut-off date i.e. Tuesday, November 12, 2024)	9949
4.	Number of shareholders present in the meeting in person or through proxy: Promoters and Promoter Group: Public:	Not Applicable (Resolution passed through Postal Ballot)
5.	Number of shareholders attended the meeting through Video Conferencing: Promoters and Promoter Group: Public:	Not Applicable (Resolution passed through Postal Ballot)

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SUMMARY OF VOTING RESULTS (Remote e-voting)

Niyogin Fintech Limited									
Resolution Required : (Special)			1 - Appointment of Mr. Sudip Vatsal Thakor (DIN: 07222787) as an Independent Director of the Company.						
Whether promoter/ promoter group are interested in the agenda/resolution?			No						
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	Invalid Votes
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	37402331	37402330	100.0000	37402330	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		37402330	100.0000	37402330	0	100.0000	0.0000	0
Public Institutions	E-Voting	14124281	8794344	62.2640	8724344	70000	99.2040	0.7960	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		8794344	62.2640	8724344	70000	99.2040	0.7960	0
Public Non Institutions	E-Voting	43629903	7510715	17.2146	7510313	402	99.9946	0.0054	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		7510715	17.2146	7510313	402	99.9946	0.0054	0
Total		95156515	53707389	56.4411	53636987	70402	99.8689	0.1311	0

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Niyogin Fintech Limited									
Resolution Required : (Special)			2 - Appointment of Ms. Katarina Racek (DIN: 10803186) as an Independent Director of the Company.						
Whether promoter/ promoter group are interested in the agenda/resolution?			No						
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	Invalid Votes
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	
Promoter and Promoter Group	E-Voting	37402331	37402330	100.0000	37402330	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		37402330	100.0000	37402330	0	100.0000	0.0000	0
Public Institutions	E-Voting	14124281	8794344	62.2640	8724344	70000	99.2040	0.7960	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		8794344	62.2640	8724344	70000	99.2040	0.7960	0
Public Non Institutions	E-Voting	43629903	7510715	17.2146	7510313	402	99.9946	0.0054	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		7510715	17.2146	7510313	402	99.9946	0.0054	0
Total		95156515	53707389	56.4411	53636987	70402	99.8689	0.1311	0

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On the basis of the report submitted by the Scrutinizer, I, Amit Vijay Rajpal - Chairman hereby declare the above resolution as passed by requisite majority.

For Niyogin Fintech Limited

A handwritten signature in black ink, appearing to be "Amit Vijay Rajpal".

Amit Vijay Rajpal
Chairman
DIN: 07557866



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SCRUTINISER'S REPORT ON POSTAL BALLOT THROUGH REMOTE E-VOTING

To
The Chairman,
Niyogin Fintech Limited
MIG 944, Ground Floor, TNHB Colony,
1st Main Road Velachery, Chennai 600042.

Sub: Scrutiniser's Report on Postal Ballot conducted pursuant to the provisions of Sections 108 & 110 of the Companies Act, 2013 ("the Act") read with Rules 20 & 22 of the Companies (Management and Administration) Rules, 2014.

Dear Sir / Madam,

I, Mr. Mitesh J. Shah, proprietor of M/s. Mitesh J. Shah & Associates, Practicing Company Secretary, Mumbai have been appointed as the Scrutiniser by the Board of Directors of Niyogin Fintech Limited ("**Company**") through its board meeting held on November 11, 2024 for scrutinising the Postal Ballot process by way of remote electronic voting (herein after referred as "e-voting") (pursuant to Section 108 and 110 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014).

The notice of postal ballot dated November 11, 2024 ("**Postal Ballot Notice**"), as confirmed by the Company was sent to all the shareholders in respect of the below mentioned resolutions through electronic mode to those shareholders whose email addresses are registered with the Company/Depositories, in compliance with the General Circular No. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 03/2022 dated May 05, 2022 read with other relevant circulars including General Circular No. 09/2023 dated September 25, 2023 and General Circular No. 09/2024 dated September 19, 2024, issued by the Ministry of Corporate Affairs, Government of India (collectively referred to as "**MCA Circulars**").

The Shareholders of the Company holding shares as on the "**cut-off**" date i.e. Tuesday, November 12, 2024 were entitled to vote on the proposed resolution(s) as set out in the item no. 1 and item no. 2 in the Postal Ballot Notice of the Company.

The Company had availed the e-voting facility offered by National Securities Depository Limited ("NSDL"). The voting period for e-voting commenced on Monday, November 18, 2024 (9.00 a.m. IST) and ended on Tuesday, December 17, 2024 (5.00 p.m. IST) and the NSDL e-voting platform was blocked thereafter.

Based on the data downloaded from the official website of the NSDL for the e-voting process, we have scrutinised and reviewed the e-voting process and votes tendered therein.

The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to e-voting during the Postal Ballot on the resolutions contained in the Postal Ballot Notice.



My responsibility as scrutiner for the e-voting process is restricted to making a Scrutiniser's Report of the votes cast in favour or against the resolutions stated in the Postal Ballot Notice.

I now submit my Report on the Postal Ballot (e-voting) in respect of all the resolutions proposed in the Postal Ballot Notice dated November 11, 2024 as under:

Item No. 1: Special Resolution

APPOINTMENT OF MR. SUDIP VATSAL THAKOR (DIN: 07222787) AS AN INDEPENDENT DIRECTOR OF THE COMPANY

VOTING RESULTS FOR RESOLUTION:

E-Voting:

Particulars	Number of Shareholders	Number of votes cast by them	Percentage of valid votes (%)
Votes in favour of the Resolution	51	5,36,36,987	99.8689
Votes against the Resolution	4	70,402	0.1311
Invalid Votes	-	-	-
Total	55	5,37,07,389	100

RESULT

Based on the aforesaid results, we report that the Special Resolution as contained in Item No. 1 of the Postal Ballot Notice dated November 11, 2024, has been passed with the requisite majority.

Item No. 2: Special Resolution

APPOINTMENT OF MS. KATARINA RACEK (DIN: 10803186) AS AN INDEPENDENT DIRECTOR OF THE COMPANY

VOTING RESULTS FOR RESOLUTION:

E-Voting:

Particulars	Number of Shareholders	Number of votes cast by them	Percentage of valid votes (%)
Votes in favour of the Resolution	51	5,36,36,987	99.8689
Votes against the Resolution	4	70,402	0.1311
Invalid Votes	-	-	-
Total	55	5,37,07,389	100

RESULT

Based on the aforesaid results, we report that the Special Resolution as contained in Item No. 2 of the Postal Ballot Notice dated November 11, 2024, has been passed with the requisite majority.





The relevant records relating to Postal Ballot (e - voting) were sealed and will be handed over to the Company Secretary as authorised by the Board of Directors for safe keeping.

Thanking you,

Yours faithfully,

**For Mitesh J Shah & Associates
Company Secretaries**

Mitesh J. Shah

Proprietor

FCS No. 10070

CP No. 12891

Peer Review Certificate No. 1730/2022

UDIN: F010070F003416330

Date: 18.12.2024

Place: Mumbai

**Countersigned
For Niyogin Fintech Limited**




Amit Vijay Rajpal

Director

DIN: 07557866