

3rd December 2024

**BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai 400 001**

**National Stock Exchange of India Limited
Exchange Plaza, 5th Floor, Plot No. C/1,
G Block, Bandra - Kurla Complex,
Bandra (E), Mumbai - 400 051**

Scrip Code: 511742

NSE Symbol: UGROCAP

Dear Sir/ Madam,

Subject: Submission of Voting Results of the Postal Ballot of the Company under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) and Scrutinizer’s report

This is with reference to our intimation dated 29th October 2024 submitting Notice of Postal Ballot dated 22nd October 2024 (‘Notice’), for seeking approval of the members with respect to:

Sr. No.	Agenda Item	Type of Resolution
1.	Increase in Authorised Share Capital of the Company	Special Resolution
2.	Alteration in Capital clause of the Memorandum of Association of the Company	Special Resolution
3.	Amendment in the mode of discharge of consideration for the acquisition of Datasigns Technologies Private Limited	Special Resolution
4.	To approve appointment of Mr. Suresh Eshwara Prabhala (DIN:02130163), as Non-Executive (Nominee) Director of the Company	Special Resolution

UGRO CAPITAL LIMITED

Registered Office Address: Equinox Business Park, Tower 3, 4th Floor, LBS Road, Kurla (West), Mumbai - 400070

CIN: L67120MH1993PLC070739

Telephone: +91 22 41821600 | **E-mail:** info@ugrocapital.com | **Website:** www.ugrocapital.com

5.	To approve amendment in 'CSL Employee Stock Option Scheme 2017'	Special Resolution
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The remote e-voting period for casting the vote commenced on Saturday, 2nd November 2024 at 9:00 a.m. (IST) and concluded on Sunday, 1st December 2024 at 5:00 p.m. (IST), post which the Scrutinizer has submitted his report on the results of the Postal Ballot. Based on the report of the Scrutinizer, we would like to inform that the Resolutions as set out in the Notice are passed by the members with requisite majority.

In this regard, we enclose the following:

1. Results of voting of the Members of the Company, conducted by way of Postal Ballot (e-voting) as required under Regulation 44 of SEBI Listing Regulations as Annexure-1.
2. Scrutinizer's Report dated 3rd December 2024 on e-voting as Annexure- 2.

The aforesaid voting results and Scrutinizer's Report are also being uploaded on the Company's website www.ugrocapital.com and on the website of NSDL www.evoting.nsdl.com.

This is for your information and records.

Thanking You.

Your faithfully,

For UGRO Capital Limited

Satish Kumar
Company Secretary and Compliance Officer
Membership No. A58892

Enc: a/a

UGRO CAPITAL LIMITED

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Annexure-1

Ugro Capital Limited	
Results of Postal Ballot	
(As per Regulation 44 (3) of SEBI(LODR) Regulations, 2015)	
Date of Postal Ballot Notice	22-10-2024
Voting start date	02-11-2024
Voting end date	01-12-2024
Total number of shareholders as on record date (25.10.2024):	40,080
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:	Not applicable
Public:	Not applicable

Resolution Required: Special Resolution No. 1			Increase in Authorised Share Capital 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
		[1]	[2]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$
Promoter and Promoter Group	E-Voting	2074009	2074009	100	2074009	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		2074009	100	2074009	0	100	0
Public Institutions	E-Voting	21343326	16515625	77.3807	16515625	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		16515625	77.3807	16515625	0	100	0
Public Non Institutions	E-Voting	69538988	21912996	31.5118	21909332	3664	99.9833	0.0167
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		21912996	31.5118	21909332	3664	99.9833	0.0167
Total		92956323*	40502630	43.5717	40498966	3664	99.9910	0.0090

*Includes the following: -
12,38,252 equity shares representing 1.33% of share capital of the Company held by UGRO Employees Benefit Trust which is governed under SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021. As provided in these Regulations, the Trustees of this Trust are not entitled to vote in respect of the shares held by Trust.

Note: On 11th September 2024, the Company had approved conversion of 37,878 Compulsory Convertible Debentures (CCDs) into Equity Shares. However, since the trading approval for these equity shares was pending, they were not reflected in the beneficiary position as of the cut-off date i.e. 25th October 2024. Consequently, these shares have not been included in the voting results.

Resolution Required: Special Resolution No. 2			Alteration in Capital clause of the Memorandum of Association 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
		[1]	[2]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$
Promoter and Promoter Group	E-Voting	2074009	2074009	100	2074009	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		2074009	100	2074009	0	100	0
Public Institutions	E-Voting	21343326	16515625	77.3807	16515625	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		16515625	77.3807	16515625	0	100	0
Public Non Institutions	E-Voting	69538988	21912946	31.5117	21909655	3291	99.9850	0.0150
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		21912946	31.5117	21909655	3291	99.9850	0.0150
Total		92956323*	40502580	43.5716	40499289	3291	99.9919	0.0081

*Includes the following: -
12,38,252 equity shares representing 1.33% of share capital of the Company held by UGRO Employees Benefit Trust which is governed under SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021. As provided in these Regulations, the Trustees of this Trust are not entitled to vote in respect of the shares held by Trust.

Note: On 11th September 2024, the Company had approved conversion of 37,878 Compulsory Convertible Debentures (CCDs) into Equity Shares. However, since the trading approval for these equity shares was pending, they were not reflected in the beneficiary position as of the cut-off date i.e. 25th October 2024. Consequently, these shares have not been included in the voting results.

Resolution Required: Special Resolution No. 3			Amendment in the mode of discharge of consideration for the acquisition of Datasigns Technologies Private Limited					
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
		[1]	[2]	[3]=([2]/[1])*100	[4]	[5]	[6]=([4]/[2])*100	[7]=([5]/[2])*100
Promoter and Promoter Group	E-Voting	2074009	2074009	100	2074009	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		2074009	100	2074009	0	100	0
Public Institutions	E-Voting	21343326	16515625	77.3807	16515625	0	100	0
	Poll		0	0	0	0	0	
	Postal Ballot		0	0	0	0	0	
	Total		16515625	77.3807	16515625	0	100	0
Public Non Institutions	E-Voting	69538988	21911846	31.5102	21867546	44300	99.7978	0.2022
	Poll		0	0	0	0	0	
	Postal Ballot		0	0	0	0	0	
	Total		21911846	31.5102	21867546	44300	99.7978	0.2022
Total		92956323*	40501480	43.5704	40457180	44300	99.8906	0.1094

*Includes the following: -
12,38,252 equity shares representing 1.33% of share capital of the Company held by UGRO Employees Benefit Trust which is governed under SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021. As provided in these Regulations, the Trustees of this Trust are not entitled to vote in respect of the shares held by Trust.

Note: On 11th September 2024, the Company had approved conversion of 37,878 Compulsory Convertible Debentures (CCDs) into Equity Shares. However, since the trading approval for these equity shares was pending, they were not reflected in the beneficiary position as of the cut-off date i.e. 25th October 2024. Consequently, these shares have not been included in the voting results.

Resolution Required: Special Resolution No. 4			To approve appointment of Mr. Suresh Eshwara Prabhala (DIN: 02130163) as Non-Executive (Nominee) 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
		[1]	[2]	[3]=([2]/[1])*100	[4]	[5]	[6]=([4]/[2])*100	[7]=([5]/[2])*100
Promoter and Promoter Group	E-Voting	2074009	2074009	100	2074009	0	100	0
	Poll		0	0	0	0	0	
	Postal Ballot		0	0	0	0	0	
	Total		2074009	100	2074009	0	100	0
Public Institutions	E-Voting	21343326	16515625	77.3807	16515625	0	100	0
	Poll		0	0	0	0	0	
	Postal Ballot		0	0	0	0	0	
	Total		16515625	77.3807	16515625	0	100	0
Public Non Institutions	E-Voting	69538988	21911946	31.5103	21911013	933	99.9957	0.0043
	Poll		0	0	0	0	0	
	Postal Ballot		0	0	0	0	0	
	Total		21911946	31.5103	21911013	933	99.9957	0.0043
Total		92956323*	40501580	43.5705	40500647	933	99.9977	0.0023

*Includes the following: -
12,38,252 equity shares representing 1.33% of share capital of the Company held by UGRO Employees Benefit Trust which is governed under SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021. As provided in these Regulations, the Trustees of this Trust are not entitled to vote in respect of the shares held by Trust.

Note: On 11th September 2024, the Company had approved conversion of 37,878 Compulsory Convertible Debentures (CCDs) into Equity Shares. However, since the trading approval for these equity shares was pending, they were not reflected in the beneficiary position as of the cut-off date i.e. 25th October 2024. Consequently, these shares have not been included in the voting results.

Resolution Required: Special Resolution No. 5			To approve amendment in 'CSL Employee Stock Option Scheme 2017'					
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
		[1]	[2]	[3]=([2]/[1])*100	[4]	[5]	[6]=([4]/[2])*100	[7]=([5]/[2])*100
Promoter and Promoter Group	E-Voting	2074009	2074009	100	2074009	0	100	0
	Poll			0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		2074009	100	2074009	0	100	0
Public Institutions	E-Voting	21343326	16515625	77.3807	16261471	254154	98.4611	1.5389
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		16515625	77.3807	16261471	254154	98.4611	1.5389
Public Non Institutions	E-Voting	69538988	21911946	31.5103	21907865	4081	99.9814	0.0186
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		21911946	31.5103	21907865	4081	99.9814	0.0186
Total		92956323*	40501580	43.5705	40243345	258235	99.3624	0.6376

*Includes the following: -
12,38,252 equity shares representing 1.33% of share capital of the Company held by UGRO Employees Benefit Trust which is governed under SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021. As provided in these Regulations, the Trustees of this Trust are not entitled to vote in respect of the shares held by Trust.

Note: On 11th September 2024, the Company had approved conversion of 37,878 Compulsory Convertible Debentures (CCDs) into Equity Shares. However, since the trading approval for these equity shares was pending, they were not reflected in the beneficiary position as of the cut-off date i.e. 25th October 2024. Consequently, these shares have not been included in the voting results.



PANKAJ NIGAM & ASSOCIATES

(Company Secretaries)

F-54, Arora Shoppers Park, Opp. Swarn Jayanti Park,
Shakti Khand-II, Indirapuram, Ghaziabad

Phone No. : 0120-4157617

Email: pankajnigamcs@gmail.com

SCRUTINIZER'S REPORT

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

To,

The Chairman

UGRO CAPITAL LIMITED

Equinox Business Park, Tower 3,
Fourth Floor, Off BKC, LBS Road,
Kurla Mumbai - 400070 Mumbai

Respected Sir,

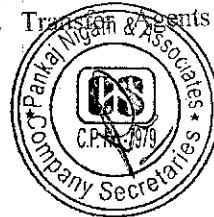
Sub: Scrutinizer's Report for passing of resolution through Postal Ballot Process and E-Voting

I, CS Pankaj Kumar Nigam, Proprietor, M/s Pankaj Nigam & Associates, Company Secretaries, Ghaziabad, was appointed as Scrutinizer via resolution passed by the Board of Directors of the Company on October 22, 2024 pursuant to sections 108 and 110 of Companies Act, 2013 (the "Act") read with Rules 20 and 22 of Companies (Management and Administration) Rule, 2014 for the purpose of scrutinizing the Postal Ballot E-voting process in a fair and transparent manner in respect of resolution as circulated/ stated in the Postal Ballot Notice dated October 22, 2024 ("Notice").

The Management of the Company is responsible for ensuring compliance under provisions of Section 108, Section 110 and other applicable provisions of the Act, as amended read with the Rule 20 and 22 Companies (Management and Administration) Rule, 2014, as amended (the "Management Rules"), General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 08, 2021, 03/2022 dated May 05, 2022, 11/2022 dated December 28, 2022, 09/2023 dated September 25, 2023 and 09/2024 dated September 19, 2024, issued by Ministry of Corporate Affairs, Government Of India (the "MCA Circulars"), Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India and other applicable laws, rules and regulations, to transact the special business as per the Notice. The Company had provided facility for remote e-voting to all the Members of the Company to enable them to cast their votes only through electronic means on the item mentioned in the Notice.

The Company has engaged National Securities Depository Limited (hereinafter referred to as NSDL or "Service Provider") for facilitating remote e-voting to enable the Members to cast their votes electronically instead of dispatching Postal Ballot Form for this Postal Ballot in line with the extant provisions.

Accordingly, the Company had sent the Postal Ballot Notice including all the requisite information required to cast the vote, in electronic form only to all its members who have registered their E-mail addresses with the Company / Registrar & Transfer Agents / Depository Participants. The



presence of Ms. Saakshi Agarwal and Ms. Aiswarya, not in employment of the Company, as prescribed under sub-rule 4(xii) of rule 20 of the Companies (Management and Administration) Rules, 2014. The data for e-voting was downloaded after the e-voting module was disabled by NSDL on December 1, 2024(05.00 p.m.).

On scrutiny, I report that out of 40080 Members holding shares as on the cut-off date, i.e. October 25, 2024, 169 members have exercised their votes for 40,502,630 shares through remote E-voting.

Further, with respect to the Notice of Postal Ballot dated October 22, 2024, sent to the members on October 29, 2024, we the Scrutinizer hereby confirm and inform that we have not received any query/assent/dissent from any members through email on our mail id: pankainigamcs@gmail.com within 48 hours from the dispatch of such Notice.

The details of Postal Ballot result for the item placed for consideration and approval of the Members is given below:

Resolution No.1: Special Resolution

INCREASE IN AUTHORISED SHARE CAPITAL OF THE COMPANY

Sr. No.	Particulars	Item No. 1
	Postal Ballot Voting (Remote e-voting)	
1	Number of members who voted through remote e-voting	169
2	Number of invalid e-votes	0
3	Number of valid e-votes	169

Report of votes casted in favour, against and invalid votes:

(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
161	161	99.9910

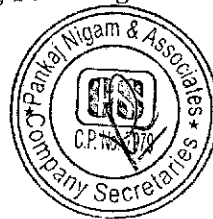
(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
8	8	0.0090

(iii) Invalid votes:

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

Result: Percentage of votes cast in Favour: 99.9910; Percentage of votes cast Against: 0.0090 :



As the number of votes cast in favour of the resolution is more than three times the number of votes cast against, I report that the special resolution as per Item no. 1 as set forth in the postal ballot notice dated October 22, 2024, has been passed by the members with requisite majority. The Resolution is deemed as passed on the last date of voting that is December 1, 2024.

Resolution No.2: Special Resolution

ALTERATION IN CAPITAL CLAUSE OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY

Sr. No.	Particulars	Item No. 2
	Postal Ballot Voting (Remote e-voting)	
1	Number of members who voted through remote e-voting	168
2	Number of invalid e-votes	0
3	Number of valid e-votes	168

Report of votes casted in favour, against and invalid votes:

(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
157	157	99.9919

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
11	11	0.0081

(iii) Invalid votes:

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

Result: Percentage of votes cast in Favour: 99.9919; Percentage of votes cast Against: 0.0081:

As the number of votes cast in favour of the resolution is more than three times the number of votes cast against, I report that the special resolution as per Item no. 2 as set forth in the postal ballot notice dated October 22, 2024, has been passed by the members with requisite majority. The Resolution is deemed as passed on the last date of voting that is December 1, 2024.



Resolution No.3: Special Resolution

AMENDMENT IN THE MODE OF DISCHARGE OF CONSIDERATION FOR THE ACQUISITION OF DATASIGNS TECHNOLOGIES PRIVATE LIMITED

Sr. No.	Particulars	Item No. 3
	Postal Ballot Voting (Remote e-voting)	
1	Number of members who voted through remote e-voting	166
2	Number of invalid e-votes	0
3	Number of valid e-votes	166

Report of votes casted in favour, against and invalid votes:

(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
155	155	99.8906

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
11	11	0.1094

(iii) Invalid votes:

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

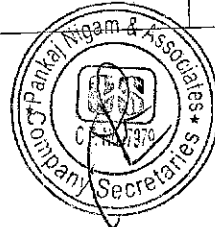
Result: Percentage of votes cast in Favour: 99.8906; Percentage of votes cast Against: 0.1094

As the number of votes cast in favour of the resolution is more than three times the number of votes cast against, I report that the special resolution as per Item no. 3 as set forth in the postal ballot notice dated October 22, 2024, has been passed by the members with requisite majority. The Resolution is deemed as passed on the last date of voting that is December 1, 2024.

Resolution No.4: Special Resolution

TO APPROVE APPOINTMENT OF MR. SURESH ESHWARA PRABHALA (DIN: 02130163) AS NON-EXECUTIVE (NOMINEE) DIRECTOR OF THE COMPANY

Sr. No.	Particulars	Item No. 4
	Postal Ballot Voting (Remote e-voting)	



1	Number of members who voted through remote e-voting	167
2	Number of invalid e-votes	0
3	Number of valid e-votes	167

Report of votes casted in favour, against and invalid votes:

(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
157	157	99.9977

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
10	10	0.0023

(iii) Invalid votes:

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

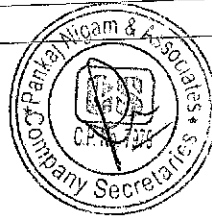
Result: Percentage of votes cast in Favour: 99.9977; Percentage of votes cast Against: 0.0023

As the number of votes cast in favour of the resolution is more than three times the number of votes cast against, I report that the special resolution as per Item no. 4 as set forth in the postal ballot notice dated October 22, 2024, has been passed by the members with requisite majority. The Resolution is deemed as passed on the last date of voting that is December 1, 2024.

Resolution No.5: Special Resolution

TO APPROVE AMENDMENT IN 'CSL EMPLOYEE STOCK OPTION SCHEME 2017'

Sr. No.	Particulars	Item No. 5
	Postal Ballot Voting (Remote e-voting)	
1	Number of members who voted through remote e-voting	167
2	Number of invalid e-votes	0
3	Number of valid e-votes	167



Report of votes casted in favour, against and invalid votes:

(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
139	139	99.3624

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
28	28	0.6476

(iii) Invalid votes:

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

Result: Percentage of votes cast in Favour: 99.3624; Percentage of votes cast Against: 0.6476

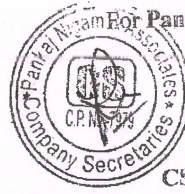
As the number of votes cast in favour of the resolution is more than three times the number of votes cast against, I report that the special resolution as per Item no. 5 as set forth in the postal ballot notice dated October 22, 2024, has been passed by the members with requisite majority. The Resolution is deemed as passed on the last date of voting that is December 1, 2024.

I further report that Rule 22 of the Companies (Management and Administration) Rules, 2014 has been duly complied with and the records maintained by me including the reports generated from the E-voting system provided by NSDL the Service Provider for the E-voting facility extended by them and also the Registrar and Share Transfer Agent recording the consent or otherwise received from the Members, by E-voting which includes all the particulars of the Members such as the name, folio number/DP ID and Client ID, number of shares held, number of shares voted and number of shares assented, number of shares dissented, number of shares rejected, and other related data/papers are in my safe custody which will be handed over to the Company Secretary of the Company.



I thank you for the opportunity given to act as a Scrutinizer for the above Postal Ballot process of your Company.

Thanking You.



For Pankaj Nigam & Associates
Company Secretaries

Pankaj Nigam

CS Pankaj Kumar Nigam
Proprietor

M. No. FCS 7343

C. P. No. 7979

UDIN: F007343F003233346

Place: Ghaziabad

Date: 03.12.2024

Countersigned by

Suresh

Chairman/ Authorised Signatory
Ugro Capital Limited



Place: Mumbai

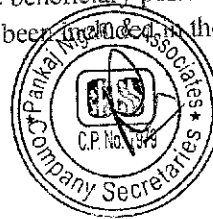
Date: 03.12.2024

Resolution No. 1: Special Resolution			INCREASE IN AUTHORISED SHARE CAPITAL 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
		[1]	[2]	[3] = {[2]/[1]} * 100	[4]	[5]	[6] = {[4]/[2]} * 100	[7] = {[5]/[2]} * 100
Promoter and Promoter Group	E-Voting	2074009	2074009	100	2074009	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		2074009	100	2074009	0	100	0
Public Institutions	E-Voting	21343326	16515625	77.3807	16515625	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		16515625	77.3807	16515625	0	100	0.0167
Public Non Institutions	E-Voting	69538988	21912996	31.5118	21909332	3664	99.9833	0.0167
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		21912996	31.5118	21909332	3664	99.9833	0.0167
Total		92956323*	40502630	43.5717	40498966	3664	99.9910	0.0090

*Includes the following: -

12,38,252 equity shares representing 1.33% of share capital of the Company held by UGRO Employees Benefit Trust which is governed under SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021. As provided in these Regulations, the Trustees of this Trust are not entitled to vote in respect of the shares held by Trust.

Note: On 11th September 2024, the Company had approved conversion of 37,878 Compulsory Convertible Debentures (CCDs) into Equity Shares. However, since the trading approval for these equity shares was pending, they were not reflected in the beneficiary position as of the cut-off date i.e. 25th October 2024. Consequently, these shares have not been included in the voting results.

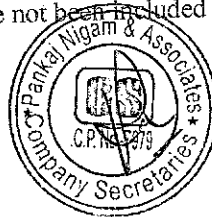


Resolution No. 2: Special Resolution			ALTERATION IN CAPITAL CLAUSE OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY					
Whether promoter/ promoter group are interested in the agenda/ resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$
Promoter and Promoter Group	E-Voting	2074009	2074009	100	2074009	0	100	0
	Poll			0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		2074009	100	2074009	0	100	0
Public Institutions	E-Voting	21343326	16515625	77.3807	16515625	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		16515625	77.3807	16515625	0	100	0
Public Non Institutions	E-Voting	69538988	21912946	31.5117	21909655	3291	99.9850	0.0150
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		21912946	31.5117	21909655	3291	99.9850	0.0150
Total		92956323*	40502580	43.5716	40499289	3291	99.9919	0.0081

*Includes the following: -

12,38,252 equity shares representing 1.33% of share capital of the Company held by UGRO Employees Benefit Trust which is governed under SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021. As provided in these Regulations, the Trustees of this Trust are not entitled to vote in respect of the shares held by Trust.

Note: On 11th September 2024, the Company had approved conversion of 37,878 Compulsory Convertible Debentures (CCDs) into Equity Shares. However, since the trading approval for these equity shares was pending, they were not reflected in the beneficiary position as of the cut-off date i.e. 25th October 2024. Consequently, these shares have not been included in the voting results.

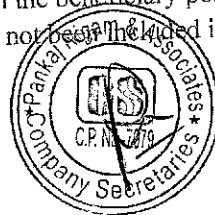


Resolution No. 3 :Special Resolution		AMENDMENT IN THE MODE OF DISCHARGE OF CONSIDERATION FOR THE ACQUISITION OF DATASIGNS TECHNOLOGIES PRIVATE LIMITED						
Whether promoter/ promoter group are interested in the agenda/ resolution?		No						
Category	Mode of Voting	No. of shares held	No. of votes polled	% 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
		[1]	[2]	[3]= $\frac{[2]}{[1]} \times 100$	[4]	[5]	[6]= $\frac{[4]}{[2]} \times 100$	[7]= $\frac{[5]}{[2]} \times 100$
Promoter and Promoter Group	E-Voting	2074009	2074009	100	2074009	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		2074009	100	2074009	0	100	0
Public Institutions	E-Voting	21343326	16515625	77.3807	16515625	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		16515625	77.3807	16515625	0	100	0
Public Non Institutions	E-Voting	69538988	21911846	31.5102	21867546	44300	99.7978	0.2022
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		21911846	31.5102	21867546	44300	99.7978	0.2022
Total		92956323*	40501480	43.5704	40457180	44300	99.8906	0.1094

*Includes the following: -

12,38,252 equity shares representing 1.33% of share capital of the Company held by UGRO Employees Benefit Trust which is governed under SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021. As provided in these Regulations, the Trustees of this Trust are not entitled to vote in respect of the shares held by Trust.

Note: On 11th September 2024, the Company had approved conversion of 37,878 Compulsory Convertible Debentures (CCDs) into Equity Shares. However, since the trading approval for these equity shares was pending, they were not reflected in the beneficiary position as of the cut-off date i.e. 25th October 2024. Consequently, these shares have not been included in the voting results.

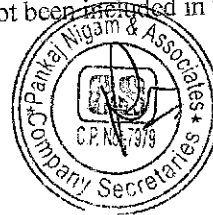


Resolution No. 4 :Special Resolution			TO APPROVE APPOINTMENT OF MR. SURESH ESHWARA PRABHALA (DIN: 02130163) ASNON-EXECUTIVE (NOMINEE) DIRECTOR OF THE COMPANY					
Whether promoter/ promoter group are interested in the agenda/ resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes 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
			[1]	[2]	[3]=[2]/[1]*100	[4]	[5]	[6]=[4]/[2]*100
Promoter and Promoter Group	E-Voting	2074009	2074009	100	2074009	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		2074009	100	2074009	0	100	0
Public Institutions	E-Voting	21343326	16515625	77.3807	16515625	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		16515625	77.3807	16515625	0	100	0
Public Non Institutions	E-Voting	69538988	21911946	31.5103	21911013	933	99.9957	0.0043
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		21911946	31.5103	21911013	933	99.9957	0.0043
Total		92956323*	40501580	43.5705	40500647	933	99.9977	0.0023

*Includes the following: -

12,38,252 equity shares representing 1.33% of share capital of the Company held by UGRO Employees Benefit Trust which is governed under SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021. As provided in these Regulations, the Trustees of this Trust are not entitled to vote in respect of the shares held by Trust.

Note: On 11th September 2024, the Company had approved conversion of 37,878 Compulsory Convertible Debentures (CCDs) into Equity Shares. However, since the trading approval for these equity shares was pending, they were not reflected in the beneficiary position as of the cut-off date i.e. 25th October 2024. Consequently, these shares have not been included in the voting results.



Resolution No. 5 :Special Resolution			TO APPROVE AMENDMENT IN 'CSL EMPLOYEE STOCK OPTION SCHEME 2017'					
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
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	2074009	2074009	100	2074009	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		2074009	100	2074009	0	100	0
Public Institutions	E-Voting	21343326	16515625	77.3807	16261471	254154	98.4611	1.5389
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		16515625	77.3807	16261471	254154	98.4611	1.5389
Public Non Institutions	E-Voting	69538988	21911946	31.5103	21907865	4081	99.9814	0.0186
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		21911946	31.5103	21907865	4081	99.9814	0.0186
Total		92956323*	40501580	43.5705	40243345	258235	99.3624	0.6376

*Includes the following :-

12,38,252 equity shares representing 1.33% of share capital of the Company held by UGRO Employees Benefit Trust which is governed under SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021. As provided in these Regulations, the Trustees of this Trust are not entitled to vote in respect of the shares held by Trust.

Note: On 11th September 2024, the Company had approved conversion of 37,878 Compulsory Convertible Debentures (CCDs) into Equity Shares. However, since the trading approval for these equity shares was pending, they were not reflected in the beneficiary position as of the cut-off date i.e. 25th October 2024. Consequently, these shares have not been included in the voting results.

