

Date: 30.09.2024

The Manager	The Manager
BSE Limited	The Calcutta Stock Exchange Limited
P.J. Towers, Dalal Street	7, Lyons Range, Murgighata,
Mumbai-400001	Dalhousie, Kolkata,
(BSE Scrip Code: 538743)	West Bengal - 700001
	(CSE Scrip Code: 036008)

Dear Sir/ Madam,

# Unit: Mudunuru Limited

# Sub: Disclosure under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the voting results along with the Scrutinizer report for the business transacted at the 30<sup>th</sup> Annual General Meeting of the members of the Company held on Monday, the September 30, 2024 at 2:00 p.m. (IST) at Door No. 2-21/1/22, The Glitz, Commercial Building, Panorama Hills, Shriram Properties, Yendada, Vishakhapatnam 530045 Andhra Pradesh.

Based on the Scrutinizer report from Mrs. Aakanksha Sachin Dubey, Practicing Company Secretary, as annexed herewith, we confirm that all resolutions as set out in the Notice of the said AGM have been duly approved by the members with requisite majority.

The voting results along with the Scrutinizer report is also made available on the website of the Company.

This is for your information and records of the Exchange.

Thanking you.

Yours faithfully, For Mudunuru Limited

Madhusudan Raju Mudunuru Managing Director (DIN: 00471678) Encl: as above

То

General information about company						
Scrip code 538743						
NSE Symbol						
MSEI Symbol						
ISIN	INE491C01027					
Name of the company	Mudunuru Limited					
Type of meeting	AGM					
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	30-09-2024					
Start time of the meeting	02:00 PM					
End time of the meeting	02:30 PM					

Scrutinizer Details						
Name of the Scrutinizer	Aakanksha Sachin Dubey					
Firms Name	Aakanksha Sachin Dubey					
Qualification	CS					
Membership Number	49041					
Date of Board Meeting in which appointed	05-09-2024					
Date of Issuance of Report to the company	30-09-2024					

Voting results						
Record date 23-09-2024						
Total number of shareholders on record date	710					
No. of shareholders present in the meeting either in person or through proxy						
a) Promoters and Promoter group 1						
b) Public	8					
No. of shareholders attended the meeting through video conferencing						
a) Promoters and Promoter group	0					
b) Public	0					
No. of resolution passed in the meeting	6					
Disclosure of notes on voting results						

				Resolution	(1)					
Resolution re	quired: (Ordina	ary / Special)	)	Ordinary	Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No							
Description of resolution considered			AT MARCH 31ST, FLOW STATEMEN WITH THE NOTES	TO RECEIVE, CONSIDER AND ADOPT THE AUDITED BALANCE SHEET AS AT MARCH 31ST, 2024, THE STATEMENT OF PROFIT & LOSS AND CASH FLOW STATEMENT FOR THE YEAR ENDED ON THAT DATE TOGETHER WITH THE NOTES ATTACHED THERETO, ALONG WITH THE REPORTS OF AUDITORS AND DIRECTORS THEREON.						
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		
	E-Voting		16066961	100	16066961	0	100	0		
Promoter	Poll									
and Promoter Group	Postal Ballot (if applicable)	16066961								
	Total	16066961	16066961	100	16066961	0	100	0		
	E-Voting									
	Poll									
Public- Institutions	Postal Ballot (if applicable)									
	Total									
	E-Voting		728922	4.8168	728922	0	100	0		
	Poll		1343225	8.8761	1343225	0	100	0		
Public- Non Institutions	Postal Ballot (if applicable)	15133039								
	Total	15133039	2072147	13.6929	2072147	0	100	0		
	Total	31200000	18139108	58.1382	18139108	0	100	0		
				Whet	ther resolution is	Pass or Not.	Yes			
				Dis	closure of notes	on resolution				

Details of Invalid Votes							
Category No. of Votes							
Promoter and Promoter Group							
Public Institutions							
Public - Non Institutions							

				Resolution(2)				
Resolution requ	uired: (Ordinary	/ Special)		Ordinary				
Whether promo agenda/resoluti	oter/promoter gro on?	oup are interes	sted in the	No				
Description of resolution considered			TO APPOINT A D WHO RETIRES B HIMSELF FOR RE	Y ROTATION	AND BEIN			
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
	E-Voting		16066961	100	16066961	0	100	0
Promoter and	Poll	16066961						
Promoter Group	Postal Ballot (if applicable)							
	Total	16066961	16066961	100	16066961	0	100	0
	E-Voting							
Public-	Poll							
Institutions	Postal Ballot (if applicable)							
	Total							
	E-Voting		728922	4.8168	728922	0	100	0
Public- Non	Poll	15133039	1343225	8.8761	1343225	0	100	0
Institutions	Postal Ballot (if applicable)							
	Total	15133039	2072147	13.6929	2072147	0	100	0
	Total	31200000	18139108	58.1382	18139108	0	100	0
				Whethe	er resolution is i	Pass or Not.	Yes	
				Disclo	osure of notes o	n resolution		

Details of Invalid Votes							
Category No. of Votes							
Promoter and Promoter Group							
Public Institutions							
Public - Non Institutions							

				Resolution(3)				
Resolution requ	ured: (Ordinary /	Special)		Special				
Whether promo agenda/resolution	oter/promoter gro on?	up are interes	ted in the	No				
Description of resolution considered			TO INCREASE TH DIRECTORS OF T COMPANIES ACT	THE COMPAN				
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
	E-Voting		16066961	100	16066961	0	100	0
Promoter and	Poll	16066961						
Promoter Group	Postal Ballot (if applicable)							
	Total	16066961	16066961	100	16066961	0	100	0
	E-Voting							
Public-	Poll							
Institutions	Postal Ballot (if applicable)							
	Total							
	E-Voting		728922	4.8168	728922	0	100	0
Public- Non	Poll	15133039	1343225	8.8761	1343225	0	100	0
Institutions	Postal Ballot (if applicable)							
	Total	15133039	2072147	13.6929	2072147	0	100	0
	Total	31200000	18139108	58.1382	18139108	0	100	0
	Whether resolution is Pass or Not.					Pass or Not.	Yes	
				Disclo	sure of notes o	n resolution		

Details of Invalid Votes							
Category No. of Votes							
Promoter and Promoter Group							
Public Institutions							
Public - Non Institutions							

				Resolution(4	•)			
Resolution req	uired: (Ordinary	y / Special)		Special				
Whether prom agenda/resolut	oter/promoter g ion?	roup are inter	rested in the	No				
Description of	resolution cons	idered		TO SEEK APPRO ACT, 2013 INTER THE ASSETS, PRO	ALIA FOR CR	EATION OF	MORTGAGE OF	R CHARGE ON
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
	E-Voting		16066961	100	16066961	0	100	0
	Poll							
Promoter and Promoter Group	Postal Ballot (if applicable)	16066961						
	Total	16066961	16066961	100	16066961	0	100	0
	E-Voting							
	Poll							
Public- Institutions	Postal Ballot (if applicable)							
	Total							
	E-Voting		728922	4.8168	728922	0	100	0
	Poll		1343225	8.8761	1343225	0	100	0
Public- Non Institutions	Postal Ballot (if applicable)	15133039						
	Total	15133039	2072147	13.6929	2072147	0	100	0
	Total	31200000	18139108	58.1382	18139108	0	100	0
				Wheth	her resolution is	Pass or Not.	Yes	1
				Disc	losure of notes o	on resolution		

Details of Invalid Votes							
Category No. of Votes							
Promoter and Promoter Group							
Public Institutions							
Public - Non Institutions							

				Resolution(	5)				
Resolution required: (Ordinary / Special)				Special					
Whether promoter/promoter group are interested in the agenda/resolution?				Yes					
Description of	resolution con	sidered		PRIVATE LIMITEI LIMITED AND M/	TO MAKE INVESTMENT IN M/S. MUDUNURU EASY LEARNING GURU PRIVATE LIMITED, M/S. MUDUNURU DREAMS ACADEMY PRIVATE LIMITED AND M/S. MUDUNURU ONE FINTECH PRIVATE LIMITED UNDER SECTION 186 OF THE COMPANIES ACT, 2013.				
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	
	E-Voting		16066961	100	16066961	0	100	0	
	Poll								
Promoter and Promoter Group	Postal Ballot (if applicable)	16066961							
	Total	16066961	16066961	100	16066961	0	100	0	
	E-Voting								
	Poll								
Public- Institutions	Postal Ballot (if applicable)								
	Total								
	E-Voting		728922	4.8168	728922	0	100	0	
	Poll		1343225	8.8761	1343225	0	100	0	
Public- Non Institutions	Postal Ballot (if applicable)	15133039							
	Total	15133039	2072147	13.6929	2072147	0	100	0	
Total 31200000 18139108 58.1382 18139108 0					0	100	0		
Whether resolution is Pass or Not.						Yes			
	Disclosure of notes on resolution								

Details of Invalid Votes					
Category	No. of Votes				
Promoter and Promoter Group					
Public Institutions					
Public - Non Institutions					

				Resolution(	6)			
Resolution required: (Ordinary / Special)				Special				
Whether prom the agenda/res	oter/promoter g olution?	group are inte	erested in	Yes				
Description of	resolution con	sidered		PRIVATE LIMITEI LIMITED AND M/	TO PROVIDE LOANS TO M/S. MUDUNURU EASY LEARNING GURU PRIVATE LIMITED, M/S. MUDUNURU DREAMS ACADEMY PRIVATE LIMITED AND M/S. MUDUNURU ONE FINTECH PRIVATE LIMITED UNDER SECTION 185 OF THE COMPANIES ACT, 2013.			
Category Mode of shares held		shares	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
	E-Voting		16066961	100	16066961	0	100	0
	Poll							
Promoter and Promoter Group	Postal Ballot (if applicable)	16066961						
	Total	16066961	16066961	100	16066961	0	100	0
	E-Voting							
	Poll	1						
Public- Institutions	Postal Ballot (if applicable)							
	Total							
	E-Voting		728922	4.8168	728922	0	100	0
	Poll	1	1343225	8.8761	1343225	0	100	0
Public- Non Institutions	Postal Ballot (if applicable)	15133039						
	Total	15133039	2072147	13.6929	2072147	0	100	0
	Total	31200000	18139108	58.1382	18139108	0	100	0
Whether resolution is Pass or Not.						Yes		
	Disclosure of notes on resolution							

Details of Invalid Votes					
Category	No. of Votes				
Promoter and Promoter Group					
Public Insitutions					
Public - Non Institutions					

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# FORM NO.MGT-13 Report of Scrutinizer(s)

[Pursuant to rule section 108 of the Companies Act,2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,

The Chairman Mudunuru Limited Door No. 2-21/1/22, The Glitz, Commercial Building, Panorama Hills, Shriram Properties, Yendada, Vishakhapatnam 530045, Andhra Pradesh.

Dear Sir,

Sub: Scrutinizer report for 30<sup>th</sup> Annual General Meeting of the Shareholders of Mudunuru Limited held on Monday, 30.09.2024 at 02.00 P.M (IST) at Door No. 2-21/1/22, The Glitz, Commercial Building, Panorama Hills, Shriram Properties, Yendada, Vishakhapatnam 530045 Andhra Pradesh.

I Aakanksha Sachin Dubey, Practicing Company Secretary was appointed as Scrutinizer pursuant to section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the purpose of:

- (i) Scrutinizing the remote e-voting process under the provisions of Section 108 of Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations,2015 and
- (ii) voting by use of ballots at the AGM.

The management of the Company is responsible to ensure compliance with the requirement of the Companies Act, 2013, Rules and circulars issued by MCA and SEBI relating to conducting of AGM at registered office of the company and voting by electronic means for the resolution contained in the Notice of 30<sup>th</sup>Annual General Meeting of the Shareholders dated 05.09.2024. My responsibility as a Scrutinizer for the voting process of voting by electronic means is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favor" and/or "against" the resolution stated in the notice of the AGM, based on the report generated from e-voting system provided by CDSL, the agency authorized under the Rules and engaged by the Company to provide remote e-voting facilities and voting by use of ballots at the AGM.

I submit my report as under:

- 1. The remote E-Voting period remained open from 9.00 a.m. Friday, September 27<sup>th</sup>, 2024 and up to 5.00 p.m. Sunday, September 29<sup>th</sup>, 2024.
- 2. The voting rights were reckoned as on Monday, September 23<sup>rd</sup>, 2024 being the Cut-off date for the purpose of deciding the entitlements of members to vote on resolutions.
- 3. After declaration of voting by use of ballot by the Chairman at the meeting, ballot box was locked and kept for voting duly marked by identification mark placed on it. The ballot box subsequently on close of voting hours was opened in the presence of two witnesses who are not the employees of the company, and ballots received were serially numbered, sorted, signatures verified and were scrutinized and initialed by the scrutinizer. The ballots were reconciled with the records maintained by the Registrar and Transfer Agent of the Company. The voters were also scrutinized for the purpose of eliminating duplicate voting i.e., on remote e-voting as well as by use of ballot. As per the information given by the Company, the names of the shareholders who had voted through e-voting facility provided by CDSL had been blocked and the ballots duly numbered serially by print were issued only to those members who were present at the Annual General Meeting and who had not voted on remote e-voting.

- 4. The ballots, which were incomplete and /or which were otherwise found defective have been treated as invalid and kept separately. The votes cast by use of ballots at the meeting were first counted electronically.
- 5. The votes on remote e-voting were unblocked at around 02:45 P.M, after conclusion of voting at the AGM in the presence of two witnesses who are not the employees of the Company and the e-voting results/list of equity shareholders who have voted for and against were downloaded from the e-voting website of CDSL and the same are being handed over to the Chairman.
- 6. As per the information given by the RTA the names of the shareholders who had voted by remote e-voting through the facility provided by CDSL had been blocked and only those members who were present at the AGM through VC and who had not voted on remote evoting were allowed to cast their votes through e-voting system during the AGM.
- 7. The total votes cast in favour or against all the resolutions proposed in the Notice of the AGM are as under:

### **Resolution No. 1:**

# TO RECEIVE, CONSIDER, APPROVE AND ADOPT THE AUDITED BALANCE SHEET AS AT 31<sup>ST</sup> MARCH 2024, THE STATEMENT OF PROFIT & LOSS AND CASH FLOW STATEMENT FOR THE YEAR ENDED ON THAT DATE TOGETHER WITH THE NOTES ATTACHED THERETO, ALONG WITH THE REPORTS OF AUDITORS AND DIRECTORS THEREON.

### (i) Voted in favour of the resolution:

Mode of Voting	No. of Members Voted	Number of Votes cast in favour of the resolution	% Of Total number of Valid Votes cast
Remote E- Voting	13	1,67,95,883	92.59
Voting by Ballot	2	13,43,225	7.41
Total	15	1,81,39,108	100

(ii)Voted against the resolution:

Mode of Voting	No. of Members Voted	Number of Votes cast against the resolution	% Of Total number of Valid Votes cast
Remote E- Voting			
Voting by Ballot			
Total			

### (iii)Invalid Votes:

Mode of Voting	Total number of members	Total Number of Votes cast
	Whose votes were declared invalid	by them
Remote E- Voting		
Voting by Ballot		
Total		

### Resolution No. 2:

# TO APPOINT A DIRECTOR IN PLACE OF MR. T. KIRAN (DIN: 00472025), WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT.

## (i) Voted in favour of the resolution:

Mode of Voting	No. of Members Voted	Number of Votes cast in favour of the resolution	% Of Total number of Valid Votes cast
Remote E- Voting	13	1,67,95,883	92.59
Voting by Ballot	2	13,43,225	7.41
Total	15	1,81,39,108	100

### (ii)Voted against the resolution:

Mode of Voting	No. of Members Voted	Number of Votes cast against the resolution	% Of Total number of Valid Votes cast
Remote E- Voting			
Voting by Ballot			
Total			

### (iii)Invalid Votes:

Mode of Voting	Total number of members	Total Number of Votes cast
	Whose votes were declared invalid	by them
Remote E- Voting		
Voting by Ballot		
Total		

### Resolution No. 3:

# TO INCREASE THE LIMITS OF BORROWING BY THE BOARD OF DIRECTORS OF THE COMPANY UNDER SECTION 180(1)(C) OF THE COMPANIES ACT, 2013.

## (i) Voted in favour of the resolution:

Mode of Voting	No. of Members Voted	Number of Votes cast in favour of the resolution	% Of Total number of Valid Votes cast
Remote E- Voting	13	1,67,95,883	92.59
Voting by Ballot	2	13,43,225	7.41
Total	15	1,81,39,108	100

## (ii)Voted against the resolution:

Mode of Voting	No. of Members Voted	Number of Votes cast against the resolution	% Of Total number of Valid Votes cast
Remote E- Voting			
Voting by Ballot			
Total			

### (iii)Invalid Votes:

Mode of Voting	Total number of members	Total Number of Votes cast
	Whose votes were declared invalid	by them
Remote E- Voting		
Voting by Ballot		
Total		

## **Resolution No. 4:**

# TO SEEK APPROVAL UNDER SECTION 180(1)(A) OF THE COMPANIES ACT, 2013 INTER ALIA FOR CREATION OF MORTGAGE OR CHARGE ON THE ASSETS, PROPERTIES OR UNDERTAKING(S) OF THE COMPANY.

(i) Voted in favour of the resolution:

Mode of Voting	No. of Members Voted	Number of Votes cast in favour of the resolution	% Of Total number of Valid Votes cast
Remote E- Voting	13	1,67,95,883	92.59
Voting by Ballot	2	13,43,225	7.41
Total	15	1,81,39,108	100

(ii)Voted against the resolution:

Mode of Voting	No. of Members Voted	Number of Votes cast against the resolution	% Of Total number of Valid Votes cast
Remote E- Voting			
Voting by Ballot			
Total			

(iii)Invalid Votes:

Mode of Voting	Total number of members	Total Number of Votes cast
	Whose votes were declared invalid	by them
Remote E- Voting		
Voting by Ballot		
Total		

## Resolution No. 5:

# TO MAKE INVESTMENTS IN AND/ OR PROVIDE LOANS TO M/S. MUDUNURU EASY LEARNING GURU PRIVATE LIMITED, M/S. MUDUNURU DREAMS ACADEMY PRIVATE LIMITED AND M/S. MUDUNURU ONE FINTECH PRIVATE LIMITED UNDER SECTION 186 OF THE COMPANIES ACT, 2013.

### (i) Voted in favour of the resolution:

Mode of Voting	No. of Members Voted	Number of Votes cast in favour of the resolution	% Of Total number of Valid Votes cast
Remote E- Voting	13	1,67,95,883	92.59
Voting by Ballot	2	13,43,225	7.41
Total	15	1,81,39,108	100

(ii)Voted against the resolution:

Mode of Voting	No. of Members Voted	Number of Votes cast against the resolution	% Of Total number of Valid Votes cast
Remote E- Voting			
Voting by Ballot			
Total			

(iii)Invalid Votes:

Mode of Voting	Total number of members	Total Number of Votes cast
	Whose votes were declared invalid	by them
Remote E- Voting		
Voting by Ballot		
Total		

## **Resolution No. 6:**

# TO PROVIDE LOANS TO M/S. MUDUNURU EASY LEARNING GURU PRIVATE LIMITED, M/S. MUDUNURU DREAMS ACADEMY PRIVATE LIMITED AND M/S. MUDUNURU ONE FINTECH PRIVATE LIMITED UNDER SECTION 185 OF THE COMPANIES ACT, 2013.

### (i) Voted in favour of the resolution:

Mode of Voting	No. of Members Voted	Number of Votes cast in favour of the resolution	% Of Total number of Valid Votes cast
Remote E- Voting	13	1,67,95,883	92.59
Voting by Ballot	2	13,43,225	7.41
Total	15	1,81,39,108	100

(ii)Voted against the resolution:

Mode of Voting	No. of Members Voted	Number of Votes cast against the resolution	% Of Total number of Valid Votes cast
Remote E- Voting			
Voting by Ballot			
Total			

#### (iii)Invalid Votes:

Mode of Voting	Total number of members	Total Number of Votes cast
	Whose votes were declared invalid	by them
Remote E- Voting		
Voting by Ballot		
Total		

H. No. 11-1-439/301 3<sup>rd</sup>Floor, Baba Residency, Sitaphalmandi Secunderabad - 500061 Ph. 9989234382 e-mail–aakanksha.shuklacs@gmail.com

8. The poll papers and all other relevant record were sealed and handed over to the Managing Director authorized by the Board for safe keeping.

Place: Hyderabad Date: 30.09.2024 Aakanksha Sachin Dubey Practicing Company Secretary M. No. 49041; C.P. No. 20064 UDIN: A049041F001386883 Peer Review Cer. No.:3363/2023