



The Manager, Listing Department

Bandra-Kurla Complex, Bandra (E),

"Exchange Plaza', C-1, Block G

Mumbai - 400 051

National Stock Exchange of India Limited

EL/SEC/2023-24/58

June 30, 2023

Corporate Relationship Department **BSE Limited**

1st Floor, New Trading Ring Rotunda Building, P J Towers, Dalal Street, Fort, Mumbai - 400 001

Script Code: 543533 Symbol: EMUDHRA

Dear Sir/Madam,

Sub: 15th Annual General Meeting – AGM Voting Results and Report of the Scrutinizer

We wish to inform you that the members of the Company at the 15th Annual General Meeting held on June 29, 2023 through Video Conference (VC) / Other Audio-Visual Means (OVAM) have approved the business(es) mentioned in the notice of the 15th AGM dated April 28, 2023.

In this regard we are enclosing the following:

- 1. Voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. It may be noted that all the Resolutions were duly passed at the AGM, with requisite majority.
- 2. Report of the Scrutinizer dated June 29, 2023, pursuant to section 108 of the Companies Act, 2013 and Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014.

This is for your information and records.

Thanking you

Yours faithfully,

For eMudhra Limited

Johnson Xavier Company Secretary & Compliance Officer Membership No. A28304

Encl: As above

			2	eMudhra Ltd				
			1 - 1- To receive, consider and adopt:					
				standalone & consol		l statements of	the Company for the	financial year
Resolution Required : (Ordi	nary)		ended March	31, 2023 along with t	he Reports of t	he Board of Dir	ectors and Auditors t	hereon.
Whether promoter/ promo	ter group are ir	terested in				17.8		
the agenda/resolution?			No					
Category	Mode of		ä.				vix	
	Voting			% of Votes Polled			% of Votes in	
		No. of	No. of votes	on outstanding	No. of Votes	No. of Votes	favour on votes	% of Votes against
		shares held	polled	shares	– in favour	-Against	polled	on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
	E-Voting		45045946	100.0000	45045946	0	100.0000	
Duamantan and Duamantan	Poll		0	0.0000	0	0	0.0000	0.0000
Promoter and Promoter		45045946						
Group	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		45045946	100.0000	45045946	0	100.0000	0.0000
	E-Voting		8387509	76.0955	5299458	3088051	63.1827	36.8173
	Poll	2004	0	0.0000	0	0	0.0000	0.0000
Public Institutions		11022350						
100	Postal Ballot	4	0	0.0000	0	0	0.0000	0.0000
	Total		8387509	76.0955	5299458	3088051	63.1827	36.8173
	E-Voting		9718976	44.1690	9718976	0	100.0000	0.0000
	Poll		455423	2.0697	455423	0	100.0000	0.0000
Public Non Institutions		22004075						
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
1.0	Total		10174399	46.2387	10174399	0	100.0000	0.0000
Total		78072371	63607854	81.4729	60519803	3088051	95.1452	4.8548



				eMudhra Ltd			V + -	
			193	4			100	
Resolution Required : (Ord	inary)		2 - To declare	Dividend on preferer	nce shares and	equity shares f	or the financial year	2022-23.
Whether promoter/ promothe agenda/resolution?	oter group are i	nterested in	No					
Category	Mode of		1.00				11.6	
	Voting			% of Votes Polled			% of Votes in	
		No. of	No. of votes	on outstanding	No. of Votes	No. of Votes	favour on votes	% of Votes against
		shares held	polled	shares	– in favour	-Against	polled	on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
	E-Voting		45045946	100.0000	45045946	0	100.0000	0.0000
Promoter and Promoter	Poll		0	0.0000	0	0	0.0000	0.0000
		45045946						
Group	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		45045946	100.0000	45045946	0	100.0000	0.0000
	E-Voting		8387509	76.0955	8387509	0	100.0000	0.0000
	Poll	+(4	0	0.0000	0	0	0.0000	0.0000
Public Institutions		11022350						
X10	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
ro y	Total		8387509	76.0955	8387509	0	100.0000	0.0000
	E-Voting		9718976	44.1690	9718976	0	100.0000	0.0000
	Poll		455423	2.0697	455423	0	100.0000	0.0000
Public Non Institutions		22004075						
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		10174399	46.2387	10174399	0	100.0000	0.0000
Total		78072371	63607854	81.4729	63607854	0	100.0000	0.0000



				eMudhra Ltd				
Resolution Required : (Ordi	inary)			a director in place of offers himself for re-		dhava (DIN: 06	748204), who retires	by rotation and
Whether promoter/ promothe agenda/resolution?	ter group are i	nterested in	No				***	
Category	Mode of Voting		11 164	% of Votes Polled			% of Votes in	
		No. of shares held	No. of votes polled	on outstanding shares	No. of Votes - in favour	No. of Votes -Against	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		45045946	100.0000	45045946		100.0000	
Promoter and Promoter	Poll		0	0.0000	0	0	0.0000	0.0000
Group	Postal Ballot	45045946	0	0.0000	0	0	0.0000	0.0000
	Total		45045946	100.0000	45045946	0	100.0000	0.0000
	E-Voting		8387509	76.0955	8387509	0	100.0000	0.0000
	Poll	74	0	0.0000	0	0.	0.0000	0.0000
Public Institutions		11022350						
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
240	Total		8387509	76.0955	8387509	0	100.0000	
2.4	E-Voting		9718976	44.1690	9718900	76	99.9992	0.0008
	Poll		455423	2.0697	455423	0	100.0000	0.0000
Public Non Institutions	Postal Ballot	22004075	0	0.0000	0	0	0.0000	0.0000
	Total		10174399	46.2387	10174323	76	99.9993	0.0007
Total		78072371	63607854	81.4729	63607778	76	99.9999	0.0001



				eMudhra Ltd				
Resolution Required : (Spec	cial)		4 - Re-appoint Company.	ment of Dr Nandlal L	axminarayan S	arda (DIN: 001	47782) as an Indeper	ndent Director of the
Whether promoter/ promothe agenda/resolution?	eter group are i	nterested in	No					
Category	Mode of Voting			% of Votes Polled			% of Votes in	
		No. of shares held	No. of votes polled	on outstanding shares	No. of Votes - in favour	No. of Votes -Against	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		45045946	100.0000	45045946	0	100.0000	0.0000
Duran stan and Duran stan	Poll		0	0.0000	0	0	0.0000	0.0000
Promoter and Promoter Group	Postal Ballot	45045946	0	0.0000	0	0	0.0000	0.0000
	Total		45045946	100.0000	45045946	0	100.0000	0.0000
	E-Voting		8387509	76.0955	5299458	3088051	63.1827	36.8173
	Poll		0	0.0000	0	0	0.0000	0.0000
Public Institutions		11022350						
199	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
1.7	Total		8387509	76.0955	5299458	3088051	63.1827	36.8173
	E-Voting		9718976	44.1690	9718976	0	100.0000	0.0000
	Poll		455423	2.0697	455423	0	100.0000	0.0000
Public Non Institutions	Postal Ballot	22004075	0 10174399	0.0000 46.2387		0	0.0000 100.0000	
Total		78072371		81.4729		3088051	95.1452	



				eMudhra Ltd				
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Resolution Required : (Spec	cial)		5 - Re-appoint	ment of Mr. Venu M	adhava (DIN: 0	6748204) as a	Whole-Time Director	of the Company.
Whether promoter/ promothe agenda/resolution?	ter group are i	nterested in	No				344	
Category	Mode of						334	
	Voting			% of Votes Polled			% of Votes in	
		No. of	No. of votes	on outstanding	No. of Votes	No. of Votes	favour on votes	% of Votes against
		shares held	polled	shares	– in favour	-Against	polled	on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
	E-Voting		45045946	100.0000	45045946	0	100.0000	0.0000
Promoter and Promoter	Poll		0	0.0000	0	0	0.0000	0.0000
Group		45045946						
Стоир	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		45045946	100.0000	45045946	0	100.0000	0.0000
	E-Voting		8387509	76.0955	8387509	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
Public Institutions		11022350						
7.00	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
***	Total		8387509	76.0955	8387509	0	100.0000	0.0000
-0	E-Voting		9718976	44.1690	9718842	134	99.9986	0.0014
	Poll		455423	2.0697	455423	0	100.0000	0.0000
Public Non Institutions		22004075						
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		10174399	46.2387	10174265	134	99.9987	0.0013
Total		78072371	63607854	81.4729	63607720	134	99.9998	0.0002



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

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CONSOLIDATED REPORT OF SCRUTINIZER

(Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration Rules, 2014)

To,
The Chairman
EMUDHRA LIMITED

Plot No 12-Pl-A & 12-Pl-B Hi-Tech Defence and Aerospace Park (IT sector) Jala Hobli, BK Palya, Bangalore - 562149

29th June 2023

The 15th (Fifteenth) Annual General Meeting (AGM) of the members of **eMudhra Limited** held on Thursday, 29th June 2023 at 11:00 AM through Video Conferencing (VC) / Other Audio-Visual Means (OAVM)

Dear Sir,

Sub.: Consolidated Report of Scrutinizer's on remote e-voting and e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ('Act') read with the Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended by the Companies (Management and Administration) Amendment Rules, 2015 at the 15th Annual General Meeting of eMudhra Limited held on Thursday, 29th June 2023 at 11:00 A.M. through Video Conferencing (VC/ Other Audio-Visual Means (OAVM)

I, S P Nagarajan, Company Secretary in Wholetime Practice, have been appointed as the Scrutinizer by the Board of Directors of **eMudhra Limited** (the 'Company') **vide resolution dated 28th April 2023**, pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, amended till date to scrutinize and report on the electronic voting ('remote e-voting') and the e-voting during the AGM by the members of the Company in respect of the resolutions proposed to be passed at the 15th (Fifteenth) AGM of the members of the Company to be held on **Thursday**, **29th June 2023 at 11:00 A.M.** through Video Conference VC/Other Audio-Visual Means (OAVM) and I submit my report as under:



- 1. The Compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means ('remote e-voting') and e-voting during the AGM by the members on the resolutions proposed in the notice of the 15th Annual General Meeting of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process both through remote e-voting and e-voting during the AGM are conducted in a fair and transparent manner and submit to the Chairman, the consolidated Report by Scrutinizer's of the total votes cast in favour or against, if any, on the resolutions, based on the report generated electronically.
- 2. As per the Notice of 15th Annual General Meeting of the members and the 'Advertisement' published pursuant to Rule 20(4)(v) of the Companies (Meeting and Administration) Rules, 2014, on 31st May 2023, in English Newspaper "Financial Express" and in Kannada (Vernacular) Newspaper "Udayavani", the remote e-voting opened at 09.00 A M. (IST) on Monday, 26th June 2023 and remained open until 05.00 PM (IST) on Wednesday, 28th June 2023.
- 3. The members holding the Equity Shares of the Company as on Thursday, 22nd June 2023 viz., the "cut-off date", were entitled to vote on the resolutions stated in the Notice of the 15th Annual General Meeting of the Company.
- 4. The Notice of AGM dated 28th April 2023, along with Statement setting out material facts under Section 102 of the Act, was sent to the members in respect of the below mentioned resolutions for passing at the AGM of the Company by e-mail in compliance with the MCA Circular Number 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 05, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 02/2021 dated January 13, 2021, 10/2021 dated June 23, 2021, 20/2021 dated December 08, 2021, 21/2021 dated December 14, 2021, 02/2022 dated May 05, 2022 and No. 11/2022 dated December 28, 2022 (collectively referred to as "MCA Circulars") and Securities and Exchange Board of India (SEBI) Circular Number SEBI/HI /CIR/P/2020/79 dated May 12, 2020 and SEBI/HO/CFD/CMD IR/P/2021/11 dated January 15, 2021 (collectively referred to as "SEBI Circulars").
- As required under the MCA Circulars, the Company had also provided evoting facility during the AGM to the members attending the said meeting through VC / OAVM and who had not cast their vote earlier through remote e-voting.
- 6. The votes cast under the remote e-voting prior to AGM and e-voting during the AGM were unblocked, in the presence of two witnesses who are not the employees of the Company, after conclusion of the AGM and the e-voting results / list of members who voted for and against were downloaded from the e-voting website of Link Intime India Private Limited i.e. https://instavote.linkintime.co.in/ and the same are being handed over to the Chairman.

ACS: 10028

7. I have scrutinized and reviewed the remote e-voting prior and during the AGM and votes cast therein based on the data downloaded from the evoting system of Link Intime India Private Limited and the summary of the e-voting process is as follows:

A. Ordinary Business:

Resolution No.1: Ordinary Resolution

To receive, consider and adopt:

- a. the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2023, together with the Reports of the Board of Directors and the Auditors thereon; and
- b. the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2023, together with the Report of the Auditors thereon.

(i) Voted in favour of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	111	60064380	99.25
E-voting at AGM	44	455423	0.75
Total	156	60519803	100.00

(ii) Voted against the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	1	3088051	100.00
E-voting at AGM	0	0	0.00
Total	1	3088051	100.00

(iii) Invalid votes:

Total Number of Members whose votes were declared invalid	Total number of votes cast by them
0	0

Summary of Total valid votes for Resolution No.1

Particulars	Number of votes cast by them	% of total number of valid votes cast
Votes in favour	60519803	95.15
Votes against	3088051	4.85
Total	63607854	100.00

Resolution No.2: Ordinary Resolution

To Declare Dividend on Preference Shares and Equity Shares for the financial year 2022-23:

(i) Voted in favour of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	112	63152431	99.28
E-voting at AGM	44	455423	0.72
Total	157	63607854	100.00

(ii) Voted **against** the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	0	0	0.00
E-voting at AGM	0	0	0.00
Total	0	0	0.00

(iii) Invalid votes:

Total Number of Members whose votes were declared invalid	Total number of votes cast by them
0	0

Summary of Total valid votes for Resolution No.2

Particulars	Number of votes cast by them	% of total number of valid votes cast
Votes in favour	63607854	100.00
Votes against	0	0.00
Total	63607854	100.00



Resolution No.3: Ordinary Resolution

To appoint a director in place of Mr. Venu Madhava (DIN: 06748204), who retires by rotation and, being eligible, offers himself for re-appointment.

(i) Voted in favour of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	110	63152355	99.28
E-voting at AGM	44	455423	0.72
Total	155	63607778	100.00

(ii) Voted against the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	2	76	100.00
E-voting at AGM	0	0	0.00
Total	2	76	100.00

(iii) Invalid votes:

Total Number of Members whose votes were declared invalid	Total number of votes cast by them
0	0

Summary of Total valid votes for Resolution No.3

Particulars	Number of votes cast by them	% of total number of valid votes cast	
Votes in favour	63607778	100.00	
Votes against	76	0.00	
Total	63607854	100.00	



B. Special Business

Resolution No.4: Special Resolution

Re-appointment of Dr Nandlal Laxminarayan Sarda (DIN: 00147782) as an Independent Director of the Company:

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

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	111	60064380	99.25
E-voting at AGM	44	455423	0.75
Total	156	60519803	100.00

(ii) Voted against the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	1	3088051	100.00
E-voting at AGM	0	0	0.00
Total	1	3088051	100.00

(iii) Invalid votes:

Total Number of Members whose votes were declared invalid	Total number of votes cast by them
0	0

Summary of Total valid votes for Resolution No.3

Particulars	Number of votes cast by them	% of total number of valid votes cast	
Votes in favour	60519803	95.15	
Votes against	3088051	4.85	
Total	63607854	100.00	



Resolution No.5: Special Resolution

Re-appointment of Mr. Venu Madhava (DIN: 06748204) as a Whole-Time Director of the Company

(i) Voted in favour of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	109	63152297	99.28
E-voting at AGM	44	455423	0.72
Total	154	63607720	100.00

(ii) Voted against the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	3	134	100.00
E-voting at AGM	0	0	0.00
Total	3	134	100.00

(iii) Invalid votes:

ACS: 10028

Total Number of Members whose votes were declared invalid	Total number of votes cast by them
0	0

Summary of Total valid votes for Resolution No.3

Particulars	Number of votes cast by them	% of total number of valid votes cast
Votes in favour	63607720	100.00
Votes against	134	0.00
Total	63607854	100.00

S. P. NAGARAJAN Company Secretary in Wholetime Practice

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8. All relevant records of voting are available only in the electronic format and there was no physical voting. The relevant records will remain in my custody until the Chairman considers, approves and signs the minutes of 15th Annual General Meeting and the same shall be sent /hover thereafter to the Chairman/ Company Secretary for safe keeping.

Thanking you, Yours faithfully

Place: Bangalore

Signature

ACS: 10028

Name of the Company Secretary: S.P.NAGARAJAN

Date: 29th June 2023

ACS Number : 10028

CP Number : 4738

UDIN : A010028E000523750

Peer reviewed Unit - bearing Unique Identification Number: I2002KR300400

Counter sign

For EMUDHRA LIMITED

Johnson Xavier

Company Secretary & Compliance Officer

Membership No.: A28304