

March 07, 2024

To BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400001 <b>Scrip Code- 542233</b>	To National Stock Exchange of India Ltd. Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E) Mumbai - 400 051 <b>NSE Symbol- TREJHARA</b>
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**Sub: Voting Results of the Postal Ballot pursuant to Regulation 44(3) of SEBI (LODR) Regulation, 2015.**

**Ref: Postal Ballot Notice dated December 20, 2023**

Dear Sir/Madam,

This is in connection with Postal Ballot Notice through which the Company has sought approval of Members on the matters mentioned in the Postal Ballot Notice, dispatched to the shareholders on February 05, 2024 through electronic mode and also filed with the stock exchanges vide our submission dated February 05, 2024.

With reference to the above subject, we enclose herewith results of Postal Ballot (e-Voting) along with the Scrutinizer's Report dated March 07, 2024.

Kindly take the same on your record.

Thanking you,

Yours faithfully,

**For Trehara Solutions Limited**

Inamdar  
Shardul  
Vidyadhar  
**Shardul Inamdar**  
**Company Secretary**

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# HARSHVARDHAN TARKAS

Practicing Company Secretary

Office: 161, 2<sup>nd</sup> floor, Raghuleela Mega Mall, Kandivali – (West), Mumbai – 400 067.

Tel: 022- 49638648/ Email: cshtarkas@gmail.com

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To,  
The Chairman,  
**TREJHARA SOLUTIONS LIMITED,**  
Unit 601, Sigma IT Park, Plot NO. R-203,  
TTC Industrial Estate, Rabale-  
Navi Mumbai – 400 701.

Dear Sir,

## **Sub.: Trejhara Solutions Limited - Scrutinizer's Report on Postal Ballot (e-voting) Results.**

The Board of Directors of Trejhara Solutions Limited (hereinafter referred to as "**the Company**") has appointed me as the Scrutinizer for scrutinizing the Postal Ballot e-voting process in a fair and transparent manner in the matter of Special Resolution proposed in the Notice of the Postal Ballot dated December 20, 2023.

In compliance with the provisions of Sections 108 and 110 of the Companies Act, 2013 (the "**Act**") read with the relevant Rules and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**Listing Regulations**") as amended from time to time and the Secretarial Standard on the General Meetings ("**SS-2**") issued by the Institute of Company Secretaries of India, the Company has provided remote e-voting facility to its Members for voting on the resolutions contained in the Notice of the Postal Ballot.

The Company has made an arrangement with National Securities Depository Ltd ("**NSDL**") for facilitating e-voting for the Members to enable them to cast their votes electronically.

Considering the current threat posed by COVID-19 pandemic situation, and as per Ministry of Corporate Affairs ('MCA') General Circular No. 14/2020 dated April 8, 2020; General Circular No. 17/2020 dated April 13, 2020; General Circular No. 22/2020 dated June 15, 2020; General Circular No. 33/2020 dated September 28, 2020; General Circular No. 39/2020 dated December 31, 2020, General Circular No. 10/2021 dated June 23, 2021; General Circular No. 20/2021 dated December 08, 2021, General Circular No. 3/2022 dated May 05, 2022, No. 11/2022 dated December 28, 2022 and No. 9/2023 dated September 25, 2023 (**collectively referred to as 'MCA Circulars'**) the Company has sent the Notice of the Postal Ballot pursuant to Section 110 of the Act along with draft of the Resolution and Explanatory Statement as required under section 102 of the Act only in electronic form to all its members who have registered their e-mail addresses with the Company / Registrar & Transfer Agents / Depository Participants and whose names appeared in the Register of Members and as beneficial owners in the records of Depositories as on the cut-off date i.e. February 2, 2024. Hard copy of the Notice of the Postal Ballot along with Postal Ballot form and pre-paid business reply envelop has not been sent to the Members. The communication of the assent or dissent of the Members were sought through the e-voting system only.

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The Notice of the Postal Ballot was uploaded on the Company's website [www.trejhara.com](http://www.trejhara.com) and on the website of Stock Exchanges [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) and on website of NSDL i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

The Management of the Company is responsible for ensuring compliance with the requirements of the Act and the Rules there under and Listing Regulations relating to the items being placed for approval of the Members through Postal Ballot by e-voting.

My responsibility as the Scrutinizer of the voting process (through e-voting), was restricted to scrutinize the e-voting process, in a fair and transparent manner and to prepare a Scrutinizer's Report of the votes cast in favour and against the resolutions stated in the Notice of the Postal Ballot, based on the reports generated from the e-voting system provided by NSDL .

The item for which approval of the Members of the Company was sought as stated in the Notice of the Postal Ballot is mentioned hereunder: -

Sr. No	Description of the Resolutions	Type of Resolution
1	To approve the divestment of Aurionpro Solutions W.L.L, material subsidiary of the Company.	Special Resolution
2	To approve appointment of Ms. Chetana Dasare (DIN:09788754) as Non-Executive Independent Director	Special Resolution
3	To approve re-appointment of Mr. Amit Sheth (DIN: 00122623) as a Whole-Time Director	Special Resolution

**In connection with the above referred matters, I hereby submit my report as under:**

- 1) Due to the situation arising of COVID-19 and relaxations provided by MCA in terms of aforesaid MCA Circulars, the Members of the Company holding shares as on February 2, 2024 ("**cut- off date**") had an option to vote through the e-voting facility only as per MCA Circulars. The Company has also provided option for e-voting to those shareholders, who held shares in Physical form.
- 2) The Company has completed the dispatch of Notice of the Postal Ballot by email on February 5, 2024, to all the members, whose names appear in the Register of Members/ Statements of beneficial ownership maintained by the Depositories, i.e., National Securities Depository Limited ("**NSDL**") and Central Depository Services (India) Limited ("**CDSL**") as on the close of business hours on cut-off date.
- 3) The Company has published an advertisement on February 06, 2024, regarding completion of dispatch of Postal Ballot Notice to eligible members in "Loksatta", Marathi Newspaper (Regional Language) and "Financial Express", English Newspaper.

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- 4) The voting period for remote e-voting on Postal Ballot commenced on **Tuesday, February 06, 2024, at 09:00 a.m. (IST) and ended on Wednesday, March 6, 2024, at 05:00 p.m. (IST)** and the NSDL e-voting module was disabled thereafter.
  - 5) The particulars of remote e-voting report generated from electronic registry of NSDL e-voting system have been entered in a separate Register maintained for this purpose.
  - 6) E-votes cast up to the close of working hours i.e., 05:00 P.M. on Wednesday, March 6, 2024, i.e., the last date and time fixed by the Company for Postal Ballot process, has been considered for the purpose of this report.
  - 7) The result of the remote e-voting is as under:

## ITEM NO. 1- SPECIAL RESOLUTION:

**To approve the divestment of Aurionpro Solutions W.L.L, material subsidiary of the Company.**

- (i) Voted in favour of the Resolution:

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
98	4621345	99.83

- (ii) Voted against the resolution:

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
10	7587	0.17

- (iii) Invalid votes

Number of members voted	Number of invalid votes cast (Shares)	% of total number of invalid votes cast
NIL	NIL	NIL

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## ITEM NO. 2- SPECIAL RESOLUTION:

**To approve appointment of Ms. Chetana Dasare (DIN:09788754) as Non-Executive Independent Director.**

(i) Voted in favour of the Resolution:

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
101	4626291	99.96

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
6	2176	0.04

(iii) Invalid votes

Number of members voted	Number of invalid votes cast (Shares)	% of total number of invalid votes cast
NIL	NIL	NIL

## ITEM NO. 3- SPECIAL RESOLUTION:

**To approve re-appointment of Mr. Amit Sheth (DIN: 00122623) as a Whole-Time Director.**

(i) Voted in favour of the Resolution:

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
97	3983783	99.96

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
7	1492	0.04

(iii) Invalid votes

Number of members voted	Number of invalid votes cast (Shares)	% of total number of invalid votes cast
NIL	NIL	NIL

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- 8) Votes cast in favour or against has been considered on the basis of number of shares held as on the cut-off date reckoned for the purpose of Postal Ballot.
- 9) Votes cast in favour or against is calculated based on the valid votes casted through e-voting.
- 10) Detailed summary of Result with assent/dissent for the resolutions is attached with this Report as Annexure – A.
- 11) Based on the aforesaid results, I report that the resolutions mentioned in the Notice of the Postal Ballot stands passed with the requisite majority on Wednesday, March 6, 2024. I request the Company, to announce the voting result of Postal Ballot.

Thanking You,

Yours Faithfully,

HARSHVARDHAN  
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**CS Harshvardhan Tarkas**  
**Practicing Company Secretary**

**ACS: 30701**

**COP: 24169**

**UDIN: A030701E003557081**

Place: Mumbai

Date: March 7, 2024

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Vidyadhar

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**Shardul Inamdar**  
**Company Secretary**

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## Annexure A

### RESULT SUMMARY

SR. NO.	RESOLUTION	TYPE OF RESOLUTION	FAVOUR (%)	AGAINST (%)
1	To approve the divestment of Aurionpro Solutions W.L.L, material subsidiary of the Company.	Special Resolution	99.83	0.17
2	To approve appointment of Ms. Chetana Dasare (DIN:09788754) as Non-Executive Independent Director	Special Resolution	99.96	0.04
3	To approve re-appointment of Mr. Amit Sheth (DIN: 00122623) as a Whole-Time Director	Special Resolution	99.96	0.04

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