

TRACXN TECHNOLOGIES LIMITED

Date: September 28, 2023

To,
**Department of Corporate Services,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai - 400001
Scrip Code: 543638**

**National Stock Exchange of India Ltd.
Exchange Plaza, Plot no. C/1, G Block,
Bandra-Kurla Complex
Bandra (E),
Mumbai - 400 051
Symbol: TRACXN**

Dear Sir(s),

Subject: Submission of Voting Results and Consolidated Scrutinizer's Report for the 11th Annual General Meeting (AGM) of Tracxn Technologies Limited held on Wednesday, September 27, 2023

Pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith details regarding the voting results of the business transacted at the 11th Annual General Meeting (AGM) of the members of the Company held on Wednesday, September 27, 2023 through video conferencing ("VC") / other audio visual means ("OAVM") at 05.00 p.m. in the prescribed format, along with the Consolidated Scrutinizer's Report on remote e-voting and e- voting at the AGM.

The same is also being uploaded on the website of the Company and on the website of National Securities Depository Limited ("NSDL").

Kindly take the above on your records.

Thanking you,

Yours Faithfully,

For Tracxn Technologies Limited

**Megha Tibrewal
Company Secretary and Compliance Officer
Membership No: ACS-39158**

Encl: A/a

General information about company

Scrip code	543638
NSE Symbol	TRACXN
MSEI Symbol	NOTLISTED
ISIN	INE0HMF01019
Name of the company	Tracxn Technologies Limited
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	27-09-2023
Start time of the meeting	05:00 PM
End time of the meeting	05:55 PM

Scrutinizer Details

Name of the Scrutinizer	CS Mannish L Ghia
Firms Name	Manish Ghia & Associates
Qualification	CS
Membership Number	6252
Date of Board Meeting in which appointed	02-09-2023
Date of Issuance of Report to the company	28-09-2023

Voting results

Record date	20-09-2023
Total number of shareholders on record date	36412
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	2
b) Public	34
No. of resolution passed in the meeting	2
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To receive, consider and adopt the audited financial statements of the Company for the financial year ended 31st March, 2023, along with the Reports of the Board of Directors and the Auditors 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
Promoter and Promoter Group	E-Voting	35960795	35960795	100	35960795	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		35960795	35960795	100	35960795	0	100
Public- Institutions	E-Voting	21442051	18427181	85.9395	18427181	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		21442051	18427181	85.9395	18427181	0	100
Public- Non Institutions	E-Voting	44881179	17459196	38.9009	17459173	23	99.9999	0.0001
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		44881179	17459196	38.9009	17459173	23	99.9999
Total		102284025	71847172	70.2428	71847149	23	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 Insitutions	

Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To appoint a Director in place of Ms. Neha Singh (DIN: 05331824), who retires by rotation and, being eligible, offers herself for re-appointment.				
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	35960795	35960795	100	35960795	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		35960795	35960795	100	35960795	0	100
Public-Institutions	E-Voting	21442051	18427181	85.9395	18427181	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		21442051	18427181	85.9395	18427181	0	100
Public- Non Institutions	E-Voting	44881179	17459196	38.9009	17458450	746	99.9957	0.0043
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		44881179	17459196	38.9009	17458450	746	99.9957
Total		102284025	71847172	70.2428	71846426	746	99.999	0.001
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 Insitutions	

CONSOLIDATED REPORT OF THE SCRUTINIZER

[Pursuant to Section 108 of the Companies Act, 2013 and rules framed thereunder]

To

**The Chairperson/Company Secretary
Tracxn Technologies Limited**

L-248, 2nd Floor 17th Cross, Sector 6,

HSR Layout NA Bengaluru, Karnataka- 560102

Dear Sir,

Sub: Consolidated Scrutinizer's Report for passing of Resolution through Remote E-voting and E-voting by the members during the Annual General Meeting (AGM), pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 of Tracxn Technologies Limited ('the Company') for its 11th (Eleventh) AGM held on Wednesday, 27th September, 2023 at 05:00 p.m. IST through Video conferencing ('VC') / Other Audio Visual means ('OAVM').

1. I, CS Mannish L. Ghia, Partner at M/s. Manish Ghia & Associates, Company Secretaries, Mumbai was appointed as Scrutinizer by the Board of Directors of the Company for the purpose of scrutinizing the process of voting through electronic means ("e-voting") in terms of the provisions of Section 108 of the Companies Act, 2013 ('the Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014 ('the Rules') as amended from time to time and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 in a fair and transparent manner, for passing of the resolutions as mentioned under item numbers 1 and 2 as set out in the notice of AGM dated 2nd September, 2023 ("Notice") issued by the Company in accordance with Circulars dated 8th April, 2020, 13th April, 2020, 5th May, 2020, 13th January, 2021, 5th May, 2022 and latest being 28th December, 2022, issued by Ministry of Corporate Affairs, Government of India (hereinafter referred to as "MCA Circulars") and the Securities and Exchange Board of India ("SEBI") Circular dated 12th May, 2020, 15th January, 2021 and 5th January, 2023 (collectively referred as "SEBI Circulars") for convening the AGM of its members through VC / OAVM on Wednesday, 27th September, 2023 at 05:00 p.m. IST.
2. The management of the Company is responsible to ensure the compliances with the requirements of the Companies Act, 2013, the Rules, MCA Circulars and SEBI Circulars relating to remote e-voting and e-voting during the AGM on the resolution contained in the aforesaid Notice of AGM of the members of the Company. My responsibility as a Scrutinizer for the e-voting process is restricted to make a Consolidated Scrutinizer's Report of the votes cast 'in favour' or 'against' the resolution stated in the said Notice, based on the reports generated from the e-voting system provided by National Securities Depository Limited ("NSDL"), the agency engaged by the Company to provide E-voting facility, and that the e-voting is conducted in a fair and transparent manner.



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3. As per the confirmation received from the Company:
 - a. In terms of the MCA Circulars and SEBI Circulars, the Notice of the AGM dated 2nd September, 2023 was sent by e-mail on Tuesday, 5th September, 2023 to those shareholders, whose e-mail id is registered with the Registrar and Share Transfer Agent / Company / Depositories.
 - b. The said Notice was sent on the basis of Register of Members made available by M/s. Link Intime India Private Limited, the Registrar and Share Transfer Agent of the Company and the list of beneficial owners made available by the depositories viz., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as on Friday, 25th August, 2023.
4. As per MCA General Circular No. 20/2020 dated 05th May, 2020, the Company has published advertisements in the English newspaper "Financial Express" and Kannada (Vernacular language) Newspaper "Vishwavani" on Monday, 4th September, 2023 regarding compliance with the said circular in relation to 11th AGM of the Company.
5. As per the provisions of Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), the Company has published advertisements in the English newspaper "Financial Express" and Kannada (Vernacular language) Newspaper "Vishwavani" on Wednesday, 6th September, 2023 regarding completion of dispatch of Notice of meeting through email and providing e-voting facility.
6. In terms of the aforesaid Notice, remote e-voting period was kept open for 3 (three) days from Sunday, 24th September, 2023 (9:00 A.M. IST) till Tuesday, 26th September, 2023 (5:00 P.M. IST).
7. The voting rights of members was considered in proportion to the shares held by them in the paid up equity share capital of the Company as on the cut-off date i.e., Wednesday, 20th September, 2023.
8. As required under the MCA Circulars, the Company had also provided e-voting facility to the members attending the AGM through VC / OAVM and who had not cast their vote earlier.
9. The remote e-voting module was disabled by NSDL on Tuesday, 26th September, 2023 after 5:00 P.M. and as required under the said rules, the votes cast under the remote e-voting facility prior to the AGM and e-voting facility during the AGM were unblocked in the presence of CS Bhavya Gala and CS Manisha Talreja who are not in employment with the Company.
10. I have scrutinized and reviewed the remote e-voting and e-voting during the AGM and votes cast therein based on the data downloaded from the e-voting system of NSDL and the summary of the e-voting process is as follows:



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ORDINARY BUSINESS

Resolution No.1: Ordinary Resolution

To receive, consider and adopt the audited financial statements of the Company for the financial year ended 31st March, 2023, along with the Reports of the Board of Directors and the Auditors thereon.

(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
127	7,18,47,149	99.9999

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
2	23	0.0001

(iii) **Invalid** votes:

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

Resolution No.2: Ordinary Resolution

To appoint a Director in place of Ms. Neha Singh (DIN: 05331824), who retires by rotation and, being eligible, offers herself for re-appointment.

(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
124	7,18,46,426	99.9990

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
5	746	0.0010



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(iii) Invalid votes:

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

Result:

For Resolution No. 1 and 2 - We report that number of votes cast in favour are more than the number of votes cast against.

Accordingly, the resolutions as contained in the Notice of AGM dated 2nd September, 2023 may be considered as passed with requisite majority.

You may accordingly declare the result of the remote e-voting and e-voting during the AGM.

Thanking You,

Place: Mumbai
Date: September 28, 2023
UDIN: F006252E001109420



For Manish Ghia & Associates
Company Secretaries
(Unique ID: P2006MH007100)

Mannish L. Ghia

CS Mannish L. Ghia
Partner

M. No. FCS 6252 C. P. No. 3531
PR 822/2020

Countersigned by

Neha Singh
Neha Singh
Chairperson and Managing Director
DIN: 05331824
Tracxn Technologies Limited

Place: Bengaluru
Date: September 28, 2023