

30th September, 2023

**To,
The General Manager,
Corporate Relationship Department,
BSE Limited, Phiroz Jeejeebhoy Tower,
Dalal Street, Mumbai — 400001,
Maharashtra, India**

Dear Sir/Ma'am,

Sub: Voting results as per Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 of the 31st Annual General Meeting of the Company Sylph Technologies Limited held on Thursday, 28th September, 2023.

We wish to inform you that the Members of the Company at the Annual General Meeting held on Thursday, 28th September, 2023 have duly approved the business as specified in the notice convening the meeting viz:

We are enclosing herewith Combine e-voting results as per Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, of the Annual General Meeting held on Thursday, 28th day of September, 2023 in accordance with the terms of circulars issued by Ministry of Corporate Affairs i.e. General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 02/2021 dated January 13, 2021, 19/2021 dated December 08, 2021, 21/2021 dated December 14, 2021, 02/2022 dated May 5, 2022 and 11/2022 dated December 28, 2022 (collectively referred to as "MCA Circulars") and in accordance with the terms of circulars issued by Securities and Exchange Board of India i.e. Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/ CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 on May 13, 2022 and SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 (collectively referred to as "SEBI Circulars"), the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable laws and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) through Physical mode at the Registered Office of the company situated at 201 E Johari Palace, 51 M G Road, Indore- 452001 at 02:00 P.M. and the report on e-voting of Purtika Dhaneshwar, Practicing Company Secretary, Indore, scrutinizer appointed by the Board.

You are requested to take note of the same and bring it to the notice of all concerned.

Kindly acknowledge receipt.
Thanking you.

Yours faithfully



For **Sylph Technologies Limited**

Pranay Vaid Digitally signed by
Pranay Vaid
Date: 2023.09.30
11:00:04 +05'30'

PRANAY VAID
MANAGING DIRECTOR
(DIN: 09816710)

Enclosed as above:

Scrutinizers Report on e-voting



FORM No. MGT-13

Report of Scrutinizer

[Pursuant to section 109 of the Companies Act, 2013 and rule 21(2) of the Companies
(Management and Administration) Rules, 2014]

To,
The Chairman
31st Annual General Meeting of the Equity Shareholders of
Sylph Technologies Limited,
Held on 28th September 2023 at 02:00 P.M. at
201 E Johari Palace, 51 M G Road,
Indore, Madhya Pradesh-452001

Dear Sir,

I, Purtika Dhaneshwar, Practicing Company Secretary appointed as Scrutinizer for the purpose of the poll taken on the below-mentioned resolution(s), at the 31st Annual General Meeting of the Equity Shareholders of Sylph Technologies Limited, held on Thursday, 28th day of September 2023 at 2:00 P.M. at 201 E Johari Palace, 51 M G Road, Indore, Madhya Pradesh-452001, submit a report as under:

1. After the time fixed for closing of the poll by the Chairman, ballot boxes kept for polling were locked in my presence with due identification marks placed by me.
2. The locked ballot boxes were subsequently opened in my presence and polling papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the company/proxies lodged with the company.
3. I did not find any poll papers invalid.
4. The result of the poll is as under:

Item No. 1-Ordinary Resolution:

To consider, approve and adopt the Audited Standalone Financial Statements and report of the Board of Directors and Auditors thereon for the year ending 31 March, 2023

- i. Voted in favour of the resolution:

Number of members present and voting (in person)	Numbers of votes cast by them	% of valid votes cast
56	22191672	100%





ii. Voted against the resolution:

Number of members present and voting (in person)	Numbers of votes cast by them	% of valid votes cast
Nil	Nil	Nil

iii. Invalid votes:

Total number of members (in person or proxy) whose votes were declared invalid	Total Number of votes cast by them
Nil	Nil

Item No. 2-Ordinary Resolution:

To appoint a Director in place of Ms. Archana Gulia (DIN: 09816488), Director, who retires by rotation and being eligible offers himself for re-appointment in this regard to consider and if thought fit, to pass the following resolution as an Ordinary Resolution

i. Voted in favour of the resolution:

Number of members present and voting (in person)	Numbers of votes cast by them	% of valid votes cast
56	22191628	99.99%

ii. Voted against the resolution:

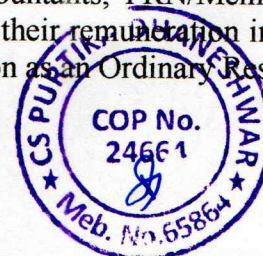
Number of members present and voting (in person)	Numbers of votes cast by them	% of valid votes cast
01	49	0,01%

iii. Invalid votes:

Total number of members (in person or proxy) whose votes were declared invalid	Total Number of votes cast by them
Nil	Nil

Item No. 3-Ordinary Resolution:

To appoint Auditor M/S BMGS Associates, Chartered Accountants, FRN/Membership No. 026886N in place of M/S Inani & Inani, Chartered Accountants, FRN/Membership No. 120507W: as statutory auditors of the Company and to fix their remuneration in this regard to consider and if thought fit, to pass the following resolution as an Ordinary Resolution





i. Voted in favour of the resolution:

Number of members present and voting (in person)	Numbers of votes cast by them	% of valid votes cast
56	22191672	100%

ii. Voted against the resolution:

Number of members present and voting (in person)	Numbers of votes cast by them	% of valid votes cast
Nil	Nil	Nil

iii. Invalid votes:

Total number of members (in person or proxy) whose votes were declared invalid	Total Number of votes cast by them
Nil	Nil

Item No. 4- Special Resolution:

Approval of appointment of Mr. Pranay Vaid (DIN: 09816710) as the Managing Director of the company in terms of Sections 196, 197 and 203 read with Schedule V and any other applicable provisions of the Companies Act, 2013.

i. Voted in favour of the resolution:

Number of members present and voting (in person)	Numbers of votes cast by them	% of valid votes cast
56	22191672	100%

ii. Voted against the resolution:

Number of members present and voting (in person)	Numbers of votes cast by them	% of valid votes cast
Nil	Nil	Nil

iii. Invalid votes:

Total number of members (in person or proxy) whose votes were declared invalid	Total Number of votes cast by them
Nil	Nil





Item No. 5- Special Resolution:

To Approve Alteration of Object Clause of Memorandum of Association of the Company

i. Voted in favour of the resolution:

Number of members present and voting (in person)	Numbers of votes cast by them	% of valid votes cast
56	22191677	99.99%

ii. Voted against the resolution:

Number of members present and voting (in person)	Numbers of votes cast by them	% of valid votes cast
01	05	0.01%

iii. Invalid votes:

Total number of members (in person or proxy) whose votes were declared invalid	Total Number of votes cast by them
Nil	Nil

Item No. 6- Special Resolution:

Appointment of Mr. Shailesh Bajibhai Patel (DIN: 02456670) as a Non- Executive Independent Director of the Company.

i. Voted in favour of the resolution:

Number of members present and voting (in person)	Numbers of votes cast by them	% of valid votes cast
56	22191672	99.99%

ii. Voted against the resolution:

Number of members present and voting (in person)	Numbers of votes cast by them	% of valid votes cast
Nil	Nil	Nil

iii. Invalid votes:

Total number of members (in person or proxy) whose votes were declared invalid	Total Number of votes cast by them
Nil	Nil

Nil	Nil	Nil
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Purtika Dhaneshwar

Practising Company Secretary
ACS, LL.B (Hons.), B.Com,
Registered Trademark Agent

5. A list of equity shareholders who voted "For", "Against" and those whose votes were declared invalid for each resolution is enclosed.
6. The poll papers and all other relevant records were sealed and handed over to the Director authorised by the Board for safe keeping.

Thanking You,
Yours faithfully,



CS Purтика Дханешвар
Practising Company Secretary
Membership No.: 65864
COP:24664
P/R No.: I2021MP2177500
Place: Indore
Date: 29th September 2023
UDIN: A065864E001130147



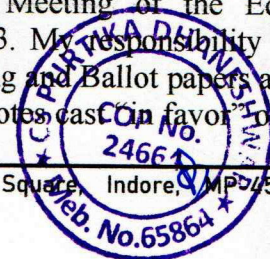
Combined Scrutinizer's Report
(Voting through remote E-voting and Ballot Papers at
31st Annual General Meeting)

To,
The Chairman
31st Annual General Meeting of the Equity Shareholders of
Sylph Technologies Limited,
Held on 28th September, 2023 at 2:00 P.M.
At 201 E Johari Palace, 51 M G Road,
Indore, Madhya Pradesh-452001

Sub: Passing of Resolution through remote e-voting by and voting by ballot papers conducted at the 31st Annual General Meeting of Sylph Technologies Limited held on 28th September 2:00 P.M.

Dear Sir,

1. I Purtika Dhaneshwar, Practicing Company Secretary have been appointed as scrutinizer by the Board of Directors of Sylph Technologies Limited for the purpose of scrutinizing the:
 - i. Remote e-voting process under the provision of section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rule, 2015 and clause 35B of the Listing Agreement entered with Stock Exchange, and
 - ii. Poll through Ballot Papers at the Annual General Meeting under the provision of section 109 of the Companies Act 2013, read with Rule 21 of the Companies (Management and Administration) Rule, 2014 on the resolution contained in the notice of the 31st Annual General Meeting (AGM) of the Equity Shareholders of the Company held on 28th, September 2023 at 2:00 P.M. 201 E Johari Palace, 51 M G Road, Indore, Madhya Pradesh-452001
2. The management of the company is responsible to ensure the compliance with the requirements of the Companies Act, 2013, and rules relating to voting through remote E-voting and Poll through Ballot Papers at the AGM for the resolutions proposed in the notice of the 31st Annual General Meeting of the Equity Shareholders of the company dated 28th September, 2023. My responsibility as a scrutinizer for the process of voting through remote e-voting and Ballot papers at the AGM is restricted to make the scrutinizer's report of the votes cast "in favor" or "in





against” on the resolutions stated above based on the reports generated from the e-voting system provided by Central Depository Services Limited (CDSL) and at the time of poll at AGM.

3. The notice dated 28th August 2023 as per section 101 of the Companies Act, 2013. (Act) along with statement setting out material facts under section 102 of the Act was sent to shareholders in the respect of the resolutions passed at the Annual General Meeting of the company.
4. The Company provided remote e-voting facility to cast vote on the resolution by the members of the company. The company had appointed Central Depository Services Limited (CDSL) as service provider for extending the facility of remote e-voting to the shareholders of the company from 25th September 2023 (9:00 a.m.) to 27th September, 2023 (5:00 p.m.). The company also provided facility for voting through ballot papers to the Shareholders present at the annual General Meeting for those members who had not cast their vote earlier through remote e-voting
5. The members of the company as on the “Cut-off” date i.e. Saturday 22nd September, 2023, were entitled to vote on the resolutions as set out in the notice of 31st Annual General Meeting of the Company.
6. I submit herewith my combined report on the result of Voting through Remote E voting and Ballot Papers as under:

Item No. 1-Ordinary Resolution:

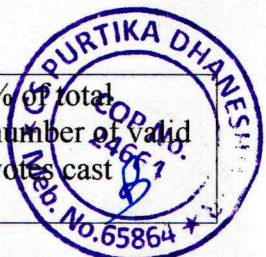
To consider, approve and adopt the Audited Standalone Financial Statements and report of the Board of Directors and Auditors thereon for the year ending 31 March, 2023

- i. Voted in favour of the resolution:

	Numbers of members voted through E voting system and through Poll	Number of votes cast by them	% of total number of valid votes cast
E-voting	19	7070251	31.86%
Poll	37	15121421	68.14%
Total	56	22191672	100%

- ii. Voted in against of the resolution

	Numbers of members voted through E voting system and through	Number of votes cast by them	% of total number of valid votes cast





	Poll		
E-voting	Nil	Nil	Nil
Poll	Nil	Nil	Nil
Total	Nil	Nil	Nil

iii. Invalid votes:

	Number of members voted through E-voting System and through Poll	Total Number of votes cast by them
E- Voting	Nil	Nil
Poll	Nil	Nil
Total	Nil	Nil

Item No. 2-Ordinary Resolution:

To appoint a Director in place of Ms. Archana Gulia (DIN: 09816488), Director, who retires by rotation and being eligible offers himself for re-appointment in this regard to consider and if thought fit, to pass the following resolution as an Ordinary Resolution

i. Voted in favour of the resolution:

	Numbers of members voted through E voting system and through Poll	Number of votes cast by them	% of total number of valid votes cast
E-voting	19	7070207	31.85
Poll	37	15121421	68.14%
Total	56	22191628	99.99%%

ii. Voted in against of the resolution

	Numbers of members voted through E voting system and through Poll	Number of votes cast by them	% of total number of valid votes cast
E-voting	01	49	0,01%
Poll	Nil	Nil	Nil
Total	01	49	0.01

iii. Invalid votes:

	Number of members voted through E-voting System and through Poll	Total Number of votes cast by them
E- Voting	Nil	Nil





Purtika Dhaneshwar

Practising Company Secretary
ACS, LL.B (Hons.), B.Com,
Registered Trademark Agent

Poll	Nil	Nil
Total	Nil	Nil

Item No. 3-Ordinary Resolution:

To appoint Auditor M/S BMGS Associates, Chartered Accountants, FRN/Membership No. 026886N in place of M/S Inani & Inani, Chartered Accountants, FRN/Membership No. 120507W: as statutory auditors of the Company and to fix their remuneration in this regard to consider and if thought fit, to pass the following resolution as an Ordinary Resolution

i. Voted in favour of the resolution:

	Numbers of members voted through E voting system and through Poll	Number of votes cast by them	% of total number of valid votes cast
E-voting	19	7070251	31.86
Poll	37	15121421	68.14%
Total	56	22191672	100%

ii. Voted in against of the resolution

	Numbers of members voted through E voting system and through Poll	Number of votes cast by them	% of total number of valid votes cast
E-voting	Nil	Nil	Nil
Poll	Nil	Nil	Nil
Total	Nil	Nil	Nil

iii. Invalid votes:

	Number of members voted through E-voting System and through Poll	Total Number of votes cast by them
E- Voting	Nil	Nil
Poll	Nil	Nil
Total	Nil	Nil





Item No. 4- Special Resolution:

Approval of appointment of Mr. Pranay Vaid (DIN: 09816710) as the Managing Director of the company in terms of Sections 196, 197 and 203 read with Schedule V and any other applicable provisions of the Companies Act, 2013..

i. Voted in favour of the resolution:

	Numbers of members voted through E voting system and through Poll	Number of votes cast by them	% of total number of valid votes cast
E-voting	19	7070251	31.86
Poll	37	15121421	68.14
Total	56	22191672	100%

ii. Voted in against of the resolution

	Numbers of members voted through E voting system and through Poll	Number of votes cast by them	% of total number of valid votes cast
E-voting	Nil	Nil	Nil
Poll	Nil	Nil	Nil
Total	Nil	Nil	Nil

iii. Invalid votes:

	Number of members voted through E-voting System and through Poll	Total Number of votes cast by them
E- Voting	Nil	Nil
Poll	Nil	Nil
Total	Nil	Nil

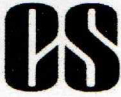
Item No. 5- Special Resolution:

To Approve Alteration of Object Clause of Memorandum of Association of The Company

i. Voted in favour of the resolution:

	Numbers of members voted through E voting	Number of votes cast by them	% of total number of valid votes cast





Purtika Dhaneshwar

Practising Company Secretary
ACS, LL.B (Hons.), B.Com,
Registered Trademark Agent

	system and through Poll		
E-voting	19	7070251	31.85%
Poll	37	15121421	68.14%
Total	56	5783584	99.99%

ii. Voted in against of the resolution

	Numbers of members voted through E voting system and through Poll	Number of votes cast by them	% of total number of valid votes cast
E-voting	01	05	0.01%
Poll	Nil	Nil	Nil
Total	01	05	0.01%

iii. Invalid votes:

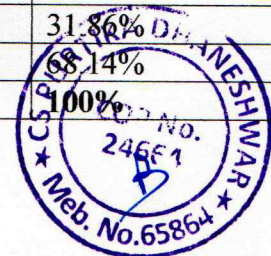
	Number of members voted through E-voting System and through Poll	Total Number of votes cast by them
E- Voting	Nil	Nil
Poll	Nil	Nil
Total	Nil	Nil

Item No. 6- Special Resolution:

Appointment of Mr. Shailesh Bajibhai Patel (DIN: 02456670) as a Non- Executive Independent Director of the Company.

i. Voted in favour of the resolution:

	Numbers of members voted through E voting system and through Poll	Number of votes cast by them	% of total number of valid votes cast
E-voting	19	7070251	31.86%
Poll	37	15121421	68.14%
Total	56	22191672	100%





Purtika Dhaneshwar

Practising Company Secretary
ACS, LL.B (Hons.), B.Com,
Registered Trademark Agent

ii. Voted in against of the resolution

	Numbers of members voted through E voting system and through Poll	Number of votes cast by them	% of total number of valid votes cast
E-voting	Nil	Nil	Nil
Poll	Nil	Nil	Nil
Total	Nil	Nil	Nil

iii. Invalid votes:

	Number of members voted through E-voting System and through Poll	Total Number of votes cast by them
E- Voting	Nil	Nil
Poll	Nil	Nil
Total	Nil	Nil

Conclusion: All the Resolution stand passed under the remote e-voting and poll by ballot papers at 31st Annual General Meeting with requisite majority.

Thanking You,
Yours faithfully



CS Purtika Dhaneshwar
Practising Company Secretary
Membership No.: 65864
COP:24664
P/R No. : I2021MP2177500
Place: Indore
Date: 29th September 2023
UDIN: A065864E001130147

Counter Signed
For Sylph Technologies Limited

Pranav Vaid
Digitally signed
by Pranav Vaid
Date: 2023.09.30
11:01:06 +05'30'

Pranav Vaid
(Managing Director)
DIN: 09816710