

Date: September 30, 2022

То

BSE Limited	National Stock Exchange of India Limited
Department of Corporate Services	Listing Department,
Listing Department,	Exchange Plaza, Plot no. C/1,
P J Towers,	G Block, Bandra-Kurla Complex, Bandra (E),
Dalal Street,	Mumbai – 400051
Mumbai – 400001	Scrip Symbol: XELPMOC
Scrip Code: 542367	

Sub: Intimation of the Voting Results under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/Madam,

We refer to the notice of 7th Annual General Meeting ("**AGM**") of the Company dated August 13, 2022 ("**AGM Notice**"), circulated to the shareholders of Xelpmoc Design and Tech Limited (the "**Company**") for seeking their approval on resolutions contained in the notice by means of remote e-voting and e-voting system ("Insta Poll") at the AGM. Accordingly, the AGM was held on today i.e. Friday, September 30, 2022 at 10:00 a.m. through Video Conferencing, in compliance with the applicable provisions of the Companies Act, 2013 and rules made thereunder, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), various circulars issued by the Ministry of Corporate Affairs including Circular Nos. 2/2022 dated May 5, 2022, 19/2021 dated December 8, 2021, 21/2021 dated December 14, 2021, 2/2021 January 13, 2021, 20/2020 dated May 5, 2020, read with General Circular Nos. 17/2020 dated April 13, 2020 and 14/2020 dated April 8, 2020 and any updates thereto, and by the Securities and Exchange Board of India including circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/2021 dated May 13, 2022 and any updates thereto.

The Company had appointed Mr. Manish Gupta, partner of M/s VKMG & Associates LLP, Practicing Company Secretaries as the scrutinizer ("**Scrutinizer**") for scrutinizing the process of remote e-voting and e-voting system ("Insta Poll") at the AGM in a fair and transparent manner.

The Scrutinizer carried out the scrutiny of remote e-voting which had commenced on Monday, September 26, 2022 at 9.00 a.m. (IST) and ended on Thursday, September 29, 2022 at 5.00 p.m. (IST), along with votes casted through e-voting system ("Insta Poll") at the AGM and submitted consolidated scrutinizers report today i.e. on September 30, 2022.

Accordingly, the voting results announced today i.e. on September 30, 2022. Pursuant to Regulation 44(3) of the Listing Regulations read with Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, please find enclosed the voting results of the businesses transacted at the AGM along with consolidated report of the scrutinizer.

XELPMOC DESIGN AND TECH LIMITED

Regd & Corp Address: #17, 4th Floor, Agies Building, 1st A Cross, 5th Block, Koramangala, Bengaluru – 560034 **Phone number: 080 4370 8360** | **Website: www.xelpmoc.in**| **Email: vaishali.kondbhar@xelpmoc.in CIN NO: L72200KA2015PLC082873** | **GST NO: 29AAACX1880G1Z5** The same is also being made available on the website of the Company at https://www.xelpmoc.in/investorrelations and of the website of KFin Technologies Limited, Registrars and Transfer Agent/e-voting agency at https://evoting.kfintech.com.

All the resolutions put to vote at the AGM stand passed, under remote e-voting along with voting through e-voting (Insta Poll) at the AGM, with the requisite majority and shall be deemed to be passed on the date of the AGM.

Kindly take the above on record.

Thanking you,

Yours truly,

For Xelpmoc Design and Tech Limited

Vaishali Kondbhar Company Secretary

Place: Mumbai Date: September 30, 2022

Enclosed:

- 1. Voting results in the format prescribed by SEBI.
- 2. Consolidated scrutinizers report dated September 30, 2022.

			XELPMOC DESIGN AND TECH LIMITED								
Date of the AGM/EGM			30-09-2022								
Total number of shareholders on	record date i.e. 2	3.09.2022	15972								
No. of shareholders present in th	e meeting either	in person or									
through proxy:											
Promoters and Promoter Group:			Not Applica	ble							
Public:			Not Applica	ble							
No. of Shareholders attended the	e meeting through	ו VC									
Promoters and Promoter Gro	oup:		6								
Public:			52								
Resolution No.	1										
Resolution required: (Ordinary/ Special)	ORDINARY - To refor the financial		•								
Whether promoter/ promoter group are interested in the agenda/resolution?	No	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)] * 100		No. of Votes – against (5)	favour on votes polled	% of Votes against on votes polled (7)=[(5)/(2)]*1 00	Votes Abstained / Invalid		
	E-Voting		78,48,324	99.9989	78,48,324	0	100.0000	0.0000) (
Promoter and Promoter Group	Insta Poll	78,48,407	10	0.0001	10	0	100.0000	0.0000) (
	Postal Ballot (if applicable)	, 0,40,407	0	0.0000	0	C	0.0000	0.0000)		
	Total		78,48,334	99.9990	78,48,334	0	100.0000	0.0000)		
	E-Voting		8,12,815	93.4741	8,12,815	0	100.0000	0.0000) (
Public- Institutions	Insta Poll	8,69,562	0	0.0000	0	0	0.0000	0.0000) (
	Postal Ballot (if applicable)	0,00,002	0	0.0000	0	C	0.0000	0.0000) (
	Total		8,12,815	93.4741	8,12,815	0	100.0000	0.0000)		
	E-Voting		2,67,603	4.6263	2,66,947	656	99.7548	0.2451	. (
Dublic Non Institutions	Insta Poll		1,09,396	1.8912	1,09,395	1	99.9990	0.0009)		
Public- Non Institutions	Postal Ballot (if applicable)	57,84,444	0	0.0000	0	0	0.0000	0.0000			

Tot	otal		3,76,999	6.5175	3,76,342	657	99.8257	0.1743	0
Tot	otal	1,45,02,413	90,38,148	62.3217	90,37,491	657	99.9927	0.0073	0

Resolution No.	2											
Resolution required: (Ordinary/ Special)		ORDINARY - To appoint a Director in place of Mr. Jaison Jose (DIN: 07719333), who retires by rotation at this Annual Genera Meeting and being eligible, offers himself for re-appointment										
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes											
Category	Mode of Voting	No. of shares	No. of	% of Votes	No. of	No. of	% of Votes in	% of Votes	Votes			
		held (1)	votes	Polled on	Votes – in	Votes –	favour on	against on	Abstained /			
			polled (2)	outstanding	favour (4)	against	votes polled	votes polled	Invalid			
				shares		(5)	(6)=[(4)/(2)]*	(7)=[(5)/(2)]*1				
				(3)=[(2)/(1)] * 100			100	00				
	E-Voting		78,48,324	99.9989	78,48,324	0	100.0000	0.0000	0 0			
	Insta Poll	70 40 407	10		10		100.0000	0.0000	0 0			
Promoter and Promoter Group	Postal Ballot (if	78,48,407										
	applicable)		0	0.0000	0	0	0.0000	0.0000	o o			
	Total		78,48,334	99.9990	78,48,334	0	100.0000	0.0000	0 0			
	E-Voting		8,12,815	93.4741	8,12,815	0	100.0000	0.0000	0 0			
Public- Institutions	Insta Poll	8,69,562	0	0.0000	0	0	0.0000	0.0000	0 0			
	Postal Ballot (if	8,09,302										
	applicable)		0	0.0000	0	0	0.0000	0.0000	0 0			
	Total		8,12,815	93.4741	8,12,815	0	100.0000	0.0000	0 0			
	E-Voting		2,67,603	4.6263	2,66,550	1,053	99.6065	0.3934	1 0			
Public- Non Institutions	Insta Poll	57,84,444	1,09,396	1.8912	1,09,395	1	99.9990	0.0009	0			
	Postal Ballot (if	57,04,444										
	applicable)		0	0.0000		0	0.0000	0.0000	0 0			
	Total		3,76,999	6.5175	3,75,945	1,054	99.7204	0.2796	5 0			
	Total	1,45,02,413	90,38,148	62.3217	90,37,094	1,054	99.9883	0.0117	7 0			

Resolution No.	3											
Resolution required: (Ordinary/ Special)	SPECIAL - To app Director	SPECIAL - To approve annual remuneration of Mr. Pranjal Sharma (DIN 06788125), Non-Executive and Non-Independent Director										
Whether promoter/ promoter group are interested in the agenda/resolution?	No											
Category			No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)] * 100		No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]*1 00	Votes Abstained / Invalid			
Promoter and Promoter Group	E-Voting Insta Poll Postal Ballot (if applicable)	78,48,407	78,48,324 10 0	0.0001	10	000000000000000000000000000000000000000	100.0000	0.0000	0			
	Total		78,48,334	99.9990	78,48,334	0	100.0000	0.0000	0 0			
Public- Institutions	E-Voting Insta Poll Postal Ballot (if	8,69,562	8,12,815 0		8,12,815 0	0						
	applicable)		0	0.0000		0						
	Total E-Voting		8,12,815 2,67,603	4.6263	2,66,428	0 1,175	99.5609	0.4390) 0			
Public- Non Institutions	Insta Poll Postal Ballot (if applicable)	57,84,444	1,09,396 0		1,09,395 0	1						
	Total		3,76,999	6.5175	3,75,823	1,176	99.6881	0.3119	0			
	Total	1,45,02,413	90,38,148	62.3217	90,36,972	1,176	99.9870	0.0130) (

Resolution No.												
Resolution required: (Ordinary/ Special)		SPECIAL - To approve payment of corporate strategy and advisory fees to Mr. Pranjal Sharma (DIN:06788125), Non- Executive & Non-Independent Director of the Company										
Whether promoter/ promoter group are interested in the agenda/resolution?	No	10										
Category	Mode of Voting	No. of shares held as on cut off date 04.08.21	votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]		Votes –	favour on votes polled	% of Votes against on votes polled (7)=[(5)/(2)]*1 00	Votes Abstained / Invalid			
	E-Voting		78,48,324	* 100 99.9989	78,48,324	0	100.0000	0.0000				
Promoter and Promoter Group	Insta Poll Postal Ballot (if	78,48,407	10	0.0001	10	0	100.0000	0.0000	0			
	applicable) Total		0 78,48,334			0						
Public- Institutions	E-Voting Insta Poll Postal Ballot (if	8,69,562	8,12,815	93.4741	8,12,815	0	100.0000	0.0000	0			
	applicable) Total		0 8,12,815		0 8,12,815	0						
Public- Non Institutions	E-Voting Insta Poll	57,84,444	2,67,603	4.6263		1,175 1	99.5609 99.9990					
	Postal Ballot (if applicable) Total		03,76,999			0 1,176	0.0000					
	Total	1,45,02,413	90,38,148	62.3217	90,36,972	1,176	99.9870	0.0130	0			





Consolidated Report of Scrutinizer on remote e-voting and e-voting (Insta Poll) at the 7th Annual General Meeting (AGM)

(Pursuant to Section 108 of the Companies Act, 2013 read with Rules 20 of the Companies (Management and Administration) Rules, 2014 as amended.)

To,

The Company Secretary and Compliance Officer, **XELPMOC DESIGN AND TECH LIMITED CIN: L72200KA2015PLC082873** #17, 4th Floor, Agies Building, 1st 'A' Cross, 5th Block, Koramangala, Bengaluru – 560 034

Sub: 7th Annual General Meeting (AGM) of the members of **XELPMOC DESIGN AND TECH LIMITED** (the "Company") held on Friday, September 30, 2022 at 10.00 a.m. through Video Conferencing (VC).

Dear Sir,

Pursuant to the resolution passed by the Board of Directors of the Company on August 13, 2022, I, Manish Rajnarayan Gupta, partner of VKMG & Associates LLP, Practising Company Secretaries, have been appointed as a scrutinizer for the purpose of scrutinizing the process of voting through electronic means ("e-voting"),on the resolutions contained in the notice of AGM dated August 13, 2022 ("Notice"), calling the 7th AGM of the members of Company on Friday, September 30, 2022 at 10.00 a.m. IST through VC or Other Audio-Visual Means ("OAVM").

The AGM was held on Friday, September 30, 2022, at 10.00 a.m. IST through VC.

The management of the Company is responsible to ensure that Notice of the AGM issued, AGM held and Newspaper Public Advertisements published are in compliance with applicable provisions of the Companies Act, 2013 ("the Act") and rules made thereunder and applicable regulations of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015, as amended ("Listing Regulations") and General Circular Nos. 2/2022 dated May 5, 2022, 19/2021 dated December 8, 2021, 21/2021 dated December 14, 2021, 2/2021 dated January 13, 2021, 20/2020 dated May 5, 2020, read with General Circular Nos. 17/2020 dated April 13, 2020 and 14/2020 dated April 8, 2020 and (collectively referred to as 'MCA Circulars') and Circular Nos.SEBI/ HO/CFD/CMD1/CIR/P/2020/79 dated May 12, SEBI/HO/CFD/CMD2/CIR/P/2021/11 2020. dated January 15, 2021 and SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 issued by SEBI ('SEBI Circulars'). The management of the Company is also responsible for ensuring a secured framework and robustness of the electronic voting systems

Pursuant to provisions of Sections 101 and 136 of the Act and rules made thereunder and Regulation 36 of Listing regulations and in terms of MCA Circulars and SEBI Circulars, the notice of AGM including procedure and instructions for e-voting and Annual Report for FY 2021-2022 was sent by e-mail on September 07, 2022, to all those members of the Company ("Members") whose names appear in the Register of Members and whose e-mail address is registered with the Company or the Registrar and Share Transfer Agent or the Depository Participants(s) as on Friday, September 02, 2022 and no physical copies of the Notice and Annual Report were sent by the Company to any Members except to such members who have specifically requested for the same .



The Company uploaded the Notice of the AGM and Annual Report on its website www.xelpmoc.in and on websites of the stock exchanges on which the shares of the Company are listed ("Stock Exchanges") and the same were also made available on the website of KFintech (RTA and e-voting agency) at <u>https://evoting.kfintech.com</u>.

In terms of MCA Circulars, the Company enabled members, whose email address is not registered, to temporarily update their email address by writing email at <u>einward.ris@kfintech</u> for the limited purpose of receiving the Notice and Annual Report electronically along with details of User ID and Password to enable e-voting.

The Company has also published public advertisements of Notice of the AGM before and after the sending of said Notice, in the newspapers as prescribed in the Act and MCA circulars.

My responsibility as Scrutinizer is to scrutinize the process of remote e-voting before the AGM and e-voting (Insta Poll) at the AGM in a fair and transparent manner and is restricted to make a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions contained in the Notice, based on the reports generated from the e-voting system provided by KFin Technologies Limited ("**KFinTech**"), the Registrar and Transfer Agent of the Company and the Agency authorized under the Act and engaged by the Company to provide e-voting facility and attendant papers and other relevant documents furnished to me electronically by the Company and/ or KFinTech for my verification. Accordingly, I hereby submit my report as under:

- The Equity Shareholders of the Company as on the "cut-off" date, as set out in the Notice, i.e., Friday, September 23, 2022, were entitled to vote either by remote e-voting or e-voting (Insta Poll) at the AGM, on the resolutions (item nos. 1 to 4 as set out in the Notice calling the AGM) and their voting rights were in proportion to their shareholding in the paid-up equity share capital of the Company as on the cut-off date.
- The remote e-voting commenced on Monday, September 26, 2022, at 9.00 a.m. (IST) and ended on Thursday, September 29, 2022, at 5.00 p.m. (IST). The remote e-voting module was disabled by KFinTech upon expiry of this period.
- 3. The facility for voting was also available at the AGM through e-voting (Insta Poll) for those Members who attended the AGM and had not already cast their vote through the remote e-voting facility.
- 4. The votes cast during the remote e-voting were unblocked on Friday, September 30, 2022, after the conclusion of the AGM and was witnessed by two witnesses, Mr. Prathamesh Gogarkar and Ms. Shweta Thanekar, who are not in the employment of the Company.
- 5. The e-votes were reconciled with the records maintained by the Company/ KFinTech and the authorizations lodged with the Company/ KFinTech on test check basis.
- 6. The details containing, inter alia, the list of Equity Shareholders who voted "in favour" or "against" on each of the resolutions that were put to vote, and whose votes were invalid or who abstained from voting, were generated from the e-voting website of KFinTech i.e. https://evoting.kfintech.com. Based on the report generated by KFinTech and relied upon by me, the voting results are reported.



I submit herewith the Consolidated Scrutinizer's Report on the results of the remote e-voting and Insta Poll, as an Annexure to this report, based on the reports generated by KFinTech.

All the resolutions put to vote at the AGM stand passed, under remote e-voting along with voting through e-voting (Insta Poll) at the AGM, with the requisite majority and shall be deemed to have been passed on the date of the AGM.

I hereby confirm that I am maintaining the register and records which are required to be maintained under Rule 20 of the Companies (Management and Administration) Rules, 2014 received from the KFinTech, in respect of the votes cast through remote e-voting and through e-voting (Insta Poll) at the AGM by the Equity Shareholders of the Company and will be handed over to Mrs. Vaishali Kondbhar, Company Secretary of the Company, for preserving safely after the Chairman considers, approves and signs the minutes of the AGM. According to my observations, the process of remote e-voting and e-voting through Insta Poll at the AGM has been conducted in a fair and transparent manner.

Thanking you,

Yours faithfully,

For VKMG & Associates LLP Company Secretaries FRN: L2019MH005300

oron Manish Rajnarayan Gupta

Partner ACS-43802

CP-16067

PRN:1279/2021

Date: 30-09-2022 Place: Mumbai UDIN: A043802D001088868

Witness 1:

Mr. Prathamesh Gogarkar

Witness 2:

Ms. Shweta Thanekar

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Signature: ______ Mrs. Vaishali Kondbhar, Company Secretary and Compliance Officer (Authorised by Mr. Tushar Trivedi, Chairman of the AGM)

XELPMOC DESIGN AND TECH LIMITED (CIN - L72200KA2015PLC082873)

Annexure to Consolidated Scrutinizer Report in respect of remote e-voting along voting through e-voting (Insta Poll) at 7th Annual General Meeting of Xelpmoc Design and Tech Limited held on September 30, 2022 through Video Conferencing (VC)

Res. No.	Particular of Resolution						Favour			Against	
		Mode	Total No. of Members	Total Votes	Total Valid Votes	No. of Members	No. of Votes	% of total Valid Votes	No. of Members	No. of Votes	% of total Valid Votes
1	To receive, consider and adopt the audited standalone and consolidated financial	voting	59	8928742	8928742	55	8928086	99.9927	4	656	0.0073
	statements of the Company for the financial year ended March 31, 2022 together with the reports of the Board of Directors and Auditors	(Insta Poll)	21	109406	109406	21	109405	99.9991	1	1	0.0009
	thereon.	Total	80	9038148	9038148	76	9037491	99.9927	5	657	0.0073
2	To appoint Mr. Jaison Jose (DIN:07719333), who retires by rotation as a Director.	Remote e- voting	59	8928742	8928742	50	8927689	99.9882	9	1053	0.0118
		E-voting (Insta Poll)	21	109406	109406	21	109405	99.9991	1	1	0.0009
		Total	80	9038148	9038148	71	9037094	99.9883	10	1054	0.0117
3	To approve annual remuneration of Mr. Pranjal Sharma (DIN: 06788125), Non-Executive and		59	8928742	8928742	49	8927567	99.9868	10	1175	0.0132
	Non-Independent Director	E-voting (Insta Poll)	21	109406	109406	21	109405	99.9991	1	1	0.0009
		Total	80	9038148	9038148	70	9036972	99.9870	11	1176	0.0130
4	To approve payment of corporate strategy and advisory fees to Mr. Pranjal Sharma		59	8928742	8928742	49	8927567	99.9868	10	1175	0.0132
		E-voting (Insta Poll)	21	109406	109406	21	109405	99.9991	1	1	0.0009
		Total	80	9038148	9038148	70	9036972	99.9870	11	1176	0.0130

Note

1 In case of insta poll e-voting at AGM, one member holding 32500 equity shares in relation to all resolutions has casted 32499 votes in favour and 1 vote in against. However, while calculating the number of members who voted in favour and number of members who voted against the resolutions, the said members where considered under both the categories.

For VKMG & Associates LLP **Company Secretaries** FRN. L2019MH005300 KM

MUMBAI

Jant

Manish Gupta Partner ACS No. 43802 C. P. No. 16067 PRN:1279/2021

Place: Mumbai Date 30-09-2022 UDIN: A043802D001088868