

Date: 19<sup>th</sup> July, 2023

|   |   |
|---|---|
| <p><b>To,</b><br/><b>The Manager-Listing Department,</b><br/><b>The National Stock Exchange of India</b><br/><b>Limited,</b><br/>Exchange Plaza, Plot No. C/1, G-Block,<br/>Bandra Kurla complex,<br/>Bandra East,<br/>Mumbai-400 051</p> <p><b>Trading Symbol: DEVIT</b></p> | <p><b>To,</b><br/><b>The Secretary,</b><br/><b>BSE Limited</b><br/>Phiroze Jeebhoy Towers,<br/>Dalal Street<br/>Mumbai -400001</p> <p><b>Trading Symbol: 543462</b></p> |
|---|---|

**Subject: Scrutinizer's Report and Voting Results of Dev Information technology Limited as per Regulation 44 of SEBI (Listing Obligation and Disclosure Requirement), 2015:**

We wish to inform you that the Company has conveyed the Extra-ordinary General Meeting (EGM) on Wednesday, 19<sup>th</sup> July 2023, for seeking approval of the Shareholder's for the businesses contained in the Notice by way of ordinary and special resolution. In this Context, we wish to further inform that the shareholders have approved the resolution(s) specified in the notice of EGM as proposed by the Company.

In terms of Regulation 44 of the Listing Regulations, the copy of the voting result along with the copy of Scrutinizer Report is enclosed herewith.

Kindly take the note of above information on record and oblige.

Thanking you,  
**Yours faithfully,**

**For DEV INFORMATION TECHNOLOGY LIMITED,**

**Krisa Patel**  
**(Company Secretary and Compliance Officer)**  
**Place: Ahmedabad**

Encl.: a/a

**DEV INFORMATION TECHNOLOGY LIMITED**  
**Voting Results - EXTRAORDINARY GENERAL MEETING (EGM)**

[Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015]

|  |            |
|--|------------|
| <b>Date of the EGM</b>   | 19-07-2023 |
| <b>Total number of shareholders on record date</b>                                   | 8092       |
| <b>No. of shareholders present in the meeting either in person or through proxy:</b> |            |
| Promoters and Promoter Group   | 13         |
| Public   | 40         |
| <b>No. of Shareholders attended the meeting through Video Conferencing</b>           |            |
| Promoters and Promoter Group   | 0          |
| Public   | 0          |

| <b>Resolution No. 1: Increase in Authorised Share Capital of the Company and Alteration of Capital Clause of Memorandum of Association of the Company</b> |                |                        |                         |  |                            |                          |  |  |
|---|----------------|------------------------|-------------------------|--|----------------------------|--------------------------|--|--|
| <b>Resolution required: (Ordinary/ Special)</b>   |                |                        |                         |  |                            | Ordinary                 |  |  |
| <b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>  |                |                        |                         |  |                            | 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 in favour (4) | 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)]*100 |
| <b>Promoter and Promoter Group</b>  | E-Voting       | 14935980               | 14498600                | 97.07  | 14498600                   | 0                        | 100  | 0  |
|   | Poll           |                        | -                       | -  | -                          | -                        | -  | -  |
|   | Ballot Paper   |                        | -                       | -  | -                          | -                        | -  | -  |
|   | <b>Total</b>   | <b>14935980</b>        | <b>14498600</b>         | <b>97.07</b>   | <b>14498600</b>            | <b>0</b>                 | <b>100</b>   | <b>0</b>   |
| <b>Public - Institutions</b>  | E-Voting       | 0                      | 0                       | 0  | 0                          | 0                        | 0  | 0  |
|   | Poll           |                        | -                       | -  | -                          | -                        | -  | -  |
|   | Ballot Paper   |                        | -                       | -  | -                          | -                        | -  | -  |
|   | <b>Total</b>   | <b>0</b>               | <b>0</b>                | <b>0</b>   | <b>0</b>                   | <b>0</b>                 | <b>0</b>   | <b>0</b>   |
| <b>Public - Non Institutions</b>  | E-Voting       | 7182480                | 1575068                 | 21.93  | 1573996                    | 1072                     | 99.93  | 0.07   |
|   | Poll           |                        | -                       | -  | -                          | -                        | -  | -  |
|   | Ballot Paper   |                        | -                       | -  | -                          | -                        | -  | -  |
|   | <b>Total</b>   | <b>7182480</b>         | <b>1575068</b>          | <b>21.93</b>   | <b>1573996</b>             | <b>1072</b>              | <b>99.93</b>   | <b>0.07</b>  |
| <b>Total</b>  |                | <b>22118460</b>        | <b>16073668</b>         | <b>72.67</b>   | <b>16072596</b>            | <b>1072</b>              | <b>99.99</b>   | <b>0.01</b>  |

| <b>Resolution No. 2: Issue of Equity Shares on a Preferential basis to the person belonging to the Non-Promoter Category</b> |                |                        |                         |  |                            |                          |  |  |
|--|----------------|------------------------|-------------------------|--|----------------------------|--------------------------|--|--|
| <b>Resolution required: (Ordinary/ Special)</b>  |                |                        |                         |  |                            | Special                  |  |  |
| <b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>   |                |                        |                         |  |                            | 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 in favour (4) | 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)]*100 |
| <b>Promoter and Promoter Group</b>   | E-Voting       | 14935980               | 14498600                | 97.07  | 14498600                   | 0                        | 100  | 0  |
|  | Poll           |                        | -                       | -  | -                          | -                        | -  | -  |
|  | Ballot Paper   |                        | -                       | -  | -                          | -                        | -  | -  |
|  | <b>Total</b>   | <b>14935980</b>        | <b>14498600</b>         | <b>97.07</b>   | <b>14498600</b>            | <b>0</b>                 | <b>100</b>   | <b>0</b>   |
| <b>Public - Institutions</b>   | E-Voting       | 0                      | 0                       | 0  | 0                          | 0                        | 0  | 0  |
|  | Poll           |                        | -                       | -  | -                          | -                        | -  | -  |
|  | Ballot Paper   |                        | -                       | -  | -                          | -                        | -  | -  |
|  | <b>Total</b>   | <b>0</b>               | <b>0</b>                | <b>0</b>   | <b>0</b>                   | <b>0</b>                 | <b>0</b>   | <b>0</b>   |
| <b>Public - Non Institutions</b>   | E-Voting       | 7182480                | 1575068                 | 21.93  | 1573996                    | 1072                     | 99.93  | 0.07   |
|  | Poll           |                        | -                       | -  | -                          | -                        | -  | -  |
|  | Ballot Paper   |                        | -                       | -  | -                          | -                        | -  | -  |
|  | <b>Total</b>   | <b>7182480</b>         | <b>1575068</b>          | <b>21.93</b>   | <b>1573996</b>             | <b>1072</b>              | <b>99.93</b>   | <b>0.07</b>  |
| <b>Total</b>   |                | <b>22118460</b>        | <b>16073668</b>         | <b>72.67</b>   | <b>16072596</b>            | <b>1072</b>              | <b>99.99</b>   | <b>0.01</b>  |



**MURTUZA MANDORWALA  
& ASSOCIATES**

Practicing Company Secretaries

**CS MURTUZA MANDOR**

(CS, M.com, LLB, DLP)

## Consolidated Scrutinizer's Report

[Pursuant to Section 108 and 109 of the Companies Act, 2013 and Rule 20(xi) and 21(2) of Companies (Management and Administration) Rules, 2014]

To,  
The Chairman,  
Extra Ordinary General Meeting of the Equity Shareholders of  
**DEV INFORMATION TECHNOLOGY LIMITED**  
Held on 19<sup>th</sup> July, 2023 at 09:00 A.M  
At 14, Aaryans Corporate Park  
Nr. Shilaj Railway Crossing, Thaltej  
Ahmedabad GJ 380059 IN

**Consolidated Scrutinizer's Report on Remote E-voting including Ballot Paper facility available to the members participated at the Extra Ordinary General Meeting ("EGM") in respect of the resolutions (businesses) contained in the Notice dated 22<sup>nd</sup> June, 2023.**

Dear Sir,

I, Murtuza Kaizar Mandorwala, Practicing Company Secretary, having office at B-503, Sivanta One - The Business Park, Pritamnagar Cross Road, Near V.S Hospital, Ellisbridge, Ahmadabad - 380006, appointed as Scrutinizer for the purpose of the Voting through Remote E-voting and for the purpose of the Ballot Paper taken on the below mentioned resolution(s), at Extra Ordinary General Meeting of the Equity Shareholders of Dev Information Technology Limited (The Company) held on Wednesday, 19<sup>th</sup> July, 2023 at 09:00 A.M at Block-14 Aaryans Corporate Park, Nr. Shilaj Railway Crossing, Thaltej, Ahmedabad-380059, Gujarat, India

The Management of the Company is responsible to ensure compliance with the requirements of the relevant provisions of (i) The Companies Act, 2013 and the Rules made thereunder; (ii) The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and (iii) Secretarial Standard-2 on General Meetings issued by the Institute of Company secretaries of India, relating to the Remote E-voting and for the purpose of the Ballot Paper used by the members participated in the EGM. My responsibilities as a Scrutinizer is restricted to give a consolidated report on the Votes cast by the members for the resolutions (Businesses) contained in the Notice dated 22<sup>nd</sup> June, 2023, and through ballot at the EGM held on Wednesday, 19<sup>th</sup> July, 2023 at 09:00 A.M.

B-503, Sivanta One, Pritamnagar Char Rasta,  
Ellisbridge, Ahmedabad.-380006

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1. The members who had not cast their votes through remote e-voting were provided facility to cast their vote through Ballot paper till 15 minutes after completion of the Extra Ordinary General Meeting
2. The locked ballot box was subsequently opened in my presence and Ballot Paper papers were diligently scrutinized. The Ballot Paper papers were reconciled with the records maintained by the Company/Register and Transfer Agent of the Company and the authorizations/proxies lodged with the Company.
3. The Ballot Paper papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
4. The company had appointed National Securities Depository Ltd ("NSDL") as the Agency for providing e-voting facility to the shareholders.
5. The Remote e-voting period remained open from Sunday, the 16<sup>th</sup> July, 2023 at 09:00 A.M. to Tuesday, the 18<sup>th</sup> July, 2023 at 05:00 P.M.
6. The shareholders holding shares as on the "cut off" date i.e. Wednesday, the 12<sup>th</sup> July, 2023 were entitled to vote on the proposed resolutions (Items No. 1 to 2 as set out in the Notice of the Extra Ordinary General Meeting of Dev Information Technology Limited)
7. The votes were unblocked on 19<sup>th</sup> July, 2023 around 11:30 A.M in the presence of two witnesses Mr. Aditya Parekh and Mr. Gaurang Shelke who are not in the employment of the Company.
8. The result of the scrutiny of voting by Ballot Paper and voting by electronic means, in respect of resolutions (businesses) contained in notice dated 22<sup>nd</sup> June, 2023 is as under

**A) Resolution No. 1 - (Ordinary Resolution):**

**Increase in Authorised Share Capital of the Company and Alteration of Capital Clause of Memorandum of Association of the Company:**

|   |          |
|---|----------|
| Resolution (1)  |          |
| Resolution required: (Ordinary / Special)   | Ordinary |
| Whether promoter/promoter group are interested in the agenda/resolution? (Refer Note 1) | No       |





**MURTUZA MANDORWALA  
& ASSOCIATES**

Practicing Company Secretaries

**CS MURTUZA MANDOR**

(CS, M.com, LLB, DLP)

| Category                           | Mode of voting | No. of shares held | No. of votes Ballot Papered  | % of Votes Ballot Papered on outstanding shares | No. of votes – in favor | No. of votes – against | % of votes in favour      | % of Votes against        |
|------------------------------------|----------------|--------------------|--|---|-------------------------|------------------------|---------------------------|---------------------------|
|                                    |                | (1)                | (2)  | (3)=<br>[(2)/(1)]<br>*100                       | (4)                     | (5)                    | (6)=<br>[(4)/(2)]<br>*100 | (7)=<br>[(5)/(2)]<br>*100 |
| Promoter and Promoter Group        | E-Voting       | 14935980           | 14498600   | 97.07   | 14498600                | 0                      | 100.00                    | 0.00                      |
|                                    | Ballot Paper   |                    | 0  | 0.00  | 0                       | 0                      | 0.00                      | 0.00                      |
|                                    | Postal Ballot  |                    | 0  | 0.00  | 0                       | 0                      | 0.00                      | 0.00                      |
|                                    | Total          |                    | 14498600   | 97.07   | 14498600                | 0                      | 100.00                    | 0.00                      |
| Public-Institutions                | E-Voting       | 0                  | 0  | 0.00  | 0                       | 0                      | 0.00                      | 0.00                      |
|                                    | Ballot Paper   |                    | 0  | 0.00  | 0                       | 0                      | 0.00                      | 0.00                      |
|                                    | Postal Ballot  |                    | 0  | 0.00  | 0                       | 0                      | 0.00                      | 0.00                      |
|                                    | Total          |                    | 0  | 0.00  | 0                       | 0                      | 0.00                      | 0.00                      |
| Public-Non Institutions            | E-Voting       | 7182480            | 1575068  | 21.93   | 1573996                 | 1072                   | 99.93                     | 0.07                      |
|                                    | Ballot Paper   |                    | 0  | 0.00  | 0                       | 0                      | 0.00                      | 0.00                      |
|                                    | Postal Ballot  |                    | 0  | 0.00  | 0                       | 0                      | 0.00                      | 0.00                      |
|                                    | Total          |                    | 1575068  | 21.93   | 1573996                 | 1072                   | 99.93                     | 0.07                      |
| Grand Total                        |                | 22118460           | 16073668   | 72.67   | 16072596                | 1072                   | 99.99                     | 0.01                      |
| Whether resolution is Pass or Not. |                |                    |  |   |                         |                        | Yes                       |                           |
| Disclosure of notes on resolution  |                |                    | Note: 1 - This resolution is passed as an Ordinary resolution as votes cast by shareholders other than promoters in favor of the proposal are more than 2 times the number of votes cast by "Shareholders other than promoter shareholders against the proposal. |   |                         |                        |                           |                           |





**B) Resolution No. 2 - (Ordinary Resolution):**

**Issue of Equity Shares on a preferential basis to the person belonging to the Non-Promoter Category:**

| Resolution (2)  |                |                    |                             |   |                         |                        |                           |                           |
|---|----------------|--------------------|-----------------------------|---|-------------------------|------------------------|---------------------------|---------------------------|
| Resolution required: (Ordinary / Special)   |                |                    |                             | Special   |                         |                        |                           |                           |
| Whether promoter/promoter group are interested in the agenda/resolution? (Refer Note 1) |                |                    |                             | No  |                         |                        |                           |                           |
| Category  | Mode of voting | No. of shares held | No. of votes Ballot Papered | % of Votes Ballot Papered on outstanding shares | No. of votes – in favor | No. of votes – against | % of votes in favour      | % of Votes against        |
|   |                | (1)                | (2)                         | (3)=<br>[(2)/(1)]<br>*100                       | (4)                     | (5)                    | (6)=<br>[(4)/(2)]<br>*100 | (7)=<br>[(5)/(2)]<br>*100 |
| Promoter and Promoter Group   | E-Voting       |                    | 1449860                     | 97.07   | 14498600                | 0                      | 100.00                    | 0.00                      |
|   | Ballot Paper   | 1493598            | 0                           | 0.00  | 0                       | 0                      | 0.00                      | 0.00                      |
|   | Postal Ballot  |                    | 0                           | 0.00  | 0                       | 0                      | 0.00                      | 0.00                      |
|   | Total          | 1493598            | 1449860                     | 97.07   | 14498600                | 0                      | 100.00                    | 0.00                      |
| Public-Institutions   | E-Voting       |                    | 0                           | 0.00  | 0                       | 0                      | 0.00                      | 0.00                      |
|   | Ballot Paper   | 0                  | 0                           | 0.00  | 0                       | 0                      | 0.00                      | 0.00                      |
|   | Postal Ballot  |                    | 0                           | 0.00  | 0                       | 0                      | 0.00                      | 0.00                      |
|   | Total          | 0                  | 0                           | 0.00  | 0                       | 0                      | 0.00                      | 0.00                      |
| Public-Non Institutions   | E-Voting       |                    | 1575068                     | 21.93   | 1573996                 | 1072                   | 99.93                     | 0.07                      |
|   | Ballot Paper   | 7182480            | 0                           | 0.00  | 0                       | 0                      | 0.00                      | 0.00                      |
|   | Postal Ballot  |                    | 0                           | 0.00  | 0                       | 0                      | 0.00                      | 0.00                      |
|   | Total          | 7182480            | 1575068                     | 21.93   | 1573996                 | 1072                   | 99.93                     | 0.07                      |
| Grand Total   |                | 2211846            | 1607366                     | 72.67   | 16072596                | 1072                   | 99.99                     | 0.01                      |





**MURTUZA MANDORWALA  
& ASSOCIATES**

Practicing Company Secretaries

**CS MURTUZA MANDOR**

(CS, M.com, LLB, DLP)

|                                    |  |   |  |  |  |     |
|------------------------------------|--|---|--|--|--|-----|
|                                    | 0  | 8 |  |  |  |     |
| Whether resolution is Pass or Not. |  |   |  |  |  | Yes |
| Disclosure of notes on resolution  | Note: 1 - This resolution is passed as a Special resolution as votes cast by shareholders other than promoters in favor of the proposal are more than 2 times the number of votes cast by "Shareholders other than promoter shareholders against the proposal. |   |  |  |  |     |

9. The Register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Extra Ordinary General Meeting and the same will be handed over to the Company Secretary for safe keeping.
10. The Ballot Paper papers and all other relevant records were sealed and handed over to the Company Secretary authorize by the Board for safe keeping

Thanking you,

Yours faithfully,

**For, Murtuza Mandorwala & Associates  
Practicing Company Secretary**

CS Murtuza Mandorwala  
M. NO : F10745  
C. P. NO : 14284

PLACE : Ahmedabad  
DATE : 19th July, 2023  
UDIN : F010745E000639043  
P. R No : 1615/2021

**Counter Signed by**

**CS Krisa Patel**  
Compliance Officer & Company Secretary  
**Dev Information Technology Limited**

B-503, Sivanta One, Pritamnagar Char Rasta,  
Ellisbridge, Ahmedabad.-380006

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