



Newgen Software Technologies Limited

CIN: L72200DL1992PLC049074, Registered Office: E-44/13, Okhla Phase II, New Delhi 110020, India
Tel: +91 11 46533200, 26384060, 26384146 Fax: +91 11 26383963

Date: 10th September 2024

To, BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400001	To, National Stock Exchange of India Limited Exchange Plaza, Plot No. C/1, G Block, Bandra- Kurla Complex Bandra (E), Mumbai – 400051
Ref.: Newgen Software Technologies Limited (NEWGEN/INE619B01017) Scrip Code – 540900	Ref.: Newgen Software Technologies Limited (NEWGEN/INE619B01017)

Sub.: Outcome of Postal Ballot results under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir/Ma'am,

Further to our Postal Ballot Notice dated 30th July 2024, this is to inform that the Company had provided the facility of E-voting to its Members for seeking their approval for the following matter through Postal Ballot Notice:

1. Appointment of Mr. Sudhir Kumar Sethi (Din: 00058105) as a Non-Executive Independent Director of the Company
 - The record date/cut-off date: Friday, 02nd August 2024
 - Total no. of Members as on record date: 1,13,946

In terms of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, We would like to inform you that the resolutions as mentioned in the Postal Ballot Notice have been passed by the Members on 09th September 2024 with requisite majority through E-voting.

Please find enclosed herewith the Scrutinizer's Report dated 10th September 2024 and same will also be available on the website of the Company at <https://newgensoft.com>.

This is for your information and records.

Thanking you,

For Newgen Software Technologies Limited

Aman Mourya
Company Secretary

Encl.: a/a



DPV & ASSOCIATES LLP

COMPANY SECRETARIES, LLPIN: AAV-8350

Reg. Off: 1A/1, Second Floor, Geeta Colony, Delhi-110031 /

Corporate Off.: B-285, First Floor, Green Fields, Sector-43, Faridabad-121010

E-mail: dpv@dpvassociates.com / devesh@dpvassociates.com

SCRUTINIZER'S REPORT ON POSTAL BALLOT (THROUGH REMOTE E-VOTING)

[Pursuant to Section 108 read with 110 of the Companies Act, 2013 (the "Act") read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 (the "Rules") as amended from time to time]

To,
The Chairman
Newgen Software Technologies Limited
(CIN: L72200DL1992PLC049074)
E-44/13 Okhla Phase II,
New Delhi -110020

Dear Sir,

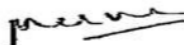
I, **Devesh Kumar Vasisht**, Managing Partner of M/s DPV & Associates LLP, Company Secretaries, having office at 1A/1, Second Floor, Geeta Colony, New Delhi-110031, was appointed as Scrutinizer by the Board of Directors of **Newgen Software Technologies Limited** ("the Company") on July 30, 2024, for the purpose of scrutinizing Postal Ballot process in a fair and transparent manner under the provisions of Sections 108 and 110 of the Companies Act, 2013 (the "Act") and rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("Rules") read with the Rules and read with General Circular Nos. 14/2020, 17/2020, 20/2020, 02/2021, 21/2021, 10/2022 and 9/2023 issued by the Ministry of Corporate Affairs on April 08, 2020, April 13, 2020, may 05, 2020, January 13, 2021 and December 14, 2021, December 28, 2022 and September 25, 2023 respectively ("MCA Circulars"), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') read with SEBI Circular No. 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 dated May 13, 2022, SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 05, 2023 and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023 ('SEBI Circulars'), Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India and other applicable laws and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) in respect of the resolution mentioned in Postal Ballot Notice dated July 30, 2024 ("Postal Ballot Notice").

I submit my report as under:

1. The Management of the Company is responsible to ensure the compliance with the requirements of (i) the Act and the Rules made thereunder and (ii) the MCA Circulars; (iii) SEBI Circulars and (iv) the Listing Regulations related to e-voting in respect of the resolution contained in the Postal Ballot Notice dated July 30, 2024 and the dispatch of Postal Ballot Notice to the shareholders and also to ensure a secured framework for e-voting.
2. My responsibility as Scrutinizer is restricted to make a consolidated scrutinizer's report of the votes cast in 'Favour' or 'Against' the resolution contained in the Postal Ballot Notice, based on

the report generated from the e-voting platform provided by KFin Technologies Limited ("KFintech").

3. The Company has published an advertisement on August 10, 2024 regarding service of Postal Ballot Notice to eligible members in "Financial Express" in English Language and "Jansatta" in Regional-Hindi Language as per Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014.
4. The remote e-voting period commenced on Sunday, August 11, 2024 at 9:00 A.M. (IST) and ended on Monday, September 9, 2024 at 5:00 P.M. (IST) via e-voting platform provided by KFintech on its designated website i.e. <https://evoting.kfintech.com/>.
5. The Members of the Company as on the "Cut-off Date" i.e. Friday, August 2, 2024 were entitled to avail the facility of remote e-voting on the proposed resolution as set out in Postal Ballot Notice.
6. The remote e-voting was unblocked on September 9, 2024 after 05:00 P.M. in the presence of two witnesses i.e. Mr. Mukesh Sharma and Mr. Parveen Kumar, who are not in the employment of the Company and have signed below in confirmation of the same:


Mukesh Sharma


Parveen Kumar

7. Thereafter, the data of remote e-voting was diligently scrutinized and reconciled with the register of members of the Company as on cut-off date as maintained by KFin Technologies Limited, RTA of the Company. Detailed registers are maintained containing the summary of results of remote e-voting.
8. As on cut-off date, the total paid up Equity Share Capital of the Company was Rs. 1,40,29,18,020 (One Hundred Forty Crore Twenty-Nine Lakh, Eighteen Thousand and Twenty only) divided into 14,02,91,802 (Fourteen Crore Two Lakh Ninety-One Thousand Eight Hundred and Two) Equity Shares of Rs. 10/- (Rupees Ten Only) each.
9. The result of the remote e-voting in respect of the resolution contained in the Postal Ballot Notice is as under:

Resolution No. 1 Appointment of Mr. Sudhir Kumar Sethi (Din: 00058105) as a Non-Executive Independent Director of the Company

Special Resolution				
Particulars	Number of Valid Votes			Percentage
	Remote e-voting	Postal Ballot	Total	
Assent	11,34,88,228	-	11,34,88,228	99.6768
Dissent	3,67,952	-	3,67,952	0.3232
Total	11,38,56,180	-	11,38,56,180	100

Therefore, the above-mentioned Resolution has been approved with requisite majority and further details of e-votes are given in 'Annexure A'.

10. Based on the aforesaid results, the resolution as mentioned above is deemed to have been passed on September 9, 2024 being the last date of remote e-voting for the Members of the Company.
11. The register containing the details of e-voting will be handed over to the Chairperson of the Company, for preserving safely after the Chairperson considers, approves and signs the minutes of the Postal Ballot.

Thanking You,

For DPV & Associates LLP
Company Secretaries
Firm Reg. No.: L2021DE009500
Peer Review Certificate No. 2792/2022

Devesh Kumar Vasisht

Devesh Kumar Vasisht
Managing Partner
CP No.: 13700 / Mem. No. F8488
UDIN: F008488F001186654

Date: September 10, 2024
Place: New Delhi



Countersigned by
Authorised Signatory

Aman Mourya
Company Secretary
Date: September 10, 2024
Place: New Delhi

Detailed summary of the voting through e-voting for Resolution No.-1 is given herein below:

VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of Voters	No. of Equity Shares	Paid-up value of Equity Shares in ₹
a) Total votes received	873	11,38,56,180	1,13,85,61,800
b) Less: Invalid votes	-	-	-
c) Net Valid votes cast	873	11,38,56,180	1,13,85,61,800
d) Votes with assent for the resolution	839*	11,34,88,228	1,13,48,82,280
e) Votes with dissent for the resolution	34*	3,67,952	36,79,520

* Two shareholders voted partly in favour and partly against the resolution.