

To

Date: 30.09.2024

BSE Limited,
P.J. Towers, Dalal Street,
Mumbai – 400001.

Dear Sir/ Madam,

Sub: Disclosure under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Unit: Decipher Labs Limited (Scrip Code: 524752)

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the voting results along with the Scrutinizer report for the business transacted at the 38th Annual General Meeting of the members of the Company held on Monday, the September 30, 2024 at 11:00 a.m. (IST) through Video Conference / Other Audio-Visual means.

Based on the Scrutinizer report from M/s S. S. Reddy & Associates, Practicing Company Secretaries, as annexed herewith, we confirm that all resolutions as set out in the Notice of the said AGM have been duly approved by the members with requisite majority.

The voting results along with the Scrutinizer report is also made available on the website of the Company.

This is for your information and records of the Exchange.

Thanking you.

Yours sincerely,
For Decipher Labs Limited



Siva Kumar Reddy Chappidi
Company Secretary and Compliance Officer

Encl: as above

General information about company	
Scrip code	524752
NSE Symbol	NOTLISTED
MSEI Symbol	NOTLISTED
ISIN	INE643N01012
Name of the company	Decipher Labs Limited
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	30-09-2024
Start time of the meeting	11:15 AM
End time of the meeting	11:50 AM

Scrutinizer Details	
Name of the Scrutinizer	S. Sarveswar Reddy
Firms Name	S. S. Reddy & Associates
Qualification	CS
Membership Number	12619
Date of Board Meeting in which appointed	14-08-2024
Date of Issuance of Report to the company	30-09-2024

Voting results	
Record date	23-09-2024
Total number of shareholders on record date	32883
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	1
b) Public	37
No. of resolution passed in the meeting	3
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, approve and adopt the Standalone and Consolidated Audited Balance Sheet as at 31st March 2024, the Statement of Profit & Loss and Cash Flow Statement for the year ended on that date together with the Notes attached thereto, along with the Reports of Auditors and Directors 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	1659075	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1659075	0	0	0	0	0	0
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	8440925	17583	0.2083	17583	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	8440925	17583	0.2083	17583	0	100	0
Total		10100000	17583	0.1741	17583	0	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?				No				
Description of resolution considered				To appoint a director in place of Mr. Sushant Mohan Lal (DIN: 01227151) who retires by rotation and being eligible, offers himself 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	1659075	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1659075	0	0	0	0	0
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	8440925	16583	0.1965	16583	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		8440925	16583	0.1965	16583	0	100
Total		10100000	16583	0.1642	16583	0	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(3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To Approve Related Party Transactions				
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	1659075	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1659075	0	0	0	0	0
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	8440925	16583	0.1965	16583	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		8440925	16583	0.1965	16583	0	100
Total		10100000	16583	0.1642	16583	0	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	

S.S. Reddy & Associates Practicing Company Secretaries

FORM NO. MGT-13

Report of Scrutinizer(s)

[Pursuant to section 108 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman
Decipher Labs Limited
A-2, Q2, Sth Floor, Cyber Towers,
Hitech City, Madhapur, Hyderabad,
Shaikpet, Telangana, India, 500081

Dear Sir/Madam,

Subject: 38th Annual General Meeting of Equity Shareholders of the Company held on Monday, 30.09.2024 at 11.00 a.m. (IST) through video conference (VC) /Other Audio-Visual Means (OAVM).

Unit: Decipher Labs Limited (Scrip code: 524752)

We S.S Reddy & Associates were appointed as Scrutinizer pursuant to section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the purpose of:

- (i) Scrutinizing the remote e-voting process under the provisions of Section 108 of Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- (ii) Voting through electronic voting system (“Insta poll”) at the AGM.

The management of the Company is responsible to ensure compliance with the requirement of the Companies Act, 2013, Rules and circulars issued by MCA and SEBI relating to conducting of AGM through VC/OAVM and voting by electronic means for the resolutions contained in the Notice of 38th Annual General Meeting of the Equity Shareholders dated 14.08.2024. Our responsibility as a Scrutinizer for the voting process of voting by electronic means is restricted to making a Consolidated Scrutinizer’s Report of the votes cast “in favor” and/or “against” the resolution stated in the notice of the AGM, based on the report generated from e-voting system provided by NSDL, the Agency Authorized under the Rules and engaged by the Company to provide remote e-voting facilities and e-voting facilities to vote at the AGM (“Insta poll”).

S.S. Reddy & Associates Practicing Company Secretaries

We submit our report as under:

1. The remote E-Voting period remained open from 9.00 a.m. Friday, September 27, 2024 up to 5.00 p.m. Sunday, September 29, 2024.
2. The Annual Report, the Notice of Annual General Meeting and the e-voting instructions slip were sent only by the electronic mode (e-mail) to those members whose email addresses were registered with the Company / Depository Participants / Depositories pursuant to General Circular No. 02/2021 read with General Circular Nos. 14/2020, 17/2020, 20/2020, 10/2021 and 03/2022 issued by Ministry of Corporate Affairs and Circular dated 13th May, 2022 read with Circular dated 12th May, 2020 and 15th January, 2021 issued by the Securities and Exchange Board of India (collectively referred to as “Circulars”).
3. The voting rights were reckoned as on Monday, September 23, 2024 being the Cut-off date for the purpose of deciding the entitlements of members at the remote e-voting.
4. After the conclusion of the Annual General Meeting, the votes cast through remote e-voting were unblocked on September 30, 2024 in the presence of two witnesses.
5. After declaration of voting by the Chairman, the shareholders present at the AGM through VC voted through e-voting facility provided by NSDL.
6. As per the information given by the RTA the names of the shareholders who had voted by remote e-voting through the facility provided by NSDL had been blocked and only those members who were present at the AGM through VC and who had not voted on remote e voting were allowed to cast their votes through e-voting system during the AGM.
7. Based on the data provided by NSDL e-voting system, the total votes cast in favour or against all the resolutions proposed in the Notice of the AGM are as under:



S.S. Reddy & Associates

Practicing Company Secretaries

Resolution No. 1: Ordinary Resolution

To receive, consider and adopt the Audited Balance Sheet as at March 31st, 2024, the Statement of Profit & Loss and Cash Flow Statement (including the consolidated financial statements) for the year ended on that date together with the Notes attached thereto, along with the Reports of Auditors and Directors thereon;

(i) Voted in favour of the resolution:

Mode of Voting	Number of Members voted	Number of Votes cast in favour of the resolution	% of Total number of Valid Votes cast
Remote E- Voting	80	17,333	98.58
Electronic voting (e-voting at the AGM)	1	250	1.42
Total	81	17,583	100

(ii) Voted against the resolution:

Mode of Voting	Number of Members voted	Number of Votes cast against the resolution	% of Total number of Valid Votes cast
Remote E- Voting	-	-	-
Electronic voting (e-voting at the AGM)	-	-	-
Total	-	-	-

(iii) Invalid Votes:

Mode of Voting	Total number of members (In person or by Proxy) whose votes were declared invalid	Total Number of Votes cast by them
Remote E- Voting	-	-
Electronic voting (e-voting at the EGM)	-	-
Total	-	-

The above Ordinary Resolution as contained in the notice of the Annual General Meeting of the Company for the financial year 2024-25 has been passed with the requisite majority.

S.S. Reddy & Associates Practicing Company Secretaries

Resolution No. 2: Ordinary Resolution

To appoint a director in place of Mr. Sushant Mohan Lal (DIN: 01227151) who retires by rotation and being eligible, offers himself for re-appointment.

(i) Voted in favour of the resolution:

Mode of Voting	Number of Members voted	Number of Votes cast in favour of the resolution	% of Total number of Valid Votes cast
Remote E- Voting	79	16,333	98.58
Electronic voting e-voting at the AGM)	1	250	1.42
Total	80	16,583	100

(ii) Voted against the resolution:

Mode of Voting	Number of Members voted	Number of Votes cast against the resolution	% of Total number of Valid Votes cast
Remote E- Voting	-	-	-
Electronic voting (e-voting at the AGM)	-	-	-
Total	-	-	-

(iii) Invalid Votes:

Mode of Voting	Total number of members (In person or by Proxy) whose votes were declared invalid	Total Number of Votes cast by them
Remote E- Voting	-	-
Electronic voting (e-voting at the EGM)	-	-
Total	-	-

The above Ordinary Resolution as contained in the notice of the Annual General Meeting of the Company for the financial year 2024-25 has been passed with the requisite majority.

S.S. Reddy & Associates **Practicing Company Secretaries**

Resolution No. 3: Ordinary Resolution

To Approve Related Party Transactions

(i) Voted in favour of the resolution:

Mode of Voting	Number of Members voted	Number of Votes cast in favour of the resolution	% of Total number of Valid Votes cast
Remote E-Voting	79	16,333	98.58
Electronic voting (e-voting at the AGM)	1	250	1.42
Total	80	16,583	100

(ii) Voted against the resolution:

Mode of Voting	Number of Members voted	Number of Votes cast against the resolution	% of Total number of Valid Votes cast
Remote E-Voting	-	-	-
Electronic voting (e-voting at the AGM)	-	-	-
Total	-	-	-

(iii) Invalid Votes:

Mode of Voting	Total number of members (In person or by Proxy) whose votes were declared invalid	Total Number of Votes cast by them
Remote E- Voting	-	-
Electronic voting (e-voting at the EGM)	-	-
Total	-	-

The above Ordinary Resolution as contained in the notice of the Annual General Meeting of the Company for the financial year 2024-25 has been passed with the requisite majority.



S.S. Reddy & Associates

Practicing Company Secretaries

8. A list of Equity Shareholders who voted “FOR” and “AGAINST” the resolutions (Both through Remote E-Voting and E-Voting at the AGM) has been handed over to the Company.
9. The electronic data and all other relevant records relating to the e-voting shall remain in our safe custody and shall be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and sign the Minutes of the aforesaid Annual General Meeting.

**For S.S. Reddy & Associates
Practicing Company Secretaries**

**Place: Hyderabad
Date: 30.09.2024**

**S. Sarveswar Reddy
M. No. 12619; C.P. No: 7478
UDIN:F012619F001386200
Peer review Cer. No. 1450/2021**