

Date: 10.09.2025

To, BSE LIMITED Phiroze Jeejeebhoy Towers Dalal Street ,Mumbai – 400001 Tel:022-22721233/34 Fax: 022-22722131/2037/2061/41 Email: corp.relations@bseindia.com corp.compliance@bseindia.com Scrip Code: 532172	To, The National Stock Exchange Limited, Exchange Plaza, BandraKurla Complex, Bandra (East), Mumbai: 400051 Tel: 022-26598235/36/452 Fax: 022-26598237/38 Email: cmlist@nse.co.in Scrip Code: ADROITINFO
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Dear Sir/Madam,

Sub: Regulation 30 and Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")–Voting Results.

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we write to inform you that the members of the Company have approved all the resolutions bearing item no. 1 to 15 contained in the Notice of 35th Annual General Meeting of the Company with requisite majority.

The Company had appointed Ms, Sarada Putcha Practising Company Secretary to act as the Scrutinizer for remote e-voting and e-voting at the AGM. The Scrutinizer has submitted his report on 09th September, 2025.

In this connection, we hereby enclose the consolidated results of the remote e-voting and e-voting at the meeting in the format prescribed together with the Scrutinizer's Report.

On the basis of the report received from the Scrutinizer, the Company has declared that the Resolutions set out in the notice of 35th AGM were passed with requisite majority in favour of the Resolutions. Request you to kindly take the same on record.

Thanking You,

for Adroit Infotech Limited


Piyush Prajapati
Company Secretary &
Compliance officer



Encl: As Above



P. SARADA COMPANY SECRETARIES

P. SARADA

M.Com., LL.B., A.C.S

8-3-168/B/10, Siddhartha Nagar (North)
ESI, Near A.G. Colony
Hyderabad - 500 038
Cell : 98483 02393
E- mail : sharadacs@gmail.com

To

The Chairman

35th Annual General Meeting

M/s. ADROIT INFOTECH LIMITED

Plot No. 7A, MLA Colony, Road No. 12, Banjara Hills, Hyderabad – 500034

Telangana

Dear Sir,

Sub: Scrutinizer's Report for Electronic Voting

REF: 35th Annual General Meeting

I, CS Putcha Sarada, Practicing Company Secretary, having office situated at 8-3-168/B/10, Siddhartha Nagar (North), E.S.I., Near A. G. Colony, Hyderabad – 500 038, have been appointed as Scrutinizer by the Board of Directors, ADROIT INFOTECH LIMITED (herein referred to as “the Company”) for the purpose of scrutinizing the e-voting process and ascertaining the majority under the provisions of Sec. 108 read with Rule 20 of the Companies (Management and Administration) Rules and other applicable provisions of the Companies Act, 2013.

The Company had appointed **Central Depository Services (India) Limited (CDSL)** as the service provider for extending the facility of electronic voting to the shareholders of the Company. **CDSL** is the Registrar of Share Transfer Agent for the Company. The Service provider has provided a system for recording the electronic votes of the shareholders on all the items of the business (Ordinary Business and Special Business) sought to be transacted in the 35th Annual General Meeting (AGM) of the Company. The Service Provider accordingly had set up e-voting facility on their website 'easiadmin@cdslindia.com'. The Company and the Service Provider, in order to facilitate its shareholders to cast their votes electronically has uploaded all the items of the business proposed to be transacted at the AGM.

As a Scrutinizer, my report is restricted to give a Scrutinizer's Report based on the reports and information provided by the Service Provider through e-voting.



I submit my report as under:

1. The e-voting period remained opened from 09.00 A.M. on 06th September, 2025 (Saturday) to 05.00 P.M. on the 08th September, 2025 (Monday).
2. The Shareholders as on 29th August 2025, the cut-off date are entitled to vote on the proposed resolutions contained in the notice of the Annual General Meeting.
3. Upon conclusion of the e-voting period, the votes were unblocked at 12.30 P.M. on 09th September, 2025 (Tuesday) in the presence of two witnesses Mr. Srinivas and Mrs. Sudha, who are not in employment of the Company.

Thereafter upon downloading/ receiving necessary information, the number of Shares voted 'in favour' or 'against' or "invalidated votes" were ascertained.

I now submit a Scrutinizer's Report as per Rule 20 (xii) of the Companies (Management and Administration) Rules, containing the following results for every resolution under **E-Voting**.

ORDINARY BUSINESS

RESOLUTION 1 – ORDINARY RESOLUTION:

To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2025 and the Reports of the Board of Directors and Auditors thereon; and in this regard, pass the following resolution as an Ordinary Resolution:

S No.	Particulars	Number of Members Voted	Number of Votes Cast by them	%of Total Number of Valid Votes Cast
i)	Votes in favour of the Resolution	80	26884731	99.99%
ii)	Votes in against of the Resolution	4	675	0.01%
	Total	84	26885406	100.00%
iii)	Invalid Votes	0	0	0
Result		PASSED WITH REQUISITE MAJORITY		



RESOLUTION 2 – ORDINARY RESOLUTION:

To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2025 and the Report of the Auditors thereon and in this regard, pass the following resolution as an Ordinary Resolution:

S No.	Particulars	Number of Members Voted	Number of Votes Cast by them	%of Total Number of Valid Votes Cast
i)	Votes in favour of the Resolution	80	26885120	99.99%
ii)	Votes in against of the Resolution	4	286	0.01%
	Total	84	26885406	100.00%
iii)	Invalid Votes	0	0	0
Result		PASSED WITH REQUISITE MAJORITY		

RESOLUTION 3 – ORDINARY RESOLUTION:

To re-appoint Mr. Sudhakaran Reddy Sunkerneni (DIN: 01436242), who retires by rotation as a Director at this Annual General Meeting and being eligible seeks re-appointment and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

S No.	Particulars	Number of Members Voted	Number of Votes Cast by them	%of Total Number of Valid Votes Cast
i)	Votes in favour of the Resolution	78	26884715	99.99%
ii)	Votes in against of the Resolution	6	691	0.01%
	Total	84	26885406	100.00%
iii)	Invalid Votes	0	0	0
Result		PASSED WITH REQUISITE MAJORITY		



SPECIAL BUSINESS:**RESOLUTION 4 – SPECIAL RESOLUTION:**

Appointment of Mr. Srinivas Ranganath Parankusam (DIN: 02042457) as an Independent Director of the Company:

S No.	Particulars	Number of Members Voted	Number of Votes Cast by them	%of Total Number of Valid Votes Cast
i)	Votes in favour of the Resolution	81	26885126	99.99%
ii)	Votes in against of the Resolution	3	280	0.01%
	Total	84	26885406	100.00%
iii)	Invalid Votes	0	0	0
Result		PASSED WITH REQUISITE MAJORITY		

RESOLUTION 5 – SPECIAL RESOLUTION:

Appointment of Mr. Raja Sekhar Reddy Venkata Jammula (DIN:11204525) as an Independent Director of the Company:

S No.	Particulars	Number of Members Voted	Number of Votes Cast by them	%of Total Number of Valid Votes Cast
i)	Votes in favour of the Resolution	81	26885126	99.99%
ii)	Votes in against of the Resolution	3	280	0.01%
	Total	84	26885406	100.00%
iii)	Invalid Votes	0	0	0
Result		PASSED WITH REQUISITE MAJORITY		



RESOLUTION 6 – SPECIAL RESOLUTION:

To consider and approve of remuneration drawn by director from subsidiary company(ies) under employment:

S No.	Particulars	Number of Members Voted	Number of Votes Cast by them	%of Total Number of Valid Votes Cast
i)	Votes in favour of the Resolution	76	26859715	99.90%
ii)	Votes in against of the Resolution	8	25691	0.10%
	Total	84	26885406	100.00%
iii)	Invalid Votes	0	0	0
Result		PASSED WITH REQUISITE MAJORITY		

RESOLUTION 7 – SPECIAL RESOLUTION:

To consider and approve the consequential matters related to the closure of the foreign subsidiary of the Company:

S No.	Particulars	Number of Members Voted	Number of Votes Cast by them	%of Total Number of Valid Votes Cast
i)	Votes in favour of the Resolution	81	26885126	99.99%
ii)	Votes in against of the Resolution	3	280	0.01%
	Total	84	26885406	100.00%
iii)	Invalid Votes	0	0	0
Result		PASSED WITH REQUISITE MAJORITY		



RESOLUTION 8 – SPECIAL RESOLUTION:

To consider approval of the consequent for Borrowing money(ies) for the purpose of business of the Company:

S No.	Particulars	Number of Members Voted	Number of Votes Cast by them	%of Total Number of Valid Votes Cast
i)	Votes in favour of the Resolution	78	26869725	99.94%
ii)	Votes in against of the Resolution	6	15681	0.06%
	Total	84	26885406	100.00%
iii)	Invalid Votes	0	0	0
Result		PASSED WITH REQUISITE MAJORITY		

RESOLUTION 9 – SPECIAL RESOLUTION:

To consider and approve under Section 180(1)(a) of the Companies Act, 2013 inter alia for creation of mortgage or charge on the assets, properties or undertaking(s) of the Company:

:

S No.	Particulars	Number of Members Voted	Number of Votes Cast by them	%of Total Number of Valid Votes Cast
i)	Votes in favour of the Resolution	79	26870120	99.94%
ii)	Votes in against of the Resolution	5	15286	0.06%
	Total	84	26885406	100.00%
iii)	Invalid Votes	0	0	0
Result		PASSED WITH REQUISITE MAJORITY		



RESOLUTION 10 – SPECIAL RESOLUTION:

Sell, Lease, Mortgage or otherwise disposed of whole or substantially whole of the undertaking of the Company

S No.	Particulars	Number of Members Voted	Number of Votes Cast by them	%of Total Number of Valid Votes Cast
i)	Votes in favour of the Resolution	78	26870115	99.94%
ii)	Votes in against of the Resolution	6	15291	0.06%
	Total	84	26885406	100.00%
iii)	Invalid Votes	0	0	0
Result		PASSED WITH REQUISITE MAJORITY		

RESOLUTION 11 – SPECIAL RESOLUTION:

To consider and approve the increase in threshold of loans/ guarantees, providing of securities and making of investments in securities under section 186 of the Companies Act, 2013:

S No.	Particulars	Number of Members Voted	Number of Votes Cast by them	%of Total Number of Valid Votes Cast
i)	Votes in favour of the Resolution	76	26860090	99.91%
ii)	Votes in against of the Resolution	8	25316	0.09%
	Total	84	26885406	100.00%
iii)	Invalid Votes	0	0	0
Result		PASSED WITH REQUISITE MAJORITY		



RESOLUTION 12 – SPECIAL RESOLUTION:

To consider and approve the Loan / Advance to Directors or Entities in which Directors are Interested u/s 185 of the Companies Act, 2013 and (also covered as Related Party Transaction under SEBI LODR Regulations):

S No.	Particulars	Number of Members Voted	Number of Votes Cast by them	%of Total Number of Valid Votes Cast
i)	Votes in favour of the Resolution	77	26859725	99.90%
ii)	Votes in against of the Resolution	7	25681	0.10%
	Total	84	26885406	100.00%
iii)	Invalid Votes	0	0	0
Result		PASSED WITH REQUISITE MAJORITY		

RESOLUTION 13 – SPECIAL RESOLUTION:

To consider and approve related party transactions:

S No.	Particulars	Number of Members Voted	Number of Votes Cast by them	%of Total Number of Valid Votes Cast
i)	Votes in favour of the Resolution	79	26884721	99.86%
ii)	Votes in against of the Resolution	5	685	0.14%
	Total	84	26885406	100.00%
iii)	Invalid Votes	0	0	0
Result		PASSED WITH REQUISITE MAJORITY		



RESOLUTION 14 – SPECIAL RESOLUTION:

Amendment/modification of Existing ESOP Scheme "AIL ESOP-2023 to Include Employees of Subsidiary Company(ies):

S No.	Particulars	Number of Members Voted	Number of Votes Cast by them	%of Total Number of Valid Votes Cast
i)	Votes in favour of the Resolution	78	26860116	99.91%
ii)	Votes in against of the Resolution	6	25290	0.09%
	Total	84	26885406	100.00%
iii)	Invalid Votes	0	0	0
Result		PASSED WITH REQUISITE MAJORITY		

RESOLUTION 15 – SPECIAL RESOLUTION:

Approval of Amended/Modified ESOP Scheme Name "AIL ESOP-2023":

S No.	Particulars	Number of Members Voted	Number of Votes Cast by them	%of Total Number of Valid Votes Cast
i)	Votes in favour of the Resolution	79	26875116	99.96%
ii)	Votes in against of the Resolution	5	10290	0.04%
	Total	84	26885406	100.00%
iii)	Invalid Votes	0	0	0
Result		PASSED WITH REQUISITE MAJORITY		

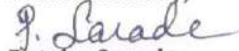


1 to 15 resolutions were passed under e-voting are with requisite majority.

I hereby confirm that I am maintaining the Registers received from the Service Provider electronically, in respect of the votes cast through e-voting by the Shareholders of the Company. The register and all other papers, records shall remain in my safe custody until the Chairman considers, approves and signs the minutes and thereafter return the same to the Company.

Thanking you,

Yours faithfully,



Putcha Sarada

Practising Company Secretary

C. P. 8735

ACS 21717

Dated: 09.09.2025

Place: Hyderabad



UDIN: A021717G001208276



PUTCHA SARADA
PRACTISING COMPANY SECRETARY
M. No. : 21717
C. P. No. : 8735



P. SARADA

COMPANY SECRETARIES

P. SARADA
M.Com., LL.B., A.C.S

8-3-168/B/10, Siddhartha Nagar (North)
ESI, Near A.G. Colony
Hyderabad - 500 038
Cell : 98483 02393
E- mail : sharadacs@gmail.com

REPORT OF SCRUTINIZER

(Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 (4) (xii) of the Companies
(Management and Administration) Rule, 2014)

To,

The Chairman

35th Annual General Meeting of

M/s. ADROIT INFOTECH LIMITED

Plot No. 7A, MLA Colony, Road No. 12, Banjara Hills, Hyderabad – 500034

Telangana

Sub: 35th Annual General Meeting of Equity Shareholders of the Company held on Tuesday, the 09th Day of September, 2025 9.00 a. m (IST) through Video Conferencing (VC) / Other Audio Visual Means (OAVM).

Dear Sir,

I, Sarada Putcha, Practicing Company Secretary (Proprietor Sarada Company Secretaries) having office at 8-3-168/B/10, Plot No. 10, Siddhartha Nagar (North), E.S.I., Near A. G. Colony, Hyderabad - 500038, appointed as the Scrutinizer by the Board of Directors of **M/s. ADROIT INFOTECH LIMITED** ("The Company") for the purpose of scrutinizing e-voting process (remote- e-voting) and voting during the annual general meeting pursuant to section 108 of the Companies Act, 2013, read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 and (Amendment Rules, 2015) in respect of the below resolutions proposed at the 35th Annual General Meeting of the Equity Shareholders of the Company held on Tuesday, the 09th day of September, 2025 09.00 a.m. through VC, submit my report as under:

1. The compliance with the provisions of Companies Act, 2013 and the Rules made there under relating to voting through electronic means (by remote e-voting) and electronic voting (e-voting) at the AGM by shareholders on the resolutions proposed in the Notice of the 35th Annual General Meeting of the company responsibility of the management. My responsibility as a scrutinsier is to ensure that the voting process means (by remote e-voting) and by electronic voting (e-voting) at



the AGM are conducted in a fair and transparent manner and render consolidated Scrutinizer's Report of the total votes cast in favour or against if any, to the Chairman on the resolutions.

2. The e-voting facility both for e-voting prior to the AGM (remote e-voting) and voting at the AGM.
3. In accordance with the Notice of the 35th Annual General Meeting sent to the shareholders and the 'Advertisement' published pursuant to Rule 20 (4) (v) of the Companies (Management and Administration) Rules 2014, (Amendment Rules 2015) on August 16, 2025 the remote e-voting opened at 09.00 a.m. on September 06, 2025 and remained open up to 05.00 p.m. on September 08, 2025.
4. After declaration of voting by the Chairman, the shareholders present at the AGM through VC voted on the resolutions proposed in the AGM.
5. The equity shareholders holding shares as on August 29, 2025, "cut-off date", were entitled to vote on the resolutions stated in the Notice of the 35th Annual General Meeting of the Company.
6. As per the information given by the Company the names of the shareholders who had voted by remote e-voting through the facility provided by Central Depository Services (India) Limited (CDSL) 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 during the AGM.
7. After closure of voting at the AGM, the votes cast at the AGM and through remote e-voting prior to the date of AGM were unblocked and downloaded from the e-voting website of CDSL at easiadmin@cdslindia.com in the presence of two witnesses, who are not in the employment of the company. The e-voting data/results downloaded from the e-voting system of CDSL were scrutinized and reviewed, the votes were counted, and the results were prepared.
8. The total votes cast in favour or against all the resolutions proposed in the Notice of the AGM are as under:

Ordinary Business:

Resolution-1: Ordinary Resolution:

To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2025 and the Reports of the Board of Directors and Auditors thereon; and in this regard, pass the following resolution as an Ordinary Resolution:



i) Voted in favour of the resolution

Voting at AGM	Number of members voted	Number of votes cast by them in terms of equity shares	% of total number of valid votes cast
Voting at AGM	0	0	0.00%
Total	0	0	0.00%

ii) Voted against the resolution

Voting at AGM	Number of members voted	Number of votes cast by them in terms of equity shares	% of total number of valid votes cast
Voting at AGM	0	0	0.00
Total	0	0	0.00

iii) Invalid Votes

Total number of members whose votes were declared invalid	Total number of votes cast by them in terms of equity shares
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Resolution-2: Ordinary Resolution

To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2025 and the Report of the Auditors thereon and in this regard, pass the following resolution as an Ordinary Resolution:

i) Voted in favour of the resolution

Voting at AGM	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Voting at AGM	0	0	0.00%
Total	0	0	0.00%

ii) Voted against the resolution

Voting at AGM	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Voting at AGM	0	0	0.00
Total	0	0	0.00

iii) Invalid Votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
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RESOLUTION 3 – ORDINARY RESOLUTION:

To re-appoint Mr. Sudhakiran Reddy Sunkerneni (DIN: 01436242), who retires by rotation as a Director at this Annual General Meeting and being eligible seeks re-appointment and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

i) Voted **in favour** of the resolution

Voting at AGM	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Voting at AGM	0	0	0.00%
Total	0	0	0.00%

ii) Voted **against** the resolution

Voting at AGM	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Voting at AGM	0	0	0.00
Total	0	0	0.00

iii) Invalid Votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
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SPECIAL BUSINESS:**RESOLUTION 4 – SPECIAL RESOLUTION:**

Appointment of Mr. Srinivas Ranganath Parankusam (DIN: 02042457) as an Independent Director of the Company:

i) Voted **in favour** of the resolution

Voting at AGM	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Voting at AGM	0	0	0.00%
Total	0	0	0.00%

ii) Voted **against** the resolution

Voting at AGM	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Voting at AGM	0	0	0.00
Total	0	0	0.00

iii) Invalid Votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
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RESOLUTION 5 – SPECIAL RESOLUTION:

Appointment of Mr. Raja Sekhar Reddy Venkata Jammula (DIN:11204525) as an Independent Director of the Company:

i) Voted **in favour** of the resolution

Voting at AGM	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Voting at AGM	0	0	0.00%
Total	0	0	0.00%

ii) Voted **against** the resolution

Voting at AGM	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Voting at AGM	0	0	0.00
Total	0	0	0.00

iii) **Invalid Votes**

Total number of members whose votes were declared invalid	Total number of votes cast by them
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RESOLUTION 6 – SPECIAL RESOLUTION:

To consider and approve of remuneration drawn by director from subsidiary company(ies) under employment:

i) Voted **in favour** of the resolution

Voting at AGM	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Voting at AGM	0	0	0.00%
Total	0	0	0.00%

ii) Voted **against** the resolution

Voting at AGM	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Voting at AGM	0	0	0.00
Total	0	0	0.00

iii) **Invalid Votes**

Total number of members whose votes were declared invalid	Total number of votes cast by them
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RESOLUTION 7 – SPECIAL RESOLUTION:

To consider and approve the consequential matters related to the closure of the foreign subsidiary of the Company:

iii) Voted **in favour** of the resolution

Voting at AGM	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Voting at AGM	0	0	0.00%
Total	0	0	0.00%

III) Voted **against** the resolution

Voting at AGM	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Voting at AGM	0	0	0.00
Total	0	0	0.00

iv) Invalid Votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
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RESOLUTION 8 – SPECIAL RESOLUTION:

To consider and approve of the consequent for Borrowing money(ies) for the purpose of business of the Company:

I) Voted **in favour** of the resolution

Voting at AGM	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Voting at AGM	0	0	0.00%
Total	0	0	0.00%

II) Voted **against** the resolution

Voting at AGM	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Voting at AGM	0	0	0.00
Total	0	0	0.00

III) Invalid Votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
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RESOLUTION 9 – SPECIAL RESOLUTION:

To consider and approve under Section 180(1)(a) of the Companies Act, 2013 inter alia for creation of mortgage or charge on the assets, properties or undertaking(s) of the Company:

I) Voted in favour of the resolution

Voting at AGM	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Voting at AGM	0	0	0.00%
Total	0	0	0.00%

II) Voted against the resolution

Voting at AGM	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Voting at AGM	0	0	0.00
Total	0	0	0.00

III) Invalid Votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
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RESOLUTION 10 – SPECIAL RESOLUTION:

Sell, Lease, Mortgage or otherwise disposed of whole or substantially whole of the undertaking of the Company:

I) Voted in favour of the resolution

Voting at AGM	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Voting at AGM	0	0	0.00%
Total	0	0	0.00%

II) Voted against the resolution

Voting at AGM	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Voting at AGM	0	0	0.00
Total	0	0	0.00

III) Invalid Votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
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RESOLUTION 11 – SPECIAL RESOLUTION:

To consider and approve the increase in threshold of loans/ guarantees, providing of securities and making of investments in securities under section 186 of the Companies Act, 2013:

I) Voted in favour of the resolution

Voting at AGM	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Voting at AGM	0	0	0.00%
Total	0	0	0.00%

II) Voted **against** the resolution

Voting at AGM	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Voting at AGM	0	0	0.00
Total	0	0	0.00

III) Invalid Votes

Total number of members whose votes were declared invalid	Total number of votes cast by them

RESOLUTION 12 – SPECIAL RESOLUTION:

To consider and approve the Loan / Advance to Directors or Entities in which Directors are Interested u/s 185 of the Companies Act, 2013 and (also covered as Related Party Transaction under SEBI LODR Regulations):

1) Voted in favour of the resolution

Voting at AGM	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Voting at AGM	0	0	0.00%
Total	0	0	0.00%

II) Voted **against** the resolution

Voting at AGM	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Voting at AGM	0	0	0.00
Total	0	0	0.00

III) Invalid Votes

Total number of members whose votes were declared invalid	Total number of votes cast by them



RESOLUTION 13 – SPECIAL RESOLUTION:**To consider and approve the related party transactions:**I) Voted **in favour** of the resolution

Voting at AGM	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Voting at AGM	0	0	0.00%
Total	0	0	0.00%

II) Voted **against** the resolution

Voting at AGM	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Voting at AGM	0	0	0.00
Total	0	0	0.00

III) **Invalid Votes**

Total number of members whose votes were declared invalid	Total number of votes cast by them
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RESOLUTION 14 – SPECIAL RESOLUTION:**Amendment/modification of Existing ESOP Scheme "AIL ESOP-2023 to Include Employees of Subsidiary Company(ies):**I) Voted **in favour** of the resolution

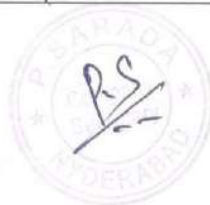
Voting at AGM	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Voting at AGM	0	0	0.00%
Total	0	0	0.00%

II) Voted **against** the resolution

Voting at AGM	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Voting at AGM	0	0	0.00
Total	0	0	0.00

III) **Invalid Votes**

Total number of members whose votes were declared invalid	Total number of votes cast by them
--	--



RESOLUTION 15 – SPECIAL RESOLUTION:

Approval of Amended/Modified ESOP Scheme Name "AIL ESOP-2023":

I) Voted in favour of the resolution

Voting at AGM	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Voting at AGM	0	0	0.00%
Total	0	0	0.00%

II) Voted against the resolution

Voting at AGM	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Voting at AGM	0	0	0.00
Total	0	0	0.00

III) Invalid Votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
--	--

9. All electronic data and relevant records of voting will remain in my custody until the Chairman consider, approves and signs the minutes of the 35th Annual General Meeting and Same shall be handed over thereafter to the Chairman / Company Secretary for safe keeping.

Thanking you,

Yours faithfully,

**Putcha Sarada**

Practising Company Secretary

C. P. 8735

ACS 21717

Dated: 09.09.2025

Place: Hyderabad

UDIN: A021717G001208276



PUTCHA SARADA
PRACTISING COMPANY SECRETARY
M. No. : 21717
C. P. No. : 8735



P. SARADA COMPANY SECRETARIES

P. SARADA
M.Com., LL.B., A.C.S.

8-3-168/B/10, Siddhartha Nagar (North)
ESI, Near A.G. Colony
Hyderabad - 500 038
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CONSOLIDATED SCRUTINIZER'S REPORT

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

To
The Chairman,

Dear Sir,

Sub: Report on electronic voting carried out during Saturday, 06th September 2025 (09:00 am 1ST) to Monday, 08th September, 2025 (5:00 pm 1ST) and on 35th Annual General Meeting of Adroit Infotech Limited held on 09th September, 2025 through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVCM").

With reference to the above subject, I, Sarada Putcha, Practicing Company Secretary (Proprietor Sarada Company Secretaries), state that I was appointed as a scrutinizer for scrutinizing the e-voting process during 06.09.2025 to 08.09.2025 and Video Conferencing ("VC") / Other Audio-Visual Means ("OAVCM") at the 35th AGM in a fair and transparent manner, for ascertaining the requisite majority and for giving my report in connection with the items of business as provided in the notice dated August 12, 2025.

1. The notice dated 12th August, 2025 as confirmed by the Company was sent to the shareholders in respect of the below mentioned resolutions passed at AGM of the Company through electronic mode to those Members whose email addresses are registered with the Company/Depositories, In compliance with the MCA Circulars dated 05th May, 2020 read with circulars dated 08th April, 2020 and 13th April, 2020 (collectively referred to as "MCA Circulars") and SEBI Circular dated 12th May, 2020.
2. The Company has engaged the services of Central Depository Services (India) Limited (CDSL) (hereinafter referred to as the "Service Provider") to offer the electronic voting facility to its shareholders. The e-voting facility was offered and kept open by the Company to its Shareholders for the period commencing on Saturday, 06th September 2025 (09:00 am 1ST) to Monday, 08th September, 2025 (5:00 pm 1ST). The shareholders whose names appeared in the Register of Members / List of Beneficial Owners as on Friday, 29th August, 2025 (i.e. cut - off date) were allowed to participate and vote electronically on all the items of business during the aforesaid period of e-voting. On 09th day of September, 2025, the votes cast through e-voting facility were duly unblocked by me in the capacity of the Scrutinizer in the presence of 2 persons who were present as witnesses.

The 35th AGM of the Company was held on 09th day of September, 2025, through VC, the Company had provided remote e-voting facility for the shareholders as also E Voting facility to those who attended the meeting through VC / OAVM facility and who did not participate in the Remote E-voting to cast their votes.



3. Subsequent to the completion of voting process at the AGM, the votes cast by the shareholders at the AGM were diligently scrutinized by me. The votes cast at the AGM were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations lodged with the Company.
4. All the resolutions were passed with requisite majority. I am enclosing Annexure I to this Report containing the details of votes cast through e-voting during Saturday, 06th September 2025 (09:00 am IST) to Monday, 08th September, 2025 (05.00 pm IST) and details of the voting carried out at the AGM on each of the resolutions contained in the notice calling the 35th AGM of the Company.
5. 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 electronic means on the resolutions contained in the notice to the 35th Annual General Meeting (AGM) of the Equity Shareholders of the Company. My responsibility as a scrutinizer for the e-voting process is restricted to make a scrutinizer report of the votes cast "in favour" or "against" the resolutions stated in the AGM notice, based on the reports generated from e-voting system provided by Central Depository Services (India) Limited, the authorized agency to provide e-voting facilities, engaged by the Company.

Thanking you,
Yours faithfully,

P. Sarada

Putcha Sarada
Practising Company Secretary
C. P. 8735
ACS 21717
Dated: 09.09.2025
Place: Hyderabad

UDIN: A021717G001208276



P. Sarada

PUTCHA SARADA
PRACTISING COMPANY SECRETARY
M. No. : 21717
C. P. No. : 8735

ANNEXURE-1

Consolidated results of voting (by e-voting and voting at AGM) for resolution numbers 1 to 15 of the notice of the 35th Annual General Meeting of M/s. Adroit Infotech Limited held on 09th September, 2025 at 09.00 A.M.

Resolution No.	Total Valid Votes Cast		
	E-voting	At AGM	Total
1	26885406	0	26885406
2	26885406	0	26885406
3	26885406	0	26885406
4	26885406	0	26885406
5	26885406	0	26885406
6	26885406	0	26885406
7	26885406	0	26885406
8	26885406	0	26885406
9	26885406	0	26885406
10	26885406	0	26885406
11	26885406	0	26885406
12	26885406	0	26885406
13	26885406	0	26885406
14	26885406	0	26885406
15	26885406	0	26885406

Resolution No.	Voted in favor of Resolution				Voted against Resolution			
	E-voting	At AGM	Total	%	E-voting	At AGM	Total	%
1	26884731	0	26884731	100	675	0	675	0
2	26885120	0	26885120	100	286	0	286	0
3	26884715	0	26884715	100	691	0	691	0
4	26885126	0	26885126	100	280	0	280	0
5	26885126	0	26885126	100	280	0	280	0
6	26859715	0	26859715	99.90	25691	0	25691	0.10
7	26885126	0	26885126	100	280	0	280	0
8	26869725	0	26869725	99.94	15681	0	15681	0.06
9	26870120	0	26870120	99.94	15286	0	15286	0.06
10	26870115	0	26870115	99.94	15291	0	15291	0.06
11	26860090	0	26860090	99.91	25316	0	25316	0.09
12	26859725	0	26859725	99.90	25681	0	25681	0.10
13	26884721	0	26884721	100	685	0	685	0
14	26860116	0	26860116	99.91	25290	0	25290	0.09
15	26875116		26875116	99.96	10290		10290	0.04

P. Sarade

FUTCHA SARAL
 TRADING COMPANY SECURE
 M. No. : 24717
 No. 10757



ANNEXURE

	Promoter / Public	No. of Shares held	No. of votes polled by e-voting	No. of votes polled at AGM	No. of Total Votes Cast	No. of votes In favor	% of votes In favour	No. of votes Against	% of votes Against
Resolution No. 1	Promoter and group	21385542	21385542	0	21385542	21385542	100.00	0.00	0
	Public-Institutions	0	0	0	0	0	00.00	0.00	0
	Public - Others	32791666	5499864	0	5499864	5499189	99.99	675	0.01
	Total	54177208	26885406	0	26885406	26884731		675	

	Promoter / Public	No. of Shares held	No. of votes polled by e-voting	No. of votes polled at AGM	No. of Total Votes Cast	No. of votes In favor	% of votes In favour	No. of votes Against	% of votes Against
Resolution No. 2	Promoter and group	21385542	21385542	0	21385542	21385542	100.00	0.00	0
	Public-Institutions	0	0	0	0	0	00.00	0.00	0
	Public - Others	32791666	5499864	0	5499864	5499578	99.99	286	0.01
	Total	54177208	26885406	0	26885406	26885120		286	

	Promoter / Public	No. of Shares held	No. of votes polled by e-voting	No. of votes polled at AGM	No. of Total Votes Cast	No. of votes In favor	% of votes In favour	No. of votes Against	% of votes Against
Resolution No. 3	Promoter and group	21385542	21385542	0	21385542	21385542	100.00	0.00	0
	Public-Institutions	0	0	0	0	0	00.00	0.00	0
	Public - Others	32791666	5499864	0	5499864	5499173	99.99	691	0.01
	Total	54177208	26885406	0	26885406	26884715		691	



Resolution No. 4	Promoter / Public	No. of Shares held	No. of votes polled by e- voting	No. of votes polled at AGM	No. of Total Votes Cast	No. of votes In favor	% of votes In favour	No. of votes Against	% of votes Against
	Promoter and group	21385542	21385542	0	21385542	21385542	100.00	0.00	0
	Public-Institutions	0	0	0	0	0	00.00	0.00	0
	Public - Others	32791666	5499864	0	5499864	5499584	99.99	280	0.01
	Total	54177208	26885406	0	26885406	26885126		280	

Resolution No. 5	Promoter / Public	No. of Shares held	No. of votes polled by e- voting	No. of votes polled at AGM	No. of Total Votes Cast	No. of votes In favor	% of votes In favour	No. of votes Against	% of votes Against
	Promoter and group	21385542	21385542	0	21385542	21385542	100.00	0.00	0
	Public-Institutions	0	0	0	0	0	00.00	0.00	0
	Public - Others	32791666	5499864	0	5499864	5499584	99.99	280	0.01
	Total	54177208	26885406	0	26885406	26885126		280	

Resolution No. 6	Promoter / Public	No. of Shares held	No. of votes polled by e- voting	No. of votes polled at AGM	No. of Total Votes Cast	No. of votes In favor	% of votes In favour	No. of votes Against	% of votes Against
	Promoter and group	21385542	21385542	0	21385542	21385542	100.00	0.00	0
	Public-Institutions	0	0	0	0	0	00.00	0.00	0
	Public - Others	32791666	5499864	0	5499864	5474173	99.90	25691	0.10
	Total	54177208	26885406	0	26885406	26859715		25691	



Resolution No. 7	Promoter / Public	No. of Shares held	No. of votes polled by e- voting	No. of votes polled at AGM	No. of Total Votes Cast	No. of votes In favor	% of votes In favour	No. of votes Against	% of votes Against
	Promoter and group	21385542	21385542	0	21385542	21385542	100.00	0.00	0
	Public-Institutions	0	0	0	0	0	00.00	0.00	0
	Public - Others	32791666	5499864	0	5499864	5499584	99.99	280	0.01
	Total	54177208	26885406	0	26885406	26885126		280	

Resolution No. 8	Promoter / Public	No. of Shares held	No. of votes polled by e- voting	No. of votes polled at AGM	No. of Total Votes Cast	No. of votes In favor	% of votes In favour	No. of votes Against	% of votes Against
	Promoter and group	21385542	21385542	0	21385542	21385542	100.00	0.00	0
	Public-Institutions	0	0	0	0	0	00.00	0.00	0
	Public - Others	32791666	5499864	0	5499864	5484183	99.94	15681	0.06
	Total	54177208	26885406	0	26885406	26869725		15681	

Resolution No. 9	Promoter / Public	No. of Shares held	No. of votes polled by e- voting	No. of votes polled at AGM	No. of Total Votes Cast	No. of votes In favor	% of votes In favour	No. of votes Against	% of votes Against
	Promoter and group	21385542	21385542	0	21385542	21385542	100.00	0.00	0
	Public-Institutions	0	0	0	0	0	00.00	0.00	0
	Public - Others	32791666	5499864	0	5499864	5484578	99.94	15286	0.06
	Total	54177208	26885406	0	26885406	26870120		15286	



Resolution No. 10	Promoter / Public	No. of Shares held	No. of votes polled by e- voting	No. of votes polled at AGM	No. of Total Votes Cast	No. of votes In favor	% of votes In favour	No. of votes Against	% of votes Against
	Promoter and group	21385542	21385542	0	21385542	21385542	100.00	0.00	0
	Public-Institutions	0	0	0	0	0	00.00	0.00	0
	Public - Others	32791666	5499864	0	5499864	5484573	99.94	15291	0.06
	Total	54177208	26885406	0	26885406	26870115		15291	

Resolution No. 11	Promoter / Public	No. of Shares held	No. of votes polled by e- voting	No. of votes polled at AGM	No. of Total Votes Cast	No. of votes In favor	% of votes In favour	No. of votes Against	% of votes Against
	Promoter and group	21385542	21385542	0	21385542	21385542	100.00	0.00	0
	Public-Institutions	0	0	0	0	0	00.00	0.00	0
	Public - Others	32791666	5499864	0	5499864	5474548	99.91	25316	0.09
	Total	54177208	26885406	0	26885406	26860090		25316	

Resolution No. 12	Promoter / Public	No. of Shares held	No. of votes polled by e- voting	No. of votes polled at AGM	No. of Total Votes Cast	No. of votes In favor	% of votes In favour	No. of votes Against	% of votes Against
	Promoter and group	21385542	21385542	0	21385542	21385542	100.00	0.00	0
	Public-Institutions	0	0	0	0	0	00.00	0.00	0
	Public - Others	32791666	5499864	0	5499864	5474183	99.90	25681	0.10
	Total	54177208	26885406	0	26885406	26859725		25681	



	Promoter / Public	No. of Shares held	No. of votes polled by e-voting	No. of votes polled at AGM	No. of Total Votes Cast	No. of votes In favor	% of votes In favour	No. of votes Against	% of votes Against
Resolution No. 13	Promoter and group	21385542	21385542	0	21385542	21385542	100.00	0.00	0
	Public-Institutions	0	0	0	0	0	00.00	0.00	0
	Public - Others	32791666	5499864	0	5499864	5499179	99.99	685	0.01
	Total	54177208	26885406	0	26885406	26884721		685	

	Promoter / Public	No. of Shares held	No. of votes polled by e-voting	No. of votes polled at AGM	No. of Total Votes Cast	No. of votes In favor	% of votes In favour	No. of votes Against	% of votes Against
Resolution No. 14	Promoter and group	21385542	21385542	0	21385542	21385542	100.00	0.00	0
	Public-Institutions	0	0	0	0	0	00.00	0.00	0
	Public - Others	32791666	5499864	0	5499864	5474574	99.91	25290	0.09
	Total	54177208	26885406	0	26885406	26860116		25290	

	Promoter / Public	No. of Shares held	No. of votes polled by e-voting	No. of votes polled at AGM	No. of Total Votes Cast	No. of votes In favor	% of votes In favour	No. of votes Against	% of votes Against
Resolution No. 15	Promoter and group	21385542	21385542	0	21385542	21385542	100.00	0.00	0
	Public-Institutions	0	0	0	0	0	00.00	0.00	0
	Public - Others	32791666	5499864	0	5499864	5489574	99.96	10290	0.04
	Total	54177208	26885406	0	26885406	26875116		10290	



P. Sarada

PUTCHA SARADA
 ATTENDING COMPANY SECRETARY
 M. No. : 21717
 C. P. No. : 8788