

Date: 02.10.2024

To, BSE LIMITED Phiroze Jeejeebhoy Towers Dalal Street ,Mumbai – 400001 <u>Tel:022-22721233/34</u> Fax: 022-22722131/2037/2061/41 Email: <u>corp.relations@bseindia.com</u> <u>corp.compliance@bseindia.com</u> 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: <u>cmlist@nse.co.in</u> 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 14 contained in the Notice of 34th 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 2nd October, 2024.

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 34th 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

34th 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: 34th 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 34th 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 27th September, 2024 (Friday) to 05.00 P.M. on the 29th September, 2024 (Sunday).
2. The Shareholders as on 20th September 2024, 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 30th September, 2024 (Monday) 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, 2024 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	77	14415542	99.99%
ii)	Votes in against of the Resolution	7	77	0.01%
	Total	84	14415619	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, 2024 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	77	14415542	99.99%
ii)	Votes in against of the Resolution	7	77	0.01%
	Total	84	14415619	100.00%
iii)	Invalid Votes	0	0	0
Result		PASSED WITH REQUISITE MAJORITY		

RESOLUTION 3 – ORDINARY RESOLUTION:

To re-appoint Mr. Sridhar Reddy Pyata (DIN: 07268714), 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	75	14415342	99.99%
ii)	Votes in against of the Resolution	9	277	0.01%
	Total	84	14415619	100.00%
iii)	Invalid Votes	0	0	0
Result		PASSED WITH REQUISITE MAJORITY		



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

Appointment of Mr. Venkateswar Reddy Vari (DIN: 00534590) 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	75	14415342	99.99%
ii)	Votes in against of the Resolution	9	277	0.01%
	Total	84	14415619	100.00%
iii)	Invalid Votes	0	0	0
Result		PASSED WITH REQUISITE MAJORITY		

RESOLUTION 5 – SPECIAL RESOLUTION:

Appointment of Ms. Kanthi Reddy Sunkerneni (DIN:10732925) as a Non-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	75	14415342	99.99%
ii)	Votes in against of the Resolution	9	277	0.01%
	Total	84	14415619	100.00%
iii)	Invalid Votes	0	0	0
Result		PASSED WITH REQUISITE MAJORITY		



RESOLUTION 6 – SPECIAL RESOLUTION:**To consider approval of the consequent alteration to the Article of Association:**

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	75	14415342	99.99%
ii)	Votes in against of the Resolution	9	277	0.01%
	Total	84	14415619	100.00%
iii)	Invalid Votes	0	0	0
Result		PASSED WITH REQUISITE MAJORITY		

RESOLUTION 7 – SPECIAL RESOLUTION:**To consider approval of the consequent alteration to the Memorandum of Association:**

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	75	14415342	99.99%
ii)	Votes in against of the Resolution	9	277	0.01%
	Total	84	14415619	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	75	14415342	99.99%
ii)	Votes in against of the Resolution	9	277	0.01%
	Total	84	14415619	100.00%
iii)	Invalid Votes	0	0	0
Result		PASSED WITH REQUISITE MAJORITY		

RESOLUTION 9 – SPECIAL RESOLUTION:

Creation of security on the properties of the Company, both present and future, in favour of lenders:

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	75	14415342	99.99%
ii)	Votes in against of the Resolution	9	277	0.01%
	Total	84	14415619	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	75	14415342	99.99%
ii)	Votes in against of the Resolution	9	277	0.01%
	Total	84	14415619	100.00%
iii)	Invalid Votes	0	0	0
Result		PASSED WITH REQUISITE MAJORITY		

RESOLUTION 11 – SPECIAL RESOLUTION:

To 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	75	14415342	99.99%
ii)	Votes in against of the Resolution	9	277	0.01%
	Total	84	14415619	100.00%
iii)	Invalid Votes	0	0	0
Result		PASSED WITH REQUISITE MAJORITY		

RESOLUTION 12 – SPECIAL RESOLUTION:

Approval to advance any loan/give guarantee/provide security u/s 185 of the Companies Act, 2013:

S No.	Particulars	Number of	Number of	%of Total
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		Members Voted	Votes Cast by them	Number of Valid Votes Cast
i)	Votes in favour of the Resolution	75	14415342	99.99%
ii)	Votes in against of the Resolution	9	277	0.01%
	Total	84	14415619	100.00%
iii)	Invalid Votes	0	0	0
Result		PASSED WITH REQUISITE MAJORITY		

RESOLUTION 13 – SPECIAL RESOLUTION:

To 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	74	14395342	99.86%
ii)	Votes in against of the Resolution	10	20277	0.14%
	Total	84	14415619	100.00%
iii)	Invalid Votes	0	0	0
Result		PASSED WITH REQUISITE MAJORITY		

RESOLUTION 14 – SPECIAL RESOLUTION:

Increase The Remuneration of Managing Director Mr. Sudhakiran Reddy Sunkerneni, From the Existing the Salary of Rs.3,50,000/- P.M. to Salary of Rs. 4,50, 000/- P.M.:



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	74	14415242	99.99%
ii)	Votes in against of the Resolution	10	377	0.01%
	Total	84	14415619	100.00%
iii)	Invalid Votes	0	0	0
Result		PASSED WITH REQUISITE MAJORITY		

1 to 14 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,

P. Sarada

Putcha Sarada

Practising Company Secretary

C. P. 8735

ACS 21717

Dated: 01.10.2024

Place: Hyderabad

UDIN: A021717F001410654



P. Sarada

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

34th Annual General Meeting of

M/s. ADROIT INFOTECH LIMITED

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

Telangana

Sub: 34th Annual General Meeting of Equity Shareholders of the Company held on Monday, the 30th Day of September, 2024 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 34th Annual General Meeting of the Equity Shareholders of the Company held on Monday, the 30th day of September, 2024 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 34th 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 34th 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 September 06, 2024 the remote e-voting opened at 09.00 a.m. on September 27, 2024 and remained open up to 05.00 p.m. on September 29, 2024.
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 September 20, 2024, "cut-off date", were entitled to vote on the resolutions stated in the Notice of the 34th 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, 2024 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, 2024 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. Mr. Sridhar Reddy Pyata (DIN: 07268714), 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
—	—

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

Appointment of Mr. Venkateswar Reddy Vari (DIN: 00534590) 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 Ms. Kanthi Reddy Sunkerneni (DIN:10732925) as a Non-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 approval of the consequent alteration to the Article of Association:

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

ii) 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 approval of the consequent alteration to the Memorandum of Association:

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 approval 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:

Creation of security on the properties of the Company, both present and future, in favour of lenders:

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 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
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RESOLUTION 12 – SPECIAL RESOLUTION:

Approval to advance any loan/give guarantee/provide security u/s 185 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
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RESOLUTION 13 – SPECIAL RESOLUTION:

To approve 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:

Increase The Remuneration of Managing Director Mr. Sudhakiran Reddy Sunkerneni, From the Existing the Salary of Rs.3,50,000/- P.M. to Salary of Rs. 4,50, 000/- P.M.:

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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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 34th Annual General Meeting and Same shall be handed over thereafter to the Chairman / Company Secretary for safe keeping.

Thanking you,

Yours faithfully,

P. Sarada

Putcha Sarada

Practising Company Secretary

C. P. 8735

ACS 21717

Dated: 01.10.2024

Place: Hyderabad

UDIN: A021717F001410654



P. Sarada

PUTCHA SARADA

RACTISING 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)
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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 Friday, 27th September 2024 (09:00 am 1ST) to Saturday, 29nd September, 2024 (5:00 pm 1ST) and on 34th Annual General Meeting of Adroit Infotech Limited held on 30th September, 2024 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 27.09.2024 to 29.09.2024 and Video Conferencing ("VC") / Other Audio-Visual Means ("OAVCM") at the 34th 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 September 06, 2024.

1. The notice dated 06th September, 2024 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 Friday, 27th September 2024 (09:00 am 1ST) to Saturday, 29nd September, 2024 (5:00 pm 1ST). The shareholders whose names appeared in the Register of Members / List of Beneficial Owners as on Friday, 20th September, 2024 (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 30th day of September, 2024, 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 34th AGM of the Company was held on 30th day of September, 2024, 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 Friday, 27th September 2024 (09:00 am IST) to Sunday, 29th September, 2024 (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 34th 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 34th 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,



Putcha Sarada

Practising Company Secretary

C. P. 8735

ACS 21717

Dated: 01.10.2024

Place: Hyderabad

UDIN: A021717F001410654



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 14 of the notice of the 34th Annual General Meeting of M/s. Adroit Infotech Limited held on 30th September, 2024 at 09.00 A.M.

Resolution No.	Total Valid Votes Cast		
	E-voting	At AGM	Total
1	14415619	0	14415619
2	14415619	0	14415619
3	14415619	0	14415619
4	14415619	0	14415619
5	14415619	0	14415619
6	14415619	0	14415619
7	14415619	0	14415619
8	14415619	0	14415619
9	14415619	0	14415619
10	14415619	0	14415619
11	14415619	0	14415619
12	14415619	0	14415619
13	14415619	0	14415619
14	14415619	0	14415619

Resolution No.	Voted in favor of Resolution				Voted against Resolution			
	E-voting	At AGM	Total	%	E-voting	At AGM	Total	%
1	14415542	0	14415542	99.99	77	0	77	0.01
2	14415542	0	14415542	99.99	77	0	77	0.01
3	14415342	0	14415342	99.99	277	0	277	0.01
4	14415342	0	14415342	99.99	277	0	277	0.01
5	14415342	0	14415342	99.99	277	0	277	0.01
6	14415342	0	14415342	99.99	277	0	277	0.01
7	14415342	0	14415342	99.99	277	0	277	0.01
8	14415342	0	14415342	99.99	277	0	277	0.01
9	14415342	0	14415342	99.99	277	0	277	0.01
10	14415342	0	14415342	99.99	277	0	277	0.01
11	14415342	0	14415342	99.99	277	0	277	0.01
12	14415342	0	14415342	99.99	277	0	277	0.01
13	14395342	0	14395342	99.86	20277	0	20277	0.14
14	14415242	0	14415242	99.99	377	0	377	0.01



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

ANNEXURE

Resolution No. 1	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	10128823	10128823	0	10128823	10128823	100.00	0.00	0
	Public-Institutions	0	0	0	0	0	00.00	0.00	0
	Public - Others	14638549	4286796	0	4286796	4286719	99.99	77	0.01
	Total	24767372	14415619	0	14415619	14415542	99.99	77	0.01

Resolution No. 2	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	10128823	10128823	0	10128823	10128823	100.00	0.00	0
	Public-Institutions	0	0	0	0	0	00.00	0.00	0
	Public - Others	14638549	4286796	0	4286796	4286719	99.99	77	0.01
	Total	24767372	14415619	0	14415619	14415542	99.99	77	0.01

Resolution No. 3	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	10128823	10128823	0	10128823	10128823	100.00	0.00	0
	Public-Institutions	0	0	0	0	0	00.00	0.00	0
	Public - Others	14638549	4286796	0	4286796	4286519	99.99	277	0.01
	Total	24767372	14415619	0	14415619	14415342	99.99	277	0.01



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	10128823	10128823	0	10128823	10128823	100.00	0.00	0
	Public-Institutions	0	0	0	0	0	00.00	0.00	0
	Public - Others	14638549	4286796	0	4286796	4286519	99.99	277	0.01
	Total	24767372	14415619	0	14415619	14415342	99.99	277	0.01

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	10128823	10128823	0	10128823	10128823	100.00	0.00	0
	Public-Institutions	0	0	0	0	0	00.00	0.00	0
	Public - Others	14638549	4286796	0	4286796	4286519	99.99	277	0.01
	Total	24767372	14415619	0	14415619	14415342	99.99	277	0.01

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	10128823	10128823	0	10128823	10128823	100.00	0.00	0
	Public-Institutions	0	0	0	0	0	00.00	0.00	0
	Public - Others	14638549	4286796	0	4286796	4286519	99.99	277	0.01
	Total	24767372	14415619	0	14415619	14415342	99.99	277	0.01

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	10128823	10128823	0	10128823	10128823	100.00	0.00	0
	Public-Institutions	0	0	0	0	0	00.00	0.00	0
	Public - Others	14638549	4286796	0	4286796	4286519	99.99	277	0.01
	Total	24767372	14415619	0	14415619	14415342	99.99	277	0.01



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	10128823	10128823	0	10128823	10128823	100.00	0.00	0
	Public-Institutions	0	0	0	0	0	00.00	0.00	0
	Public - Others	14638549	4286796	0	4286796	4286519	99.99	277	0.01
	Total	24767372	14415619	0	14415619	14415342	99.99	277	0.01

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	10128823	10128823	0	10128823	10128823	100.00	0.00	0
	Public-Institutions	0	0	0	0	0	00.00	0.00	0
	Public - Others	14638549	4286796	0	4286796	4286519	99.99	277	0.01
	Total	24767372	14415619	0	14415619	14415342	99.99	277	0.01

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	10128823	10128823	0	10128823	10128823	100.00	0.00	0
	Public-Institutions	0	0	0	0	0	00.00	0.00	0
	Public - Others	14638549	4286796	0	4286796	4286519	99.99	277	0.01
	Total	24767372	14415619	0	14415619	14415342	99.99	277	0.01

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	10128823	10128823	0	10128823	10128823	100.00	0.00	0



Public-Institutions	0	0	0	0	0	00.00	0.00	0
Public - Others	14638549	4286796	0	4286796	4286519	99.99	277	0.01
Total	24767372	14415619	0	14415619	14415342	99.99	277	0.01

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	10128823	10128823	0	10128823	10128823	100.00	0.00	0
	Public-Institutions	0	0	0	0	0	00.00	0.00	0
	Public - Others	14638549	4286796	0	4286796	4286519	99.99	277	0.01
	Total	24767372	14415619	0	14415619	14415342	99.99	277	0.01

Resolution No. 13	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	10128823	10128823	0	10128823	10128823	100.00	0.00	0
	Public-Institutions	0	0	0	0	0	00.00	0.00	0
	Public - Others	14638549	4286796	0	4286796	4266519	99.86	20277	0.14
	Total	24767372	14415619	0	14415619	14395342	99.86	20277	0.14

Resolution No. 14	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	10128823	10128823	0	10128823	10128823	100.00	0.00	0
	Public-Institutions	0	0	0	0	0	00.00	0.00	0
	Public - Others	14638549	4286796	0	4286796	4286419	99.99	377	0.01
	Total	24767372	14415619	0	14415619	14415342	99.99	377	0.01



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