

Date: 14th December, 2023

To,
Corporate Relations Department
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai-400 001

Scrip Code: 538970

Script ID: WARDINMOBI

Sub: Outcome of Postal Ballot of Wardwizard Innovations & Mobility Limited (“The Company”) and Disclosure of Voting Results along with Scrutinizer Report

Listing Regulation: Regulation 30, 44 (3) and other applicable Regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time (“SEBI Listing Regulations”)

Dear Sir/Madam,

Dear Sir/Madam, In terms of Regulation 30 and 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith Outcome of Postal Ballot and Disclosure of Voting Results along with the Scrutinizer’s Report taken for:

| Sr. No | Particulars | Type of Resolution |
|--------|---|--------------------|
| 1 | REGULARIZATION OF APPOINTMENT OF MR. KAMAL ASHWINBHAI LALANI (DIN: 09141815) AS NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY | SPECIAL RESOLUTION |
| 2 | TO APPROVE THE REVISION IN REMUNERATION OF MR. YATIN SANJAY GUPTA, CHAIRMAN AND MANAGING DIRECTOR OF THE COMPANY | SPECIAL RESOLUTION |

The remote e-voting period was closed on **Tuesday, 12th December, 2023 at 5:00 P.M. (IST)** and the Scrutinizer has submitted their report on 13th December, 2023.

The Special Resolutions in the aforesaid Postal Ballot Notice dated 07th November, 2023 have been passed with requisite majority by the members of the Company.

In this connection, please find enclosed the following;

- Voting Results in format prescribed under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements), Regulations
- Scrutinizer Report dated 13th December, 2023.

The above Outcome of Postal Ballot shall also be made available on the Company's website at www.wardwizard.in.

You are requested to take the above information on record and disseminate the same for the information of the stakeholders.

**Thanking you,
For Wardwizard Innovations & Mobility Limited**

**Jaya Ashok Bhardwaj
Company Secretary and Compliance Officer**

CIN: L35100MH1982PLC264042

Registered Office: Office No 4604, 46th Floor Kohinoor Square, Kelkar Marg, Shivaji Park, Dadar(West) Nr. R.G. Gadkari Chock Mumbai, Maharashtra-400028 India.

Corporate Office: Survey 26/2, Opp, Pooja farm, Sayajipura, Ajwa Road, Vadodara, Gujarat-390019, India

Email ID: compliance@wardwizard.in | **Website:** www.wardwizard.in | **Compliance No:** +91 9727755083 | 6358849385 | **HQ Number:** 02668352000

Voting Results

| | |
|---|---------------------------------|
| Date of the AGM/EGM/Notice of Postal Ballot | 07 th November, 2023 |
| Record date | 03 rd November, 2023 |
| Total number of shareholders on record date | 1,02,398 |
| No. of shareholders present in the, meeting either in person or through proxy: Promoters and Promoter Group: Public: | N.A N.A |
| No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public: | N.A N.A |

| | |
|--|---|
| Resolution required: (Ordinary/ Special) | ITEM NO. 1 REGULARIZATION OF APPOINTMENT OF MR. KAMAL ASHWINBHAI LALANI (DIN: 09141815) AS NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY |
| Whether promoter/ promoter group are interested in the agenda/resolution? | No |

| Category | Mode of Voting | No. of Shares held (1) | No. of Votes Polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]*100 | No. of Votes – in favour (4) | No. of Votes –against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |
|-----------------------------|----------------|---------------------------|----------------------------|--|---------------------------------|------------------------------|---|---|
| Promoter and Promoter Group | E-Voting | 18,36,70,000 | 18,36,70,000 | 100.00 | 18,36,70,000 | 0.00 | 100.00 | 0.00 |
| | Poll | | N.A | N.A | N.A | N.A | N.A | N.A |
| | Postal Ballot | | N.A | N.A | N.A | N.A | N.A | N.A |
| | Total | | 18,36,70,000 | 18,36,70,000 | 100.00 | 18,36,70,000 | 0.00 | 100.00 |
| Public-Institutions | E-Voting | Nil | Nil | Nil | Nil | Nil | Nil | Nil |
| | Poll | Nil | Nil | Nil | Nil | Nil | Nil | Nil |
| | Postal Ballot | Nil | Nil | Nil | Nil | Nil | Nil | Nil |
| | Total | Nil | Nil | Nil | Nil | Nil | Nil | Nil |
| Public-Non Institutions | E-Voting | 7,70,23,900 | 1,10,04,305 | 14.2869 | 1,09,96,225 | 8,080 | 99.9266 | 0.0734 |
| | Poll | | N.A | N.A | N.A | N.A | N.A | N.A |
| | Postal Ballot | | N.A | N.A | N.A | N.A | N.A | N.A |
| | Total | | 7,70,23,900 | 1,10,04,305 | 14.2869 | 1,09,96,225 | 8,080 | 99.9266 |
| Total | | 26,06,93,900 | 19,46,74,305 | 74.6754 | 19,46,66,225 | 8,080 | 99.9958 | 0.0042 |

| Resolution required: (Ordinary/ Special) | | | ITEM NO. 2. SPECIAL RESOLUTION: TO APPROVE THE REVISION IN REMUNERATION OF MR. YATIN SANJAY GUPTA, CHAIRMAN AND MANAGING DIRECTOR OF THE COMPANY | | | | | |
|---|----------------|---------------------------|--|--|---------------------------------|------------------------------|---|---|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | Yes | | | | | |
| Category | Mode of Voting | No. of Shares held (1) | No. of Votes Polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]*100 | No. of Votes – in favour (4) | No. of Votes –against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | E-Voting | 18,36,70,000 | 5,80,00,000 | 31.5784 | 5,80,00,000 | 0.00 | 100.00 | 0.00 |
| | Poll | | N.A | N.A | N.A | N.A | N.A | N.A |
| | Postal Ballot | | N.A | N.A | N.A | N.A | N.A | N.A |
| | Total | 18,36,70,000 | 5,80,00,000 | 31.5784 | 5,80,00,000 | 0.00 | 100.00 | 0.00 |
| Public-Institutions | E-Voting | Nil | Nil | Nil | Nil | Nil | Nil | Nil |
| | Poll | Nil | Nil | Nil | Nil | Nil | Nil | Nil |
| | Postal Ballot | Nil | Nil | Nil | Nil | Nil | Nil | Nil |
| | Total | Nil | Nil | Nil | Nil | Nil | Nil | Nil |
| Public-Non Institutions | E-Voting | 7,70,23,900 | 1,10,03,172 | 14.2854 | 1,09,83,688 | 19,484 | 99.8229 | 0.1771 |
| | Poll | | N.A | N.A | N.A | N.A | N.A | N.A |
| | Postal Ballot | | N.A | N.A | N.A | N.A | N.A | N.A |
| | Total | 7,70,23,900 | 1,10,03,172 | 14.2854 | 1,09,83,688 | 19,484 | 99.8229 | 0.1771 |
| Total | | 26,06,93,900 | 6,90,03,172 | 26.4690 | 6,89,83,688 | 19,484 | 99.9718 | 0.0282 |

* Note: Mr. Yatin Sanjay Gupte (Director and Promoter of the Company) holding 9,24,88,000 no of Equity shares, WARDWIZARD SOLUTIONS INDIA PRIVATE LIMITED (Promoter of the Company) holding 3,31,82,000 no of Equity shares, are interested in the above mentioned resolution, hence e-voting done by them are not considered

For Wardwizard Innovations & Mobility Limited

Jaya Ashok Bhardwaj
Company Secretary and Compliance Officer



POOJA AMIT GALA

Practicing Company Secretaries

Membership No: 69393/Cop No: 25845
Peer Review Certificate No: 2423/2022

-  Vasantleela CHS, Aarti Bldg, Flat No 104, Ghodbunder Road, Thane West - 400615
-  cspoojagala@gmail.com
-  8355959800

SCRUTINIZER'S REPORT

To,
Board of Director,
Wardwizard Innovations & Mobility Limited

CIN: L35100MH1982PLC264042

Registered Office Address: Office No. 4604, 46th Floor, Kohinoor Square, Kelkar Marg, Shivaji ParkDadar (West), Nr. R.G Gadkari chock, Mumbai, Shivaji Park (Mumbai), Mumbai, Mumbai, Maharashtra, India, 400028.

Corporate Office address : Survey 26/2, Opposite Pooja Farm Sayajipura, Ajwa Road, Vadodara, Gujarat, India, 390019

Dear Sir,

I, Pooja Amit Gala, Practicing Company Secretary, have been appointed as a Scrutinizer by the Board of Directors in its meeting held on **07th November, 2023** of **Wardwizard Innovations & Mobility Limited** ("Company") for the purpose of scrutinizing the E-voting process in fair and transparent manner and ascertaining the requisite majority of Postal Ballot Notice dated **07th November, 2023** voting carried out as per the provisions of Section 110 of the Companies Act, 2013 read with the Companies (Passing of the Resolutions by Postal Ballot) Rules, 2011 & Companies (Management & Administration) Rules, 2014 as amended from time to time on the below mentioned resolutions passed by Postal Ballot.

In view of the pandemic situation prevailing in the country and to obviate difficulties faced by corporates in providing both voting by physical ballot and e-voting provision was made for the members to vote through e-voting only. This was in accordance with the terms of the General Circular No.14/2020 dated 8th April 2020 and General Circular No. 17/2020 dated 13th April 2020 and General Circular No. 22/2020 dated 15th June 2020, MCA Circular No. 33/2020 dated 28th September, 2020, MCA Circular No. 39/2020 dated 30th December, 2020, MCA Circular no. 10/2021 dated 23rd June, 2021 and MCA Circular No. 20/2021 dated 08th December, 2021 and MCA Circular No. 03/2022 dated 05th May, 2022 and MCA circular 11/2022 dated 28th December, 2022 and 09/2023 dated 25th September, 2023 issued by the Ministry of Corporate Affairs, Government of India (the 'MCA Circulars').

The Company had appointed National Securities Depository Limited (NSDL) as the service provider for remote E-Voting to the shareholders from **13th November, 2023** (9.00 a.m.) to **12th December, 2023** (5.00 p.m.). On completion of e-voting period, in compliance of the provisions of Rule 20 (4) (xii) of the Companies (Management and administration) Amendment Rule, 2015, I have unblocked the E-Voting Votes on **12th December, 2023**.



POOJA AMIT GALA

Practicing Company Secretaries

Membership No: 69393/Cop No: 25845

Peer Review Certificate No: 2423/2022

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Special Business:

ITEM NO. 1 - REGULARIZATION OF APPOINTMENT OF MR. KAMAL ASHWINBHAI LALANI (DIN: 09141815) AS NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY:

To consider and if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution**:

“**RESOLVED THAT** pursuant to sections 149, 150, 152, 161 and other applicable provisions, if any, of The Act read with Rule 8, 9 and 14 of the Companies (Appointment and Qualification of Directors) Rules, 2014, [including any statutory modification(s) or re-enactment thereof for the time being in force] and Schedule IV to the Act and various Regulation 16, 17, 25 and other relevant regulations, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR Regulation”), as amended from time to time and the Articles of Association of the Company, **Mr. Kamal Ashwinbhai Lalani (DIN: 09141815)**, who was appointed as an Additional Non-Executive Independent Director on 23rd September, 2023, by the Board on recommendation of Nomination and Remuneration Committee, and who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and who is eligible for appointment, be and is hereby appointed as the “**Non-Executive Independent Director**” of the Company to hold office for a first term of 5 (five) consecutive years commencing from **12th December, 2023 to 11th December, 2028 (both days inclusive)**, and that he shall not be liable to retire by rotation.”

“**RESOLVED FURTHER THAT** any Director and/or Key Managerial Personnel of the Company be and is hereby severally authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient for giving effect to this resolution, matters incidental thereto and/or otherwise considered by them to be in the best interest of the Company, inter-alia, filings of required forms / documents with the Ministry of Corporate Affairs and Stock Exchange and / or other authorities as may be required to give effect to this resolution.”

ITEM NO. 2: TO APPROVE THE REVISION IN REMUNERATION OF MR. YATIN SANJAY GUPTA, CHAIRMAN AND MANAGING DIRECTOR OF THE COMPANY:

To consider and if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution**:

“**RESOLVED THAT** pursuant to the provisions of sections 196, 197, 198 and 203 read with Schedule V and all other provisions, if any, of the Companies Act, 2013 (“the Act”), and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, (including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof, for the time being in force) and Regulation 17(6)(e) and other applicable provisions, if any, of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (“Listing Regulations”) and other applicable laws (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and such other approvals, permissions and sanctions, as may be required and subject to such conditions and modifications, as may be prescribed or imposed by any of the authorities while granting such approvals, permissions and sanctions and the Articles of Association of the Company and pursuant to the recommendation of the Nomination and Remuneration Committee and the approval of Audit Committee and Board of Directors, the Consent of the Members/Shareholders of the Company be and is accorded to the revision in remuneration of **Mr. Yatin Sanjay Gupta (DIN: 07261150)**, Chairman and Managing Director with effect from 15th December, 2023 as set out in the explanatory statement annexed to the Notice and also contained in the draft agreement, with the liberty of the Board of Directors (hereinafter referred to as “Board” which term shall be deemed to include any Committee of the Board constituted to exercise its powers, including the powers



POOJA AMIT GALA

Practicing Company Secretaries

Membership No: 69393/Cop No: 25845

Peer Review Certificate No: 2423/2022

-  Vasantleela CHS, Aarti Bldg, Flat No 104, Ghodbunder Road, Thane West - 400615
-  cspoojagala@gmail.com
-  8355959800

conferred by this resolution) to alter and vary the said terms and conditions of remuneration as agreed by and between the Board of Directors and Mr. Yatin Sanjay Gupte.”

“**RESOLVED FURTHER THAT** except the above, all other terms and conditions of appointment of Mr. Yatin Sanjay Gupte (DIN: 07261150) as contained in the Special resolution passed by the Members of the Company at the Annual General Meeting held on 30th August, 2022 and Extra Ordinary General Meeting held on 18th January, 2020 shall remain unchanged.”

“**RESOLVED FURTHER THAT** where in any financial year during the currency of the tenure of the Managing Director, the Company has no profits or its profits are inadequate, the Company may pay to the Managing Director, the remuneration as approved by the Members from time to time, and also stated in the explanatory statement as the minimum remuneration by way of salary, perquisites and other allowances, benefits and Performance Pay, subject to receipt of the requisite approvals, if any.”

“**RESOLVED FURTHER THAT** pursuant to the prescribed provisions of Regulation 17(6)(e) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘SEBI Listing Regulations, 2015’) and other applicable regulations, and subject to the maximum remuneration approved by the members, approval of the Members of the Company be and is hereby accorded for payment of remuneration to **Mr. Yatin Sanjay Gupte (DIN: 07261150)**, Chairman & Managing Director, Promoter of the Company as per the requirements of Regulation 17(6)(e) of the SEBI Listing Regulations, 2015.”

“**RESOLVED FURTHER THAT** the Board of Directors and/or the Company Secretary of the Company be and are hereby severally authorized to sign and execute revise Agreement with all the necessary execution of the documents (if any) require in this regard and do all such acts, deeds and things and take all such steps as may be deemed necessary including seeking all other necessary approvals, proper or expedient to give effect to this resolution and to settle any questions, difficulties or doubts that may arise in this regard.”



POOJA AMIT GALA

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📞 8355959800

I, Submit the Report on Postal Ballot as under:

1. In compliance with the requirements of the MCA Circulars, hard copy of Postal Ballot Notice along with Postal Ballot Forms and pre-paid business envelope were not being sent to the Members for this Postal Ballot. Shareholders were requested to follow the procedure as stated in the notes and instructions for casting of votes by remote E-voting.
2. On account of threat posed by COVID-i.9 and in terms of the MCA Circulars, the Company had sent the Postal Ballot Notice in electronic form only to those members whose email id was registered with the two depositories and the RTA and hard copy of Postal Ballot Notice along with Postal Ballot Forms and pre-paid business envelope were not sent to the Members as per the exemptions provided in the MCA circulars mentioned above. Accordingly, the communication of the assent or dissent of the Members had to take place through the E-voting system only. In order to facilitate those members who had not yet registered their e-mail address, a proper procedure was laid down for the shareholders to get their email registered with the RTA so that they could also participate in the e-voting facility extended by the Company.
3. The Company had uploaded the Notice together with the explanatory statement on their website of the Company www.wardwizard.in. The RTA has generated Electronic Voting Event Number **127085** for the votes cast through e-voting mode. As directed by the Company, all necessary formalities specified under the Act and the Rules framed there under have been duly complied with by the Service Provider barring the ones as mentioned above.
4. The Management of the Company is responsible for ensuring compliance with the requirements of the Act and the Rules there under and SEBI Listing Regulations relating to the items being placed for approval of the members through postal ballot by voting through E-voting.
5. The Postal Ballot e-voting result open by me scrutinized and the shareholding was confirmed with the Register of Members of the Company.
6. As stated in sub rule 3 of Rule 20 under the Chapter on "Management and Administration "Rules as notified by MCA on March 27, 2014 an advertisement was published by the Company in "Business Standard, (All over India Publication in English Newspaper-English Language) and free Press Journal (English Newspaper-English Language) Navshakti (Marathi Language, Marathi Newspaper) on **10th November, 2023**, informing about the completion of dispatch of the Postal Ballot Notices.
7. On scrutiny, I report that out of 102398 shareholders, 367 (Three hundred and Sixty Seven) shareholders have exercised their vote through e-voting. The details of Postal Ballot results for the item placed for consideration by the members are given below;

**POOJA AMIT GALA**

Practicing Company Secretaries

Membership No: 69393/Cop No: 25845

Peer Review Certificate No: 2423/2022

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ITEM NO. 1. SPECIAL RESOLUTION: **REGULARIZATION OF APPOINTMENT OF MR. KAMAL ASHWINBHAI LALANI (DIN: 09141815)**

AS NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY:

| | | | | | | | |
|---|---|-----------------------|---------------|----------------------------------|---------------|------------------------------------|---------------|
| Total No. of Shareholders | 1,02,398 | | | | | | |
| Total No. of Shares | 26,06,93,900 | | | | | | |
| Receipt of Postal Ballot Forms | Not Applicable | | | | | | |
| E-Voting start date & end date | From 13 th November, 2023 to 12 th December, 2023 | | | | | | |
| | | Total Number of Votes | | Votes in favor of the resolution | | Votes in against of the resolution | |
| | | No. of Votes | No. of Shares | No. of Votes | No. of Shares | No. of Votes | No. of Shares |
| Total Votes Cast through e-Voting | A | 366 | 19,46,74,305 | 349 | 1,94,66,6225 | 17 | 8,080 |
| Total Votes Cast through Postal Ballot Forms Received | B | 0 | 0 | 0 | 0 | 0 | 0 |
| Grand Total of e-voting/ Postal Ballot Form (A+B) | C | 366 | 19,46,74,305 | 349 | 1,94,66,6225 | 17 | 8,080 |
| Less: Invalid e-voting/ Postal Ballot Forms | D | 0 | 0 | 0 | 0 | 0 | 0 |
| Net e-voting/ Postal Ballot Forms (C-D) | E | 366 | 19,46,74,305 | 349 | 1,94,66,6225 | 17 | 8,080 |

| Category | Mode of Voting | No. of Shares held (1) | No. of Votes Polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]*100 | No. of Votes – in favour (4) | No. of Votes – against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |
|-----------------------------|----------------|---------------------------|----------------------------|--|---------------------------------|-------------------------------|---|---|
| Promoter and Promoter Group | E-Voting | 18,36,70,000 | 18,36,70,000 | 100.00 | 18,36,70,000 | 0.00 | 100.00 | 0.00 |
| | Poll | | N.A | N.A | N.A | N.A | N.A | N.A |
| | Postal Ballot | | N.A | N.A | N.A | N.A | N.A | N.A |
| | Total | | 18,36,70,000 | 18,36,70,000 | 100.00 | 18,36,70,000 | 0.00 | 100.00 |
| Public-Institutions | E-Voting | Nil | Nil | Nil | Nil | Nil | Nil | Nil |
| | Poll | Nil | Nil | Nil | Nil | Nil | Nil | Nil |
| | Postal Ballot | Nil | Nil | Nil | Nil | Nil | Nil | Nil |
| | Total | Nil | Nil | Nil | Nil | Nil | Nil | Nil |
| Public-Non Institutions | E-Voting | 7,70,23,900 | 1,10,04,305 | 14.2869 | 1,09,96,225 | 8,080 | 99.9266 | 0.0734 |
| | Poll | | N.A | N.A | N.A | N.A | N.A | N.A |
| | Postal Ballot | | N.A | N.A | N.A | N.A | N.A | N.A |
| | Total | | 7,70,23,900 | 1,10,04,305 | 14.2869 | 1,09,96,225 | 8,080 | 99.9266 |
| Total | | 26,06,93,900 | 19,46,74,305 | 74.6754 | 19,46,66,225 | 8,080 | 99.9958 | 0.0042 |



POOJA AMIT GALA

Practicing Company Secretaries

Membership No: 69393/Cop No: 25845

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ITEM NO. 2. SPECIAL RESOLUTION: TO APPROVE THE REVISION IN REMUNERATION OF MR. YATIN SANJAY GUPTA, CHAIRMAN AND MANAGING DIRECTOR OF THE COMPANY:

| | | | | | | | |
|---|---|-----------------------|---------------|----------------------------------|---------------|------------------------------------|---------------|
| Total No. of Shareholders | 1,02,398 | | | | | | |
| Total No. of Shares | 26,06,93,900 | | | | | | |
| Receipt of Postal Ballot Forms | Not Applicable | | | | | | |
| E-Voting start date & end date | From 13 th November, 2023 to 12 th December, 2023 | | | | | | |
| | | Total Number of Votes | | Votes in favor of the resolution | | Votes in against of the resolution | |
| | | No. of Votes | No. of Shares | No. of Votes | No. of Shares | No. of Votes | No. of Shares |
| Total Votes Cast through e-Voting | A | *367 | *19,46,73,172 | *325 | *19,46,53,688 | 42 | 19,484 |
| Total Votes Cast through Postal Ballot Forms Received | B | 0 | 0 | 0 | 0 | 0 | 0 |
| Grand Total of e-voting/ Postal Ballot Form (A+B) | C | *367 | *19,46,73,172 | *325 | *19,46,53,688 | 42 | 19,484 |
| Less: Invalid e-voting/ Postal Ballot Forms | D | 0 | 0 | 0 | 0 | 0 | 0 |
| Net e-voting/ Postal Ballot Forms (C-D) | E | *367 | *19,46,73,172 | *325 | *19,46,53,688 | 42 | 19,484 |

| Category | Mode of Voting | No. of Shares held (1) | No. of Votes Polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]*100 | No. of Votes – in favour (4) | No. of Votes –against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |
|-----------------------------|----------------|---------------------------|----------------------------|--|---------------------------------|------------------------------|---|---|
| Promoter and Promoter Group | E-Voting | 18,36,70,000 | 58000000 | 31.5784 | 58000000 | 0.00 | 100.00 | 0.00 |
| | Poll | | N.A | N.A | N.A | N.A | N.A | N.A |
| | Postal Ballot | | N.A | N.A | N.A | N.A | N.A | N.A |
| | Total | 18,36,70,000 | 58000000 | 31.5784 | 58000000 | 0.00 | 100.00 | 0.00 |
| Public-Institutions | E-Voting | Nil | Nil | Nil | Nil | Nil | Nil | Nil |
| | Poll | Nil | Nil | Nil | Nil | Nil | Nil | Nil |
| | Postal Ballot | Nil | Nil | Nil | Nil | Nil | Nil | Nil |
| | Total | Nil | Nil | Nil | Nil | Nil | Nil | Nil |
| Public-Non Institutions | E-Voting | 7,70,23,900 | 11003172 | 14.2854 | 10983688 | 19484 | 99.8229 | 0.1771 |
| | Poll | | N.A | N.A | N.A | N.A | N.A | N.A |
| | Postal Ballot | | N.A | N.A | N.A | N.A | N.A | N.A |
| | Total | 7,70,23,900 | 11003172 | 14.2854 | 10983688 | 19484 | 99.8229 | 0.1771 |
| Total | | 26,06,93,900 | 69003172 | 26.4690 | 68983688 | 19484 | 99.9718 | 0.0282 |

* Note: Mr. Yatin Sanjay Gupta (Director and Promoter) holding 9,24,88,000 no of Equity shares, WARDWIZARD SOLUTIONS INDIA PRIVATE LIMITED (Promoter) holding 3,31,82,000 are interested in the above mentioned resolution, hence e-voting done by them are not considered.



POOJA AMIT GALA

Practicing Company Secretaries

Membership No: 69393/Cop No: 25845

Peer Review Certificate No: 2423/2022

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Percentage of Votes cast in favor: 100.00%

Percentage of Votes cast against: 00.00%

As the number of votes castes casted in favor of the Resolution No.1 to 2 i.e. 100%, I report that the Special Business in Special Resolutions under section 110 of the Companies Act, 2013, and the Companies (Management & Administration Rules 2014, as set out in Notice of Postal Ballot dated **07th November, 2023** has been passed by the shareholders with requisite majority. The Resolution is deemed to be passed as on the date of the announcement of the results.

I further report that Rule 22 of the Companies (Management and Administration) Rules, 2014 has been duly complied with. I further report that, the records maintained by me including the data as obtained from NSDL, the Service Provider for the e-voting facility extended by them and other related data/papers are in my safe custody which will be handed over to the Company Secretary of the Company.

I thank you for the opportunity given to act as a Scrutinizer for the above Postal Ballot.

Thanking You,

Yours Faithfully,

**Pooja
Amit
Gala**

Digitally signed
by Pooja Amit
Gala
Date: 2023.12.13
15:16:06 +05'30'

Pooja Amit Gala

(Practicing Company Secretary)

Membership No: 69393

COP: 25845

Peer Review Number: 2423/2022

ICSI UDIN: A069393E002925829

Date: 13-12-2023

Place: Thane