



Realize Your Ideas

# California Software Company Limited

CIN: L72300TN1992PLC022135

Registered Office: Workflo, Greta Towers, Industrial Estate, Perungudi,

OMR Phase 1, Chennai 600096

Phone +91 94448 60882

Email: [investor@calsoftgroup.com](mailto:investor@calsoftgroup.com) [www.calsoftgroup.com/www.calsof.com](http://www.calsoftgroup.com/www.calsof.com)

**October 01, 2025**

To

**National Stock Exchange of India Limited**

**Symbol – CALSOFT**

Exchange Plaza,

5<sup>th</sup> Floor, Plot No. C/1, G Block,

Bandra-Kurla Complex

Bandra (East), Mumbai - 400 051

**BSE LIMITED**

**Security Code - 532386**

PHIROZE JEEJEEBHOY TOWERS

DALAL STREET

MUMBAI-400001

Dear Sir/Madam,

**Sub: Intimation of Outcome of Results of the 33<sup>rd</sup> Annual General Meeting (AGM) under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended - reg**

Mr. Ramanathan Nachiappan , Designated Partner of M/s. S. Dhanapal & Associates LLP, Practicing Company Secretaries, who was appointed as Scrutinizer for the aforesaid AGM has submitted the Scrutinizer report dated 30<sup>th</sup> September 2025 addressed to the Chairman of the Company. Pursuant to the said report, the results were declared by A.V.N Srimathi, Director of the Company, at the registered office of the Company on, 30<sup>th</sup> September 2025.

We are pleased to inform you that the following Resolutions, relating to the below mentioned AGM Agenda items, have been passed by the shareholders of the Company with requisite majority.

1. To receive, consider, and adopt the audited standalone and consolidated financial statement the Company comprising of the audited balance sheet as of March 31, 2025, the statement of profit and loss, and the cash flow statement for the year ended on that date and the reports of the Board and Auditors' thereon. ( Ordinary Business – Ordinary Resolution ).
2. To appoint a Director in place of Dr. Mahalingam Vasudevan (DIN: 01608150), Managing Director of the Company, who retires by rotation and being eligible, offers herself for re-appointment. ( Ordinary Business – Ordinary Resolution )
3. Appointment of M/s S Dhanapal & Associates LLP Practicing Company Secretaries having firm Registration No. L2023TN014200 and Peer Review No. 1107/2021 as Secretarial Auditor of the Company for next five years (Special Business – Ordinary Resolution)

Further, the disclosure of business transacted by the Company pertaining to the voting results of 33<sup>rd</sup> AGM pursuant to Regulation 44 of the SEBI (LODR) are furnished below:-



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Date of Declaration of results of AGM: 30<sup>th</sup> September 2025

Total number of shareholders as on 22<sup>nd</sup> September 2025 (cut-off date for reckoning the voting rights of shareholders): for FP Shares :16397 and PP Shares : 1676

**Resolution No.1 - To receive, consider, and adopt the audited standalone and consolidated financial statement the Company comprising of the audited balance sheet as of March 31, 2025, the statement of profit and loss, and the cash flow statement for the year ended on that date and the reports of the Board and Auditors' thereon.**

**Resolution required: Ordinary Resolution; Manner of voting: E-voting**

**Whether Promoter/ Promoter Group are interested in the Resolution: No**

Category	Mode of Voting	No of Shares held #	No of votes polled *	% of Votes polled on outstanding shares	No of votes – in favour	No of votes – against	% of votes in favour on votes polled	% of votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	55,22,972	55,22,972	100	55,22,972	-	100	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	<b>Total</b>	<b>55,22,972</b>	<b>55,22,972</b>	<b>100</b>	<b>55,22,972</b>	<b>-</b>	<b>100</b>	<b>-</b>
Public - Institutions	E-voting	300	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	<b>Total</b>	<b>300</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
Public - Non Institutions	E-voting	99,33,834	1,78,469	1.797	1,78,381	88	99.951	0.049
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	<b>Total</b>	<b>99,33,834</b>	<b>1,78,469</b>	<b>1.797</b>	<b>1,78,381</b>	<b>88</b>	<b>99.951</b>	<b>0.049</b>
	<b>Total</b>	<b>1,54,57,106</b>	<b>57,01,441</b>	<b>36.88</b>	<b>57,01,353</b>	<b>88</b>	<b>99.998</b>	<b>0.002</b>
<b>Whether resolution is passed or not</b>								<b>YES</b>

# voting rights are in proportion to the FULLY paid up shares held as on 22<sup>nd</sup> September 2025.



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Category	Mode of Voting	No of Shares held #	No of votes polled *	% of Votes polled on outstanding shares	No of votes – in favour	No of votes – against	% of votes in favour on votes polled	% of votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)] *100	(4)	(5)	(6)=[(4)/(2)] *100	(7)=[(5)/(2)] *100
Promoter and Promoter Group	E-voting	3,29,73,648	82,43,412	25	82,43,412	-	100	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	<b>Total</b>	<b>3,29,73,648</b>	<b>82,43,412</b>	<b>25</b>	<b>82,43,412</b>	<b>-</b>	<b>100</b>	<b>-</b>
Public - Institutions	E-voting	0	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
<b>Total</b>	<b>0</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	
Public - Non Institutions	E-voting	1,33,97,670	11,46,119	8.55	11,46,119	-	100	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
<b>Total</b>	<b>1,33,97,670</b>	<b>11,46,119</b>	<b>8.55</b>	<b>11,46,119</b>	<b>-</b>	<b>100</b>	<b>-</b>	
<b>Total</b>	<b>4,63,71,318</b>	<b>93,89,531</b>	<b>20.25</b>	<b>93,89,531</b>	<b>-</b>	<b>100</b>	<b>-</b>	
Whether resolution is passed or not								YES

# voting rights are in proportion to the PARTLY paid up shares held as on 22<sup>nd</sup> September 2025.



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\* Under this column, the valid votes polled on e-voting are mentioned.

The number of votes polled in favour of the Ordinary Resolution is 99.998% (100% of the total valid votes).

Thus, the Ordinary Resolution has therefore been approved by the shareholders with requisite majority

**Resolution No.2 - To appoint a Director in place of Dr. Mahalingam Vasudevan (DIN: 01608150), Managing Director of the Company, who retires by rotation and being eligible, offers herself for re-appointment.**

**Resolution required: Ordinary Resolution; Manner of voting: E-voting**

**Whether Promoter/ Promoter Group are interested in the Resolution: No**

Category	Mode of Voting	No of Shares held #	No of votes polled *	% of Votes polled on outstanding shares	No of votes – in favour	No of votes – against	% of votes in favour on votes polled	% of votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	55,22,972	55,22,972	100	55,22,972	-	100	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	<b>Total</b>	<b>55,22,972</b>	<b>55,22,972</b>	<b>100</b>	<b>55,22,972</b>	<b>-</b>	<b>100</b>	<b>-</b>
Public - Institutions	E-voting	300	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	<b>Total</b>	<b>300</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
Public - Non Institutions	E-voting	99,33,834	1,78,469	1.797	1,75,381	3088	98.270	1.730
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	<b>Total</b>	<b>99,33,834</b>	<b>8,89,362</b>	<b>8.593</b>	<b>8,89,288</b>	<b>3088</b>	<b>98.270</b>	<b>1.730</b>
	<b>Total</b>	<b>1,54,57,106</b>	<b>64,12,334</b>	<b>41.48</b>	<b>64,12,260</b>	<b>3088</b>	<b>99.998</b>	<b>0.002</b>
<b>Whether resolution is passed or not</b>								<b>YES</b>

# voting rights are in proportion to the paid up value of FULLY shares held as on 22<sup>nd</sup> September 2025.



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Category	Mode of Voting	No of Shares held #	No of votes polled *	% of Votes polled on outstanding shares	No of votes – in favour	No of votes – against	% of votes in favour on votes polled	% of votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)] *100	(4)	(5)	(6)=[(4)/(2)] *100	(7)=[(5)/(2)] *100
Promoter and Promoter Group	E-voting	3,29,73,648	82,43,412	25	82,43,412	-	100	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	<b>Total</b>	<b>3,29,73,648</b>	<b>82,43,412</b>	<b>25</b>	<b>82,43,412</b>	<b>-</b>	<b>100</b>	<b>-</b>
Public - Institutions	E-voting	0	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
<b>Total</b>	<b>0</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	
Public - Non Institutions	E-voting	1,33,97,670	11,46,119	8.55	11,46,119	-	100	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
<b>Total</b>	<b>1,33,97,670</b>	<b>11,46,119</b>	<b>8.55</b>	<b>11,46,119</b>	<b>-</b>	<b>100</b>	<b>-</b>	
<b>Total</b>	<b>4,63,71,318</b>	<b>93,89,531</b>	<b>20.25</b>	<b>93,89,531</b>	<b>-</b>	<b>100</b>	<b>-</b>	
<b>Whether resolution is passed or not</b>								<b>YES</b>

# voting rights are in proportion to the PARTLY paid up shares held as on 22<sup>nd</sup> September 2025.

\* Under this column, the valid votes polled on e-voting are mentioned.

The number of votes polled in favour of the Ordinary Resolution is 99.998% (100% of the total valid votes).

Thus, the Ordinary Resolution has therefore been approved by the shareholders with requisite majority



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**Resolution No.3 – Appointment of M/s S Dhanapal & Associates LLP Practicing Company Secretaries having firm Registration No. L2023TN014200 and Peer Review No. 1107/2021 as Secretarial Auditor of the Company**

**Resolution required: Ordinary Resolution; Manner of voting: E-voting**

**Whether Promoter/ Promoter Group are interested in the Resolution: No**

Category	Mode of Voting	No of Shares held #	No of votes polled *	% of Votes polled on outstanding shares	No of votes – in favour	No of votes – against	% of votes in favour on votes polled	% of votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	55,22,972	55,22,972	100	55,22,972	-	100	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	<b>Total</b>	<b>55,22,972</b>	<b>55,22,972</b>	<b>100</b>	<b>55,22,972</b>	<b>-</b>	<b>100</b>	<b>-</b>
Public - Institutions	E-voting	300	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	<b>Total</b>	<b>300</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
Public – Non Institutions	E-voting	99,33,834	1,78,469	1.797	1,78,381	88	99.951	0.049
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	<b>Total</b>	<b>99,33,834</b>	<b>1,78,469</b>	<b>1.797</b>	<b>1,78,381</b>	<b>88</b>	<b>99.951</b>	<b>0.049</b>
	<b>Total</b>	<b>1,54,57,106</b>	<b>57,01,441</b>	<b>36.885</b>	<b>57,01,353</b>	<b>88</b>	<b>99.998</b>	<b>0.002</b>
<b>Whether resolution is passed or not</b>								<b>YES</b>

# voting rights are in proportion to the paid up value of FULLY shares held as on 22<sup>nd</sup> September 2025.



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Category	Mode of Voting	No of Shares held #	No of votes polled *	% of Votes polled on outstanding shares	No of votes – in favour	No of votes – against	% of votes in favour on votes polled	% of votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)] *100	(4)	(5)	(6)=[(4)/(2)] *100	(7)=[(5)/(2)] *100
Promoter and Promoter Group	E-voting	3,29,73,648	82,43,412	25	82,43,412	-	100	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	<b>Total</b>	<b>3,29,73,648</b>	<b>82,43,412</b>	<b>25</b>	<b>82,43,412</b>	<b>-</b>	<b>100</b>	<b>-</b>
Public - Institutions	E-voting	0	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	<b>Total</b>	<b>0</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
Public - Non Institutions	E-voting	1,33,97,670	11,46,119	8.55	11,46,119	-	100	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	<b>Total</b>	<b>1,33,97,670</b>	<b>11,46,119</b>	<b>8.55</b>	<b>11,46,119</b>	<b>-</b>	<b>100</b>	<b>-</b>
	<b>Total</b>	<b>4,63,71,318</b>	<b>93,89,531</b>	<b>20.25</b>	<b>93,89,531</b>	<b>-</b>	<b>100</b>	<b>-</b>
<b>Whether resolution is passed or not</b>								<b>YES</b>

# voting rights are in proportion to the paid up value of PARTLY shares held as on 22<sup>nd</sup> September 2025.

\* Under this column, the valid votes polled on e-voting are mentioned.

The number of votes polled in favour of the Ordinary Resolution is 99.991% (100% of the total valid votes).

Thus, the Special Resolution has therefore been approved by the shareholders with requisite majority

The above results for all the resolutions have been announced by Ms. AVN Srimathi, Director on 30<sup>th</sup> September 2025 at the Registered Office of the Company.



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We enclose herewith a copy of the Scrutinizer's Report for your reference.

Thanking you,

Yours truly

For CALIFORNIA SOFTWARE COMPANY LIMITED

A handwritten signature in black ink, appearing to read "Dr Mahalingam Vasudevan".

Dr Mahalingam Vasudevan  
Managing Director



Suite No. 103, First Floor, Kaveri Complex  
No. 96/104, Nungambakkam High Road  
(Next to NABARD & ICICI Bank)  
Nungambakkam, Chennai - 600 034  
Phone No. 044 - 4553 0256  
4553 0257 / 4265 2127  
E-mail: csdhanapal@gmail.com  
secretarial@csdhanapal.com  
website: www.csdhanapal.com

# **S Dhanapal & Associates LLP**

## **Practising Company Secretaries**

LLPIN ACB - 0368

(Regd. with Limited Liability Under the LLP Act, 2008)

**Designated Partners :**

S. Dhanapal, B.Com., B.A.B.L., F.C.S

N. Ramanathan, B.Com., F.C.S

Smita Chirimar, M.Com., F.C.S, DCG(ICSI)

**FORM NO. MGT-13**

**REPORT OF SCRUTINIZER**

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

To

**The Chairman,**

33<sup>rd</sup> Annual General Meeting of the Equity Shareholders of

**M/s. CALIFORNIA SOFTWARE COMPANY LIMITED**

Chennai

Dear Sir,

I, Ramanathan Nachiappan, Designated Partner of M/s. S Dhanapal & Associates LLP, Practising Company Secretaries, appointed as Scrutinizer by the Board of Directors of **M/s. CALIFORNIA SOFTWARE COMPANY LIMITED** ("the Company") for the purpose of scrutinizing the e-voting process taken in connection with the 33<sup>rd</sup> Annual General Meeting pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (Amendment Rules, 2015) in respect of the below mentioned resolutions proposed at the 33<sup>rd</sup> Annual General meeting held on Monday, the 29<sup>th</sup> day of September, 2025 at 05.00 P.M. by video Conferencing / Other Audio Visual means (VC / OAVM), submit the results of voting by electronic means as contained herein.

The Compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means by the shareholders on the resolutions proposed in the Notice of the 33<sup>rd</sup> Annual General Meeting of the Company is the responsibility of the Company. My responsibility as a Scrutinizer is to ensure that the voting process, through electronic means is conducted in a fair and transparent manner and render Scrutinizer's Report of the total votes cast in favour or against if any to the Chairman, based on the reports generated from the electronic voting system provided by National Depository Services (India) Limited ("NSDL").

The company has both fully paid-up shares of Rs.10/- each and partly paid-up equity shares of Rs.2.50/- each. The voting rights exercised by these shareholders have been recorded separately. The votes have been cast in proportion to the paid-up value of the shares held by each shareholder as on the cut-off date, i.e., 22<sup>nd</sup> September 2025, and in accordance with the details available in the Register of Members of the company.

# S Dhanapal & Associates LLP

## Practising Company Secretaries

The results of the voting are as under:

**Resolution No. 1 - To receive, consider, and adopt the audited standalone and consolidated financial statement the Company comprising of the audited balance sheet as of March 31, 2025, the statement of profit and loss, and the cash flow statement for the year ended on that date and the reports of the Board and Auditors' thereon (Ordinary Business - Ordinary Resolution)**

**Fully paid up shares: Voting Results**

	No. of Shares	No. of Members	No. of Votes
Total Votes Cast	57,01,441	63	57,01,441
Less: Invalid votes	0	0	0
Net Valid votes cast	57,01,441	63	57,01,441
Votes cast in favour	5701353	42	5701353
Votes Cast against	88	21	88

**% of total valid votes cast in favour of the resolution: 99.998%**

**% of total valid votes cast against the resolution: 0.002%**

**Partly paid up shares: Voting Results**

	No. of Shares	No. of Members	No. of Votes
Total Votes Cast	3,75,58,125	20	93,89,531
Less: Invalid votes	0	0	0
Net Valid votes cast	3,75,58,125	20	93,89,531
Votes cast in favour	3,75,58,125	20	93,89,531
Votes Cast against	0	0	0

**% of total valid votes cast in favour of the resolution: 100%**

**% of total valid votes cast against the resolution: 0%**

**Consolidated voting results:**

	No. of Shares	No. of Members	No. of Votes
Total Votes Cast	43259566	83	1,50,90,972
Less: Invalid votes	0	0	0
Net Valid votes cast	43259566	83	1,50,90,972
Votes cast in favour	43259478	62	1,50,90,972
Votes Cast against	88	21	88

**% of total valid votes cast in favour of the resolution: 100%**

**% of total valid votes cast against the resolution: 0%**

# S Dhanapal & Associates LLP

## Practising Company Secretaries

**Resolution No. 2 - To appoint a Director in place of Mr. Mahalingam Vasudevan (DIN: 01608150), Managing Director of the Company, who retires by rotation and being eligible, offers himself for re-appointment (Ordinary Business - Ordinary Resolution)**

**Fully paid up shares: Voting Results**

	No. of Shares	No. of Members	No. of votes
Total Votes Cast	57,01,441	63	57,01,441
Less: Invalid votes	0	0	0
Net Valid votes cast	57,01,441	63	57,01,441
Votes cast in favour	5698353	41	5698353
Votes Cast against	3088	22	3088

**% of total valid votes cast in favour of the resolution: 99.95%**

**% of total valid votes cast against the resolution: 0.05%**

**Partly paid up shares: Voting Results**

	No. of Shares	No. of Members	No. of Votes
Total Votes Cast	37558125	20	93,89,531
Less: Invalid votes	0	0	0
Net Valid votes cast	37558125	20	93,89,531
Votes cast in favour	37558125	20	93,89,531
Votes Cast against	0	0	0

**% of total valid votes cast in favour of the resolution: 100%**

**% of total valid votes cast against the resolution: 0%**

**Consolidated voting results:**

	No. of Shares	No. of Members	No. of Votes
Total Votes Cast	43259566	83	1,50,90,972
Less: Invalid votes	0	0	0
Net Valid votes cast	43259566	83	1,50,90,972
Votes cast in favour	43256478	61	1,50,87,884
Votes Cast against	3088	22	3088

**% of total valid votes cast in favour of the resolution: 99.993%**

**% of total valid votes cast against the resolution: 0.007%**



# S Dhanapal & Associates LLP

Practising Company Secretaries

## Resolution No. 3- Appointment of Secretarial Auditor (Special Business - Ordinary Resolution)

### Fully paid up shares: Voting Results

	No. of Shares	No. of Members	No. of Votes
Total Votes Cast	57,01,441	63	57,01,441
Less: Invalid votes	0	0	0
Net Valid votes cast	57,01,441	63	57,01,441
Votes cast in favour	5701353	42	5701353
Votes Cast against	88	21	88

**% of total valid votes cast in favour of the resolution: 99.998%**

**% of total valid votes cast against the resolution: 0.002%**

### Partly paid up shares: Voting Results

	No. of Shares	No. of Members	No. of Votes
Total Votes Cast	37558125	20	93,89,531
Less: Invalid votes	0	0	0
Net Valid votes cast	37558125	20	93,89,531
Votes cast in favour	37558125	20	93,89,531
Votes Cast against	0	0	0

**% of total valid votes cast in favour of the resolution: 100%**

**% of total valid votes cast against the resolution: 0%**

### Consolidated voting results:

	No. of Shares	No. of Members	No. of Votes
Total Votes Cast	43259566	83	1,50,90,972
Less: Invalid votes	0	0	0
Net Valid votes cast	43259566	83	1,50,90,972
Votes cast in favour	43259478	62	1,50,90,884
Votes Cast against	88	21	88

**% of total valid votes cast in favour of the resolution: 100%**

**% of total valid votes cast against the resolution: 0%**



**S Dhanapal & Associates LLP**  
Practising Company Secretaries

The Chairman may declare the result of the voting on the resolutions proposed at the 33<sup>rd</sup> Annual General Meeting of the company as per the above results.

Thanking you,

Yours faithfully,  
For **S DHANAPAL & ASSOCIATES LLP**  
(Practising Company Secretaries)

RAMANATHA  
N  
NACHIAPPAN

Digitally signed by RAMANATHAN NACHIAPPAN  
DN: cn=RAMANATHAN NACHIAPPAN, o=S Dhanapal & Associates LLP, ou=Practising Company Secretaries, email=ramanathan.nachiappan@sdanapal.com, c=IN  
RAMANATHAN NACHIAPPAN  
DN: cn=RAMANATHAN NACHIAPPAN, o=S Dhanapal & Associates LLP, ou=Practising Company Secretaries, email=ramanathan.nachiappan@sdanapal.com, c=IN  
Date: 2025.09.30 10:24:27 +05'30'

**RAMANATHAN NACHIAPPAN**  
Designated Partner  
M. No.F6665  
C. P. No.11084  
UDIN: F006665G001339590

Place: Chennai  
Date: 30.09.2025

