



Date: September 02, 2024

BSE Limited

Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001, India
Scrip Code: 543529

National Stock Exchange of India Limited

Exchange Plaza, C-1, Block G,
Bandra Kurla Complex,
Bandra (E), Mumbai – 400 051, India
Symbol: DELHIVERY

Sub: Disclosure of voting results of the 13th Annual General Meeting ('AGM') of Delhivery Limited ('the Company')

Dear Sir/Madam,

The 13th AGM of the Company was held on Monday, September 02, 2024, at 11:00 AM IST through Video Conferencing ("VC") to transact the following business:

Item No.	Description of Ordinary/ Special Resolution
1.	To adopt (a) the Audited Standalone Financial Statement of the Company for the financial year ended March 31, 2024, and the reports of the Board of Directors and Auditor's thereon; and (b) the Audited Consolidated Financial Statement of the Company for the financial year ended March 31, 2024, and the report of Auditor's thereon. <i>(Ordinary Resolution)</i>
2.	To re-appoint Mr. Sahil Barua (DIN: 05131571), who retires by rotation and being eligible, offers himself for re-appointment as a Director. <i>(Ordinary Resolution)</i>
3.	To approve remuneration of Mr. Sahil Barua (DIN: 05131571), Managing Director and Chief Executive Officer for his remaining tenure from October 13, 2024, to October 12, 2026. <i>(Special Resolution)</i>
4.	To approve remuneration of Mr. Kapil Bharati (DIN: 02227607), Whole-time Director (Executive Director and Chief Technology Officer) for his remaining tenure from October 13, 2024, to October 12, 2026. <i>(Special Resolution)</i>
5.	To approve remuneration of Mr. Deepak Kapoor (DIN: 00162957), Chairman and Non-Executive Independent Director for the period from October 01, 2024, to September 30, 2025. <i>(Special Resolution)</i>
6.	To approve remuneration of Mr. Romesh Sobti (DIN: 00031034), Non-Executive Independent Director for the period from October 01, 2024, to September 30, 2025. <i>(Special Resolution)</i>
7.	To approve remuneration of Mr. Srivatsan Rajan (DIN: 00754512), Non-Executive Independent Director for the period from October 01, 2024, to September 30, 2025. <i>(Special Resolution)</i>
8.	To approve reclassification of authorised share capital and consequent alteration of Memorandum of Association of the Company. <i>(Special Resolution)</i>

In this regard, we are enclosing herewith the following:

- Voting Results as required under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as **Annexure - A**.



Delhivery Limited

Corporate Office: Plot 5, Sector 44, Gurugram - 122 002, Haryana, India
Registered Office: N24-N34, S24-S34, Air Cargo Logistics Centre-II,
Opposite Gate 6 Cargo Terminal, IGI Airport, New Delhi – 110037
(Formerly known as Delhivery Private Limited)

CIN: L63090DL2011PLC221234
+91 124 6225600
corporate@delhivery.com
www.delhivery.com



- ii. Report of the Scrutinizer dated September 02, 2024, pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration), Rules 2014 as **Annexure - B**.

You are requested to take the same on record and disseminate on your website. Further, this disclosure will also be hosted on the Company's website viz. www.delhivery.com

Thank you.

**Yours sincerely,
For Delhivery Limited**

Madhulika Rawat
Company Secretary & Compliance Officer
Membership No: F8765

Encl: As above



General information about company	
Scrip code	543529
NSE Symbol	DELHIVERY
MSEI Symbol	NOTLISTED
ISIN	INE148O01028
Name of the company	DELHIVERY LIMITED
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	02-09-2024
Start time of the meeting	11:00 AM
End time of the meeting	01:01 PM

Scrutinizer Details

Name of the Scrutinizer	Prabhakar Kumar
Firms Name	M/s VAPN & Associates
Qualification	CS
Membership Number	5781
Date of Board Meeting in which appointed	05-07-2024
Date of Issuance of Report to the company	02-09-2024

Voting results	
Record date	26-08-2024
Total number of shareholders on record date	146358
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	0
b) Public	81
No. of resolution passed in the meeting	8
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			To adopt (a) the Audited Standalone Financial Statement of the Company for the financial year ended March 31, 2024, and the reports of the Board of Directors and Auditor's thereon; and (b) the Audited Consolidated Financial Statement of the Company for the financial year ended March 31, 2024, and the report of Auditor's thereon					
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Institutions	E-Voting	615157675	556561231	90.4746	556561231	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		615157675	556561231	90.4746	556561231	0	100
Public- Non Institutions	E-Voting	124264696	86434766	69.557	86433053	1713	99.998	0.002
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		124264696	86434766	69.557	86433053	1713	99.998
Total		739422371	642995997	86.9592	642994284	1713	99.9997	0.0003
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To re-appoint Mr. Sahil Barua (DIN: 05131571), who retires by rotation and being eligible, offers himself for re-appointment as a Director				
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	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Institutions	E-Voting	615157675	563561157	91.6125	563360626	200531	99.9644	0.0356
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		615157675	563561157	91.6125	563360626	200531	99.9644
Public- Non Institutions	E-Voting	124264696	86434766	69.557	86432234	2532	99.9971	0.0029
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		124264696	86434766	69.557	86432234	2532	99.9971
Total		739422371	649995923	87.9059	649792860	203063	99.9688	0.0312
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To approve remuneration of Mr. Sahil Barua (DIN: 05131571), Managing Director and Chief Executive Officer for his remaining tenure from October 13, 2024, to October 12, 2026				
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	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Institutions	E-Voting	615157675	546663761	88.8656	443279558	103384203	81.0882	18.9118
	Poll		0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	
	Total		615157675	546663761	88.8656	443279558	103384203	81.0882
Public- Non Institutions	E-Voting	124264696	86434265	69.5566	86369789	64476	99.9254	0.0746
	Poll		0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	
	Total		124264696	86434265	69.5566	86369789	64476	99.9254
Total		739422371	633098026	85.6206	529649347	103448679	83.6599	16.3401
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To approve remuneration of Mr. Kapil Bharati (DIN: 02227607), Whole-time Director (Executive Director and Chief Technology Officer) for his remaining tenure from October 13, 2024, to October 12, 2026				
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	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Institutions	E-Voting	615157675	546663761	88.8656	443279558	103384203	81.0882	18.9118
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		615157675	546663761	88.8656	443279558	103384203	81.0882
Public- Non Institutions	E-Voting	124264696	86434265	69.5566	86368083	66182	99.9234	0.0766
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		124264696	86434265	69.5566	86368083	66182	99.9234
Total		739422371	633098026	85.6206	529647641	103450385	83.6597	16.3403
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To approve remuneration of Mr. Deepak Kapoor (DIN: 00162957), Chairman and Non-Executive Independent Director for the period from October 01, 2024, to September 30, 2025				
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	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Institutions	E-Voting	615157675	563561157	91.6125	529681505	33879652	93.9883	6.0117
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		615157675	563561157	91.6125	529681505	33879652	93.9883
Public- Non Institutions	E-Voting	124264696	86434265	69.5566	86364110	70155	99.9188	0.0812
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		124264696	86434265	69.5566	86364110	70155	99.9188
Total		739422371	649995422	87.9058	616045615	33949807	94.7769	5.2231
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(6)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To approve remuneration of Mr. Romesh Sobti (DIN: 00031034), Non-Executive Independent Director for the period from October 01, 2024, to September 30, 2025				
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	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Institutions	E-Voting	615157675	563561157	91.6125	529681505	33879652	93.9883	6.0117
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		615157675	563561157	91.6125	529681505	33879652	93.9883
Public- Non Institutions	E-Voting	124264696	86434265	69.5566	86364089	70176	99.9188	0.0812
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		124264696	86434265	69.5566	86364089	70176	99.9188
Total		739422371	649995422	87.9058	616045594	33949828	94.7769	5.2231
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(7)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To approve remuneration of Mr. Srivatsan Rajan (DIN: 00754512), Non-Executive Independent Director for the period from October 01, 2024, to September 30, 2025				
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	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Institutions	E-Voting	615157675	563561157	91.6125	529681505	33879652	93.9883	6.0117
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		615157675	563561157	91.6125	529681505	33879652	93.9883
Public- Non Institutions	E-Voting	124264696	86434250	69.5566	86363860	70390	99.9186	0.0814
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		124264696	86434250	69.5566	86363860	70390	99.9186
Total		739422371	649995407	87.9058	616045365	33950042	94.7769	5.2231
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(8)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To approve reclassification of authorised share capital and consequent alteration of Memorandum of Association of the Company				
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	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Institutions	E-Voting	615157675	563561157	91.6125	559160772	4400385	99.2192	0.7808
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		615157675	563561157	91.6125	559160772	4400385	99.2192
Public- Non Institutions	E-Voting	124264696	86465895	69.582	86462719	3176	99.9963	0.0037
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		124264696	86465895	69.582	86462719	3176	99.9963
Total		739422371	650027052	87.9101	645623491	4403561	99.3226	0.6774
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



VAPN & ASSOCIATES

COMPANY SECRETARIES

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,
13th Annual General Meeting,
Delhivery Limited
CIN: L72200DL2000PLC108985
Reg. Off: N24-N34, S24-S34, Air Cargo Logistics Centre-II,
Opposite Gate 6, Cargo Terminal, IGI Airport, New Delhi 110037
Corp. Off: Plot No. 5, Sector-44, Gurugram, Haryana 122002

Sub: Consolidated Scrutinizer's Report on remote E-voting and E-voting process conducted during the 13th Annual General Meeting pursuant to the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules 2014, for the 13th Annual General Meeting ("AGM") of Delhivery Limited held on Monday, September 02, 2024 at 11:00 A.M. (IST) through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM")

Dear Sir,

I, Prabhakar Kumar, Partner of M/s VAPN & Associates, Practicing Company Secretaries (FRN: P2015DE045500) was appointed as a Scrutinizer by the Board of Directors of **Delhivery Limited ("the Company")** on July 05, 2024 for the purpose of scrutinizing the process of voting through electronic means (i.e., remote e-voting and e-voting at AGM) in a fair and transparent manner on the resolutions contained in the AGM notice dated August 02, 2024 ("**AGM Notice**") held on **Monday, September 02, 2024, at 11: 00 A.M. (IST)** through VC/ OAVM facility in compliance with the provisions of Section 96, 101, 108 of the Companies Act, 2013 ("**the Act**") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended from time to time) ("**Rule**") and in accordance with the terms of General Circulars issued by Ministry of Corporate Affairs, Government of India i.e., General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020 and 09/2023 dated September 25, 2023 (collectively referred to as "**MCA Circulars**") and in accordance with the terms of circular issued by Securities and Exchange Board of India i.e. Circular No. SEBI/HO/CFD/CFD-PoD2/P/CIR/2023/167 dated October 7, 2023, and other applicable circulars issued in this regard by SEBI (collectively referred to as "**SEBI Circulars**"), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**Listing Regulations**") and other applicable laws and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and to submit a report thereon to the Company on the resolutions forming part of the AGM Notice.





Further to the above, I submit my report as under:

1. Management's Responsibility:

The management of the Company is responsible to ensure compliance with the requirements of (i) the Act and the Rules made thereunder; (ii) the MCA Circulars; and (iii) the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015, ("**LODR**") relating to e-voting on the resolutions contained in the Notice. The management of the Company is responsible for ensuring a secure framework and robustness of the electronic voting systems.

2. Scrutinizer's Responsibility:

My responsibility as a scrutinizer for the e-voting process (i.e., remote e-voting and e-voting at AGM) is restricted to making a consolidated scrutinizer's report based on the votes cast "**in favor**" or "**against**" on the resolutions contained in the AGM notice, based on the reports generated from the e-voting system provided by National Securities Depository Limited, being an agency authorized under the Act and the Rules made thereunder engaged by the Company to provide an e-voting facility.

3. Dispatch of Notice convening the AGM and Advertisements:

3.1. In compliance with the MCA Circulars and SEBI Circular dated October 07, 2023, the AGM Notice along with the Annual Report 2023-24 was sent only through electronic mode to those members whose email address is registered with the Company / Registrar and Transfer Agent of the Company/ Depository Participant(s)/ Depository(ies), viz., Link Intime India Pvt. Ltd ("**LIPL**") /National Securities Depository Limited ("**NSDL**")/Central Depository Services (India) Limited ("**CDSL**").

3.2. In compliance with the MCA Circulars and SEBI Circulars, the AGM Notice and Annual Report for the Financial Year ("F.Y.") 2023-24 were also placed on the website of the Company at <https://www.delhivery.com/company/investor-relations> and on the website of the Stock Exchanges, i.e., BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com, respectively and on the website of NSDL, being the agency appointed by the Company to provide to its members facility to exercise their right to vote on the resolutions contained in the AGM Notice using an electronic voting system remotely, before the Meeting, on the dates referred to in the Notice (i.e. remote e-voting and e-voting at AGM) at <https://www.evoting.nsdl.com>.

3.3. In compliance with the MCA Circulars, a newspaper advertisement was published on August 07, 2024 in in an English newspaper "**Financial Express (All India editions)**" and a vernacular newspaper "**Jansatta (All India editions in Hindi)**", respectively specifying the date and time of the AGM, availability of the notice on Company's website and website of the

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Office : B-5/41, Vivekanand Apartment, Sector-8, Rohini, Delhi-110085



Stock Exchanges, manner of registration of email ids by the Members (both physical and demat) who are yet to register their email ids with the Company, manner of voting through remote e-voting or through e-voting system during the AGM, etc.

4. Cut-off date:

The members of the Company as on the "**Cut-off date**" i.e., Monday, August 26, 2024 were entitled to avail the facility of remote e-voting as well as e-voting at the AGM on the proposed resolutions as set out in the AGM Notice.

5. Remote e-voting process:

5.1. Agency

The Company has appointed NSDL for providing the electronic voting facility for conducting remote e-voting and e-voting at the AGM by the Members of the Company.

5.2. Remote e-voting period

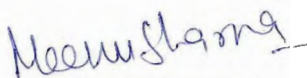
The remote e-voting period commenced on Wednesday, August 28, 2024 at 09:00 A.M. (IST) and ended on Sunday, September 01, 2024 at 05:00 P.M. (IST).


6. Remote e-voting at the AGM:

The members who were present in the AGM through VC/OAVM facility and had not cast their votes on the resolutions during the remote e-voting period and were otherwise not barred from doing so, were allowed to cast their votes through e-voting system during the AGM.

7. Counting Process:

7.1. After conclusion of the AGM and closure of e-voting at 01:01 P.M. (IST), the votes cast through e-voting (i.e. remote e-voting and e-voting at AGM) were unblocked and downloaded from the e-voting website of NSDL at around 01: 04 P.M. (IST) on Monday, September 02, 2024 in the presence of two witnesses, Ms. Meenu Sharma and Mr. Vedesh Sharma, who are not in employment of the Company. The said witnesses have signed below to confirm that e-voting (i.e. remote e-voting and e-voting at AGM) was unblocked in their presence:


(Meenu Sharma)


(Vedesh Sharma)





VAPN & ASSOCIATES

COMPANY SECRETARIES

7.2. I submit herewith the Consolidated Scrutinizer's Report on the results of the e-voting (i.e. remote e-voting and e-voting at AGM), based on the reports generated from NSDL e-voting system, summary of the total votes cast "In Favour" or "Against" all the resolutions proposed in the Notice of the AGM, scrutinized on test check basis and relied upon by me, are as under:

CONSOLIDATED RESULTS

ORDINARY BUSINESS:

Item No. 1 – Ordinary Resolution

To adopt (a) the Audited Standalone Financial Statement of the Company for the financial year ended March 31, 2024 and the reports of the Board of Directors and Auditor's thereon; and (b) the Audited Consolidated Financial Statement of the Company for the financial year ended March 31, 2024 and the report of Auditor's thereon.

Particulars	Remote E-Voting		E-Voting at AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	777	63,85,01,177	7	44,93,107	784	64,29,94,284	100.00
Dissent	21	1,703	6	10	27	1,713	0.00
Total	798	63,85,02,880	13	44,93,117	811	64,29,95,997	100.00

Result: - Based on the aforesaid result, I report that the **Ordinary Resolution** as set out in **Item No. 1** of the Notice of the AGM dated August 02, 2024 has been **passed with requisite majority**.

Item No. 2 – Ordinary Resolution

To re-appoint Mr. Sahil Barua (DIN: 05131571), who retires by rotation and being eligible, offers himself for re-appointment as a Director.

Particulars	Remote E-Voting		E-Voting at AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	764	64,52,99,753	7	44,93,107	771	64,97,92,860	99.97
Dissent	36	2,03,053	6	10	42	2,03,063	0.03
Total	800	64,55,02,806	13	44,93,117	813	64,99,95,923	100.00

Result: - Based on the aforesaid result, I report that the **Ordinary Resolution** as set out in **Item No. 2** of the Notice of the AGM dated August 02, 2024 has been **passed with requisite majority**.

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SPECIAL BUSINESS:

Item No. 3- Special Resolution

To approve remuneration of Mr. Sahil Barua (DIN: 05131571), Managing Director and Chief Executive Officer for his remaining tenure from October 13, 2024 to October 12, 2026.

Particulars	Remote E-Voting		E-Voting at AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	568	52,51,56,240	7	44,93,107	575	52,96,49,347	83.66
Dissent	220	10,34,48,669	6	10	226	10,34,48,679	16.34
Total	788	62,86,04,909	13	44,93,117	801	63,30,98,026	100.00

Result: - Based on the aforesaid result, I report that the **Special Resolution** as set out in **Item No. 3** of the Notice of the AGM dated August 02, 2024 has been **passed with requisite majority**.

Item No. 4- Special Resolution

To approve remuneration of Mr. Kapil Bharati (DIN: 02227607), Whole-time Director (Executive Director and Chief Technology Officer) for his remaining tenure from October 13, 2024 to October 12, 2026.

Particulars	Remote E-Voting		E-Voting at AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	568	52,51,54,534	7	44,93,107	575	52,96,47,641	83.66
Dissent	220	10,34,50,375	6	10	226	10,34,50,385	16.34
Total	788	62,86,04,909	13	44,93,117	801	63,30,98,026	100.00

Result: - Based on the aforesaid result, I report that the **Special Resolution** as set out in **Item No. 4** of the Notice of the AGM dated August 02, 2024 has been **passed with requisite majority**.





Item No. 5- Special Resolution

To approve remuneration of Mr. Deepak Kapoor (DIN: 00162957), Chairman and Non-Executive Independent Director for the period from October 01, 2024 to September 30, 2025.

Particulars	Remote E-Voting		E-Voting at AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	699	61,15,52,508	7	44,93,107	706	61,60,45,615	94.78
Dissent	100	3,39,49,797	6	10	106	3,39,49,807	5.22
Total	799	64,55,02,305	13	44,93,117	812	64,99,95,422	100.00

Result: - Based on the aforesaid result, I report that the **Special Resolution** as set out in **Item No. 5** of the Notice of the AGM dated August 02, 2024 has been **passed with requisite majority**.

Item No. 6- Special Resolution

To approve remuneration of Mr. Romesh Sobti (DIN: 00031034), Non-Executive Independent Director for the period from October 01, 2024 to September 30, 2025.

Particulars	Remote E-Voting		E-Voting at AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	698	61,15,52,487	7	44,93,107	705	61,60,45,594	94.78
Dissent	101	3,39,49,818	6	10	107	3,39,49,828	5.22
Total	799	64,55,02,305	13	44,93,117	812	64,99,95,422	100.00

Result: - Based on the aforesaid result, I report that the **Special Resolution** as set out in **Item No. 6** of the Notice of the AGM dated August 02, 2024 has been **passed with requisite majority**.





Item No. 7- Special Resolution

To approve remuneration of Mr. Srivatsan Rajan (DIN: 00754512), Non-Executive Independent Director for the period from October 01, 2024 to September 30, 2025.

Particulars	Remote E-Voting		E-Voting at AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	695	61,15,52,258	7	44,93,107	702	61,60,45,365	94.78
Dissent	103	3,39,50,032	6	10	109	3,39,50,042	5.22
Total	798	64,55,02,290	13	44,93,117	811	64,99,95,407	100.00

Result: - Based on the aforesaid result, I report that the **Special Resolution** as set out in **Item No. 7** of the Notice of the AGM dated August 02, 2024 has been **passed with requisite majority**.

Item No. 8- Special Resolution

To approve reclassification of authorized share capital and consequent alteration of Memorandum of Association of the Company.

Particulars	Remote E-Voting		E-Voting at AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	767	64,11,30,384	7	44,93,107	774	64,56,23,491	99.32
Dissent	33	44,03,551	6	10	39	44,03,561	0.68
Total	800	64,55,33,935	13	44,93,117	813	65,00,27,052	100.00

Result: - Based on the aforesaid result, I report that the **Special Resolution** as set out in **Item No. 8** of the Notice of the AGM dated August 02, 2024 has been **passed with requisite majority**.

Notes:

- (i) Aforesaid resolutions contained in the AGM Notice are passed with the requisite majority by the Members of the Company as specified under the Companies Act, 2013.
- (ii) The figures in percentage have been rounded off to 2 decimal points.





VAPN & ASSOCIATES

COMPANY SECRETARIES

- (iii) All electronic data and relevant records of e-voting will remain in my custody until the Chairman considers, approves, and signs the minutes of the AGM and the same shall be handed over thereafter to the Chairman/Company Secretary for safe keeping.

Thanking you,
Yours faithfully,

For VAPN & Associates
Practicing Company Secretaries
ICSI Unique Code: P2015DE045500
Peer Review Certificate No.975/2020

Prabhakar Kumar
Partner (Scrutinizer)
FCS No: 5781 | COP No: 10630
ICSI UDIN: F005781F001107156



Date: September 02, 2024
Place: New Delhi



Countersigned by:
For Delhivery Limited

Madhulika Rawat
Company Secretary and Compliance Officer
Delhivery Limited
Membership No. F8765
(Under Authority by the Chairman)

Restriction on Use:

This report has been issued at the request of the Company for (i) submission to Stock Exchanges, (ii) placing on the website of the Company and (iii) placing on the website of NSDL. This report is not to be used for any other purpose or to be distributed by the Company to any other parties. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior consent in writing.