

eClerx/SECD/SE/2026/034

March 6, 2026

BSE Limited Corporate Relationship Department, Phiroze Jeejeebhoy Towers, 25 th Floor, Dalal Street, Fort, Mumbai - 400 001	National Stock Exchange of India Limited Exchange Plaza, Plot No. C/1, Block G, Bandra - Kurla Complex Bandra (East), Mumbai – 400 051
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Dear Sir/Madam,

Sub: Intimation under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 [“Listing Regulations”]

Reg: Declaration of Result of Postal Ballot and Remote e-voting along with the Scrutinizer’s Report

Stock Code: BSE - 532927
NSE – ECLERX

With reference to our letter number eClerx/SECD/SE/2026/017 dated February 3, 2026, please find below the outcome/result of the Postal Ballot:

Details of Agenda Item(s):

Item No.	Details of Agenda	Resolution required	Mode of voting
1.	Re-appointment of Mr. Srinjay Sengupta (DIN: 02692531) as Non-Executive Independent Director of the Company for the second term of 5 years	Special Resolution	Remote E-voting (Passed with Requisite majority)
2.	Amendment of the Employee Stock Scheme/Plan 2022	Special Resolution	Remote E-voting (Passed with Requisite majority)
3.	Issue of Bonus Shares	Ordinary Resolution	Remote E-voting (Passed with Requisite majority)

The Resolutions as set forth in Item No. 1, 2 and 3 were passed by the shareholders with requisite majority.

Ms. Savita Jyoti of M/s. Savita Jyoti Associates, Practising Company Secretaries who was appointed as the Scrutinizer for conducting the postal ballot process and Remote e-voting process has submitted her report on March 6, 2026.



In terms of the provisions of Regulation 44(3) of the Listing Regulations, the summary of the combined results of the Postal Ballot and Remote e-voting and the Scrutinizer's Report are attached as **Annexure 1** and **Annexure 2** respectively.

This is for your information and records.

Thanking you,

Yours truly,

For **eClerx Services Limited**



Pratik Bhanushali
VP-Legal & Company Secretary
F8538

Encl.: as above

Annexure 1

Date of declaration of Postal Ballot Result	March 6, 2026
Total number of shareholders as on record date (i.e. January 30, 2026)	69796
No. of shareholders present in the meeting either in person or through proxy:	Not Applicable
Promoter and Promoter Group	
Public	
No. of Shareholders attended the meeting through Video Conferencing	Not Applicable
Promoter and Promoter Group	
Public	

Agenda-wise disclosure:

Item No. 1

Re-appointment of Mr. Srinjay Sengupta (DIN: 02692531) as Non-Executive Independent Director of the Company for the second term of 5 years

Resolution required : Ordinary/Special						Special Resolution		
Whether promoter/promoter group are interested in the agenda/resolution?						No		
Category	Mode of voting	No. of shares held	No. of votes polled	% of votes polled on out-standing share	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes in 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	25640350	25584411	99.7818	25584411	0	100.0000	0.0000
	Postal Ballot		0	0	0	0	0	0
	Total		25584411	99.7818	25584411	0	100.0000	0.0000
Public - Institutions	E-voting	16930995	15377108	90.8222	15003977	373131	97.5734	2.4265
	Postal Ballot		0	0	0	0	0	0
	Total		15377108	90.8222	15003977	373131	97.5734	2.4265
Public Non-Institutions	E-voting	4454014	157401	3.5339	157269	132	99.9161	0.0838
	Postal Ballot		0	0	0	0	0	0
	Total		157401	3.5339	157269	132	99.9161	0.0838
Total		47025359	41118920	87.4399	40745657	373263	99.0922	0.9078

Agenda-wise disclosure:**Item No. 2****Amendment of the Employee Stock Scheme/Plan 2022**

Resolution required : Ordinary/Special						Special Resolution		
Whether promoter/promoter group are interested in the agenda/resolution?						No		
Category	Mode of voting	No. of shares held	No. of votes polled	% of votes polled on out-standing share	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes in 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	25640350	25584411	99.7818	25584411	0	100.0000	0.0000
	Postal Ballot		0	0	0	0	0	0
	Total		25584411	99.7818	25584411	0	100.0000	0.0000
Public - Institutions	E-voting	16930995	15377108	90.8222	15068748	308360	97.9946	2.0053
	Postal Ballot		0	0	0	0	0	0
	Total		15377108	90.8222	15068748	308360	97.9946	2.0053
Public Non-Institutions	E-voting	4454014	157326	3.5322	157191	135	99.9141	0.0858
	Postal Ballot		0	0	0	0	0	0
	Total		157326	3.5322	157191	135	99.9141	0.0858
Total		47025359	41118845	87.4397	40810350	308495	99.2497	0.7503

Agenda-wise disclosure:**Item No. 3****Issue of Bonus Shares**

Resolution required : Ordinary/Special						Ordinary Resolution		
Whether promoter/promoter group are interested in the agenda/resolution?						Only to the extent of their respective shareholding in the Company, if any		
Category	Mode of voting	No. of shares held	No. of votes polled	% of votes polled on outstanding share	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes in 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	25640350	25584411	99.7818	25584411	0	100.0000	0.0000
	Postal Ballot		0	0	0	0	0	0
	Total		25584411	99.7818	25584411	0	100.0000	0.0000
Public - Institutions	E-voting	16930995	15377108	90.8222	14833556	543552	96.4651	3.5348
	Postal Ballot		0	0	0	0	0	0
	Total		15377108	90.8222	14833556	543552	96.4651	3.5348
Public Non-Institutions	E-voting	4454014	157401	3.5339	157309	92	99.9415	0.0584
	Postal Ballot		0	0	0	0	0	0
	Total		157401	3.5339	157309	92	99.9415	0.0584
Total		47025359	41118920	87.4399	40575276	543644	98.6779	1.3221

SCRUTINIZER'S REPORT

[Pursuant to Section 110 and Section 108 of the Companies Act, 2013 read with Rule 20 & Rule 22 of the Companies (Management and Administration) Rules, 2014 as amended]

To
The Chairperson
eClerx Services Limited
Sonawala Building, 1st Floor, 29 Bank Street,
Fort, Mumbai - 400 023, Maharashtra, India
CIN: L72200MH2000PLC125319

Dear Sir/Madam,

Sub: Passing of resolution through Postal Ballot notice dated January 28, 2026

Pursuant to the resolution passed by the Board of Directors of eClerx Services Limited (hereinafter called Company) on **January 28, 2026**, we have been appointed as scrutinizer for conducting the postal ballot and e-voting process in fair and transparent manner in respect of the resolution(s) as circulated in the postal ballot notice dated **January 28, 2026**.

The Company had engaged the services of its Registrar and Transfer Agent viz, KFin Technologies Limited, Hyderabad to provide platform for recording votes of shareholders electronically through Remote e-voting. KFin Technologies Limited has set up the Remote e-voting facility on the KFinTech e-voting website: <https://evoting.kfintech.com/>

Sr. No.	Description of Resolution(s)
1	Re-appointment of Mr. Srinjay Sengupta (DIN: 02692531) as Non-Executive Independent Director of the Company
2	Amendment of the Employee Stock Scheme/Plan 2022
3	Issue of Bonus Shares

We report that the postal ballot notice dated January 28, 2026 together with the explanatory statement, under Section 110 of the Companies Act, 2013 read with the relevant rules, were sent via electronic mode to all those members whose e-mail addresses were registered with the Company / Depositories and whose names appear in the Register of Members of the Company or in the List of Beneficial Owners maintained by the Depositories as on Friday, January 30, 2026 (cut-off date) pursuant to the circulars and notifications issued by the Ministry of Corporate Affairs, Government of India (the 'MCA') and SEBI Listing Regulations.

In compliance with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 read with the MCA Circulars and the Listing Regulations, the details pertaining to dispatch of Postal Ballot notice and details of the Special Business items set out, through Postal Ballot by remote electronic voting ('e-voting') process were published in "Business Standard", English Newspaper and in "Sakal", Marathi Newspaper on February 4, 2026.

The voting period for remote e-voting commenced on Wednesday, February 4, 2026, from 09:00 hours (IST) and ended on Thursday, March 5, 2026, 17:00 hours (IST) both days inclusive. The votes cast by remote e-voting through KFin Technologies Limited received only up to March 5, 2026, 17:00 hours (IST) were considered valid for scrutiny and the platform was blocked thereafter.

The e-voting module of KFin Technologies Limited was unblocked thereafter by me in presence of Mr. Pavan Kumar and Mr. Manoranjan, not in employment of the Company, as prescribed under Rule 20 of the Companies (Management and Administration) Rules, 2014.

On scrutiny, we report that 482 shareholders exercised their vote through e-voting for Special Resolution No. 1.

On scrutiny, we report that 482 shareholders exercised their vote through e-voting for Special Resolution No. 2.

On scrutiny, we report that 482 shareholders exercised their vote through e-voting for Ordinary Resolution No. 3.

The details of the Voting are as under:

1. Re-appointment of Mr. Srinjay Sengupta (DIN: 02692531) as Non-Executive Independent Director of the Company – Special Resolution:

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

No. of members	No. of votes cast in favor of Resolution	% of total no. of valid votes cast
430	4,07,45,657	99.09

(ii) Voted ***against*** the resolution:

No. of members	No. of votes cast in against of Resolution	% of total no. of valid votes cast
51	3,73,263	0.91

(iii) **Invalid & Abstain** votes:

Total numbers of members whose votes were declared invalid	Total number of votes cast by them
4	4,314

As the number of votes cast in favour of the resolution is more than three times the number of votes cast against, I report that the Special Resolution as set forth in the Postal Ballot Notice dated January 28, 2026, has been passed by the Members. The Resolution is deemed as passed on the last date specified for e-voting, i.e., March 5, 2026.

2. Amendment of the Employee Stock Scheme/Plan 2022 – Special Resolution:

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

No. of members	No. of votes cast in favor of Resolution	% of total no. of valid votes cast
455	4,08,10,350	99.25

(ii) Voted **against** the resolution:

No. of members	No. of votes cast in against of Resolution	% of total no. of valid votes cast
23	3,08,495	0.75

(iii) **Invalid & Abstain** votes:

Total numbers of members whose votes were declared invalid	Total number of votes cast by them
5	4,389

As the number of votes cast in favour of the resolution is more than three times the number of votes cast against, I report that the Special Resolution as set forth in the Postal Ballot Notice dated January 28, 2026, has been passed by the Members. The Resolution is deemed as passed on the last date specified for e-voting, i.e., March 5, 2026.

3. Issue of Bonus Shares – Ordinary Resolution:

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

No. of members	No. of votes cast in favor of Resolution	% of total no. of valid votes cast
460	4,05,75,276	98.67

(ii) Voted **against** the resolution:

No. of members	No. of votes cast in against of Resolution	% of total no. of valid votes cast
21	5,43,644	1.33

(iii) **Invalid & Abstain** votes:

Total numbers of members whose votes were declared invalid	Total number of votes cast by them
4	4,314

As the number of votes cast in favour of the resolution is more than the number of votes cast against, I report that the Ordinary Resolution as set forth in the Postal Ballot Notice dated January 28, 2026, has been passed by the Members. The Resolution is deemed as passed on the last date specified for e-voting, i.e., March 5, 2026.

The result of the Postal Ballot will be displayed on the Company's website www.eclerx.com and also that of the e-voting Service Provider KFin Technologies Limited at <https://evoting.kfintech.com>. The results will also be communicated to BSE Limited and the National Stock Exchange of India Limited, being stock exchanges where the shares of the Company are listed.

SAVITA JYOTI ASSOCIATES
COMPANY SECRETARIES

CS. SAVITA JYOTI, B.Com., F.C.S.

The register of postal ballot and all other relevant records of voting process given/provided/maintained in electronic mode will remain in our custody until the Chairperson considers, approves, and signs the Minutes of the Postal Ballot and the same shall be handed over thereafter to the Company Secretary for safe keeping.

Thanking you

for **Savita Jyoti Associates**
Company Secretaries

Savita Jyoti

CS Savita Jyoti

Scrutinizer

FCS No.: 3738, CP No.: 1796

UDIN: F003738G004035733

Place: Hyderabad

Date: March 6, 2026

Witness 1:

Deva

Witness 2:

Manjya

SAVITA JYOTI, FCS 3738
Practicing Company Secretary
Certificate of Practice No. 1796

Countersigned by:

for **eClerx Services Limited**

Shailesh
Sharad
Kekre

Digitally signed
by Shailesh
Sharad Kekre
Date: 2026.03.06
11:07:07 +05'30'

Shailesh Kekre

Non-Executive - Independent Director-Chairperson

Place: Bengaluru

Date: March 6, 2026