

EL/SEC/2025-26/127

March 14, 2026

Corporate Relationship Department
BSE Limited
1st Floor, New Trading Ring Rotunda
Building, P J Towers, Dalal Street, Fort,
Mumbai - 400 001

The Manager, Listing Department
National Stock Exchange of India Limited
"Exchange Plaza", C-1, Block G,
Bandra-Kurla Complex, Bandra (E),
Mumbai - 400 051

Script Code: 543533

Symbol: EMUDHRA

Dear Sir/Madam,

Sub: Scrutinizer Report on Postal Ballot e-voting

Pursuant to Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 108 of the Companies Act, 2013, read with Rule 20(4) of the Companies (Management and Administration) Rules, 2014, please find enclosed herewith the Scrutinizer report on the Resolutions passed by the members of the Company through Postal Ballot e-voting commenced on Thursday, February 12, 2026 , 9:00 AM and ended on Friday, March 13, 2026 at 5:00 P.M (IST).

Resolution(s) set out in the Postal Ballot Notice dated February 09, 2026, has been approved by the shareholders with the requisite majority. The resolution is deemed to have been passed on March 13, 2026, i.e. the last date of remote e-voting

This is for your information and records.

Thanking you

Yours faithfully,

For eMudhra Limited

Johnson Xavier
Company Secretary & Compliance Officer
Membership No. A28304

S.P. NAGARAJAN M.Com., A.C.S., L.L.B.
Company Secretary in Wholetime Practice

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REPORT OF SCRUTINIZER

[Remote e - Voting]

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 (4) (ix) of the Companies (Management and Administration) Amendment Rules, 2015]

The Chairman

EMUDHRA LIMITED

Plot No 12-P1-A & 12-P1-B, Hi-Tech Defence and Aerospace Park (IT sector),
Jala Hobli, BK Palya, Bangalore-562149, Karnataka, India

Dear Sir,

I, S P Nagarajan, Company Secretary in Whole-time Practice, have been appointed as the Scrutinizer by the Board of Directors of eMudhra Limited (the Company) for the purpose of scrutinizing:

- i) the remote e-voting under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations 2015.

in a fair and transparent manner and ascertaining the requisite majority by remote e-voting as per the provisions of the Companies Act, 2013 and rules made there under (including any amendment thereto for the time being in force) and as per the provisions of Secretarial Standard-2 (SS-2) on "General Meetings", issued by the Institute of Company Secretaries of India (ICSI) pursuant to Section 118 (10) of the Companies Act, 2013, on the resolutions contained in the Postal Ballot Notice.

The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder (including any amendment thereto for the time being in force) with regard to voting through electronic means (by remote e-voting) on the resolutions as set out in the Postal Ballot Notice is the responsibility of the Company's management.

The e-voting facility for voting on the Postal Ballot (remote e-voting) was provided by MUFG Intime India Private Limited (Formerly Link Intime India Private Limited)

(MIPL).



My responsibility as a Scrutinizer is to render the Scrutinizer's Report of the votes cast "in favour" or "against" or "invalid" votes, if any on the resolutions contained in the Postal Ballot Notice, based on the reports generated from the remote e-voting system provided by MIPL, in tandem with the reconciliation of the records maintained by the Company / MIPL (Registrar and Share Transfer Agent (RTA) of the Company).

DISPATCH OF POSTAL BALLOT NOTICE THROUGH ELECTRONIC MODE:

In compliance with the circulars issued by the Ministry of Corporate Affairs ("MCA") and SEBI, the Postal Ballot Notice was sent through electronic mode to the members whose e-mail addresses were registered with the Company/ Depositories. Pre-paid envelopes were not required to be sent to the members for the Postal Ballot in accordance with the requirements as specified under the circulars of MCA. Accordingly, the assent or dissent of the Members have been casted through remote e-voting system. The Notice was also made available on the Company's website, websites of the Stock Exchanges and on the website of MIPL.

CUT-OFF DATE:

The members of the Company holding shares either in physical form or in dematerialized form as on the cut-off date i.e. Friday, 6th February 2026, were entitled to vote on the resolutions contained in the Postal Ballot Notice. The voting rights of members were in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date i.e. Friday, 6th February 2026.

REMOTE E-VOTING:

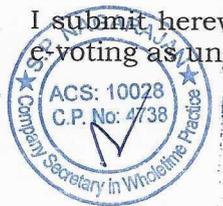
The facility of remote e-voting platform was provided by MUFG Intime India Private Limited (Formerly Link Intime India Private Limited) (MIPL).

The remote e-voting period was open from Thursday, 12th February 2026 (9:00 A.M. IST) to Friday, 13th March 2026 (5:00 P.M. IST) on <https://instavote.linkintime.co.in/>.

COUNTING PROCESS:

The votes cast through remote e-voting were unblocked and downloaded from the e-voting website of MIPL - <https://instavote.linkintime.co.in/> in the presence of two witnesses, who are not in the employment of the Company. The e-voting data/results downloaded from the e-voting system of MIPL were scrutinized and reviewed, the votes were counted, and the results were prepared.

I submit herewith my Scrutinizer's Report on the results of voting through remote e-voting as under:



SPECIAL BUSINESS:

Item 1: Special Resolution

Re-appointment of Mr. Venkatraman Srinivasan (DIN:00640646) as Executive Chairman of the Company, who is attaining the age of 70 years on May 26, 2026

“**RESOLVED THAT** in accordance with the provisions of Sections 196, 197, 198 and 203 read with Schedule V and other applicable provisions of the Companies Act, 2013 ('the Act') and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the provisions of the articles of association of the company or such other approvals and sanctions as may be necessary, approval of the members be and is hereby accorded for the re-appointment of Mr. Venkatraman Srinivasan (DIN: 00640646), in respect of whom the Company has received a notice in writing under Section 160 of the Act from a Member proposing his candidature for the office of Director and who will attain the age of 70 (Seventy) years on May 26, 2026, as an Executive Chairman of the Company, for a period of 5 (Five) years with effect from May 26, 2026 till May 25, 2031, not subject to retirement by rotation, as recommended by the Nomination and Remuneration Committee and the Board of Directors at their Meeting held on February 02, 2026 with the following terms and conditions:

a. **Term:**

- i. 5 years commencing from May 26, 2026 to May 25, 2031
- ii. His current term of employment which is valid up to November 02, 2026 will end on May 25, 2026

b. **Remuneration:** Mr. Venkatraman Srinivasan will draw a remuneration of Re. 1 per year as proposed by him.

c. **Allowance & Perquisites:** Accommodation, conveyance, transportation will be provided by the company. He will be eligible for communication expenses, medical insurance for him and his family, leave and leave travel passage, for him and his spouse, Personal Accident Insurance and Group Term Insurance Coverage, reimbursement of expenses incurred by him for the purpose of the business of the Company and such other benefits, amenities and perquisites as the Board of Directors of the Company may determine from time to time.

RESOLVED FURTHER THAT the Board and/ or the Nomination and Remuneration Committee of the Company be and is hereby authorized to alter, vary and modify the said terms of appointment and/ or remuneration payable to him, including the monetary value thereof, as per applicable provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 or any statutory modification, clarifications or re-enactment thereof from time to time.



RESOLVED FURTHER THAT any Director and/or Company Secretary of the Company be and are hereby severally authorized to do all such acts, deeds and things and to sign all such documents and writings as may be necessary, expedient and incidental thereto to give effect to this resolution and for matters connected therewith or incidental thereto.”

Total Number of members participated through remote e-voting	Total Number of votes cast
250	6,33,97,469

Particulars of voting	Votes in favour of the resolution		Votes against the resolution		Invalid Votes
	Number	%	Number	%	
Remote e-voting	6,28,38,018	99.12	5,59,451	0.88	-
Total	6,28,38,018	99.12	5,59,451	0.88	-

Note:

- (i). 3 (three) members holding 9,158 Equity Shares of face value of Rs.5/- each of the Company were abstain from voting.
- (ii). 2 (two) members holding 3,323 Equity Shares of face value of Rs.5/- each of the Company, have voted less by 2,299 Shares for the above resolution.

Item 2: Special Resolution

Appointment of Mr. Kaushik Srinivasan (DIN: 02634925) as a Whole-Time Director:

“**RESOLVED THAT** in accordance with the provisions of Sections 196, 197, 198 and 203 read with Schedule V and other applicable provisions of the Companies Act, 2013 ('the Act') and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the provisions of the articles of association of the company or such other approvals and sanctions as may be necessary, approval of the members be and is hereby accorded for the appointment of Mr. Kaushik Srinivasan (DIN: 02634925), in respect of whom the Company has received a notice in writing under Section 160 of the Act from a Member proposing his candidature for the office of Director, as a Whole-Time Director of the Company, for a period of 5 (Five) years with effect from April 01, 2026 till March 31, 2031, not subject to retirement by rotation, as recommended by the Nomination and Remuneration Committee and the Board of Directors at their Meeting held on February 02, 2026 with the following terms and conditions:

- a. **Term:** 5 years commencing from April 01, 2026 to March 31, 2031
- b. **Remuneration:** The aggregate of salary, fixed allowances and bonus/performance linked incentives payable to Mr. Kaushik Srinivasan shall be in the range of Rs. 75,00,000/- to Rs. 2,00,00,000/- per annum.



- c. **Allowance & Perquisites:** Accommodation, conveyance, transportation will be provided by the company. He will be eligible for communication expenses, medical insurance for him and his family, leave and leave travel passage, for him, his spouse and children, Personal Accident Insurance and Group Term Insurance Coverage, he shall be entitled to contribution to the Company's Provident Fund Scheme in accordance with the rules of the Scheme, he shall be entitled to Gratuity as per the rules of the Company, reimbursement of expenses incurred by him for the purpose of the business of the Company and such other benefits, amenities and perquisites as the Board of Directors of the Company may determine from time to time.

RESOLVED FURTHER THAT the Board and/ or the Nomination and Remuneration Committee of the Company be and is hereby authorized to alter, vary and modify the said terms of appointment and/ or remuneration payable to him, including the monetary value thereof, as per applicable provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 or any statutory modification, clarifications or re-enactment thereof from time to time.

RESOLVED FURTHER THAT any Director and/or Company Secretary of the Company be and are hereby severally authorized to do all such acts, deeds and things and to sign all such documents and writings as may be necessary, expedient and incidental thereto to give effect to this resolution and for matters connected therewith or incidental thereto."

Total Number of members participated through remote e-voting	Total Number of votes cast
249	6,33,96,552

Particulars of voting	Votes in favour of the resolution		Votes against the resolution		Invalid Votes
	Number	%	Number	%	
Remote e-voting	6,32,67,575	99.80	1,28,977	0.20	-
Total	6,32,67,575	99.80	1,28,977	0.20	-

Note:

- (i). 4 (four) members holding 9,175 Equity Shares of face value of Rs.5/- each of the Company were abstain from voting.
(ii). 2 (two) members holding 3,323 Equity Shares of face value of Rs.5/- each of the Company, have voted less by 3,199 Shares for the above resolution.



Item 3: Ordinary Resolution

Appointment of Mr. Arvind Srinivasan (DIN: 02547313) as a Director:

“**RESOLVED THAT** in accordance with the provisions of Sections 152, 160, and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualifications of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the provisions of the articles of association of the company or such other approvals and sanctions as may be necessary, based on the recommendation of the Nomination and Remuneration Committee and the Board at their meeting held on February 02, 2026, Mr. Arvind Srinivasan (DIN: 02547313) in respect of whom the Company has received a notice in writing under Section 160 of the Act from a Member proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company, with effect from April 01, 2026 who shall be liable to retire by rotation and eligible for sitting fees for the Board and Committee meetings.

RESOLVED FURTHER THAT any Director and/or Company Secretary of the Company be and are hereby severally authorized to do all such acts, deeds and things and to sign all such documents and writings as may be necessary, expedient and incidental thereto to give effect to this resolution and for matters connected therewith or incidental thereto.”

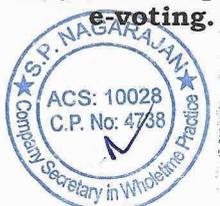
Total Number of members participated through remote e-voting	Total Number of votes cast
249	6,33,96,549

Particulars of voting	Votes in favour of the resolution		Votes against the resolution		Invalid Votes
	Number	%	Number	%	
Remote e-voting	6,33,80,982	99.98	15,567	0.02	-
Total	6,33,80,982	99.98	15,567	0.02	-

Note:

- (i). 4 (four) members holding 9,175 Equity Shares of face value of Rs.5/- each of the Company were abstain from voting.
- (ii). 3 (three) members holding 3,381 Equity Shares of face value of Rs.5/- each of the Company, have voted less by 3,202 Shares for the above resolution.

All the resolutions mentioned in the Postal Ballot notice have been passed with requisite majority by the Shareholders who have voted through remote e-voting.



I hereby confirm that the relevant records in respect of the votes cast through remote e-voting on the resolution containing in the Postal Ballot Notice by the members of the Company shall remain in my safe custody until the Chairman or a Director/person authorized in this regard considers, approves and signs the minutes/report on Postal Ballot and thereafter, I shall return the relevant records for safe keeping to the Company Secretary or any other person authorized by the Board for this purpose.

I hereby thank the Company for providing me an opportunity to act as the Scrutinizer for the above Electronic Voting System.

Thanking you,
Yours faithfully

Place: Bangalore	Signature :  Name of the Company Secretary : S.P. NAGARAJAN
Date: 13th March 2026	ACS Number : 10028 CP Number : 4738 UDIN : A010028G004069435
Peer reviewed Unit - bearing Unique Identification Number: I2002KR300400	




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