

December 29, 2025

BSE Limited
Corporate Relations Department
P.J. Towers, Dalal Street,
Mumbai - 400 001

National Stock Exchange of India Limited
“Exchange Plaza”,
Bandra Kurla Complex, Bandra (E),
Mumbai - 400 051.

Scrip code: 532859

Symbol: HGS

Dear Sir,

Sub: Voting Results and Scrutinizer’s Report on Postal Ballot- Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

This is in continuation to our earlier letter dated November 25, 2025 enclosing the copy of Postal Ballot Notice dated November 10, 2025 seeking approval of the Members/ Shareholders of Hinduja Global Solutions Limited (‘the Company’) for the Resolution as contained in the Notice.

We wish to inform you that the Postal Ballot was conducted by the Company for seeking the approval of the Shareholders of the Company for the following resolution:

SI. No	Type of resolution	Description of the Resolution
1	Special Resolution	Re-appointment of Mr. Vynsley Fernandes (DIN: 02987818) as Whole-time Director of the Company and fixation of his remuneration.

The above resolution has been approved by the Members of the Company with requisite majority. The resolution is deemed to have been passed on the last date of e-voting i.e. on December 26, 2025.

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the voting results of the said Postal Ballot in the prescribed format along with the copy of the Scrutinizer’s Report are enclosed herewith in Annexure. The same will also be made available on the Company’s website at www.hgs.cx and on the website of Company’s Registrar and Transfer Agent (RTA) i.e. KFin Technologies Limited at <https://evoting.kfintech.com>

You are requested to kindly take the above on record.

Thanking you,

For Hinduja Global Solutions Limited

Narendra Singh
Company Secretary
F4853

Encl : As above

HINDUJA GLOBAL SOLUTIONS LIMITED.

Virendra Bhatt

Company Secretary

Office :

Office No.: 03, A Wing, 9th Floor,
Pinnacle Corporate Park,
BKC CST Link Rd., MMRDA Area,
Bandra Kurla Complex,
Bandra East, Mumbai - 400 051

Tel.: 022 - 2652 9367 / 68

Mobile No.: +91 98200 48670

Email : bhattvirendra1945@yahoo.co.in

Scrutinizer's Report

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

To,

The Chairman,

Hinduja Global Solutions Limited

CIN: L92199MH1995PLC084610

Tower C, 1st Floor, Plot C-21, G Block,

Bandra Kurla Complex, Bandra(East),

Mumbai, Maharashtra, India, 400051

Sub: Scrutinizer's Report on Postal Ballot voting by way of remote voting by electronic means in respect of passing of the resolutions set-out in the notice of Postal Ballot dated 10th November, 2025

Pursuant to Section 110 of the Companies Act, 2013 ("the Act") read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("the Rules") I, Virendra Bhatt, Practicing Company Secretary, have been appointed as Scrutinizer by the Board of Directors of Hinduja Global Solutions Limited ("the Company") for the purpose of scrutinizing the Postal Ballot voting conducted by way of remote e-voting process ("e-voting") in a fair and transparent manner on the resolution contained in the Postal Ballot Notice dated 10th November, 2025 ("Notice") issued in accordance with General Circular No. 03/2025 dated September 22, 2025 read with General Circular No. 09/2024 dated September 19, 2024 and other connected circulars issued in this regard (collectively referred to as 'MCA Circulars'), pursuant to Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), as amended, Secretarial Standard on General Meetings ('SS - 2') issued by the Institute of Company Secretaries of India and pursuant to all other applicable laws and regulations.



1. In compliance with the MCA Circulars and SEBI Circular, the Notice was sent only through electronic mode to equity shareholders whose email address are registered with the Company/ Registrar & Transfer Agent of the Company, viz. National Securities Depository Limited ("NSDL)/ Central Depository (India) Services Limited ("CDSL") /Depository Participants as on Friday, November 14, 2025 ("Cut-Off Date").

The Notice was also placed on the website of the Company at www.hgs.cx and on the website of the Stock Exchanges, i.e., BSE Limited (BSE) and National Stock Exchange of India Limited (NSE) at www.bseindia.com and www.nseindia.com respectively; and on the website of KFin Technologies Limited at www.kfintech.com, being the agency appointed by the Company to provide to its equity shareholders facility to exercise their right to vote on the special resolution contained in the Notice.

In compliance with the MCA Circulars, a newspaper advertisement was published on Wednesday, 26 November 2025 in 'Business Standard' (English language newspaper) and in 'Sakal' (Marathi language newspaper) specifying the details of dispatch of Notice and instruction for e-voting.

2. The said appointment as Scrutinizer is under the provisions of Sections 108 and 110 of the Act read with the Rules, as amended. As the Scrutinizer, I have to scrutinize the process of e-voting conducted for the postal ballot, using an electronic voting system on the dates referred to in the Notice.

3. 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 Circulars; and (iii) the SEBI (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 secured framework and robustness of the electronic voting systems.

4. Scrutinizer's Responsibility

My responsibility as a scrutinizer for e-voting process is restricted to making a Scrutinizer's report of the votes cast "in favour" or "against" by the members in respect of the resolution contained in the Notice. My report is based on verification of data and reports generated from the voting system provided by KFin Technologies Limited ('KFin'), the Agency authorized under the Rules and engaged by the Company to provide e-voting facility and attendant papers/



documents furnished to me electronically till the time fixed for closing of the e-voting process i.e. till 05:00 p.m. on Friday, December 26, 2025.

5. Cut-off date

The Members of the Company as on the "cut-off" date as set out in the Notice i.e. Friday, November 14, 2025 were entitled to vote on the resolution set out in the Notice and their voting rights were in proportion to their shareholding in the paid-up equity share capital of the Company as on the cut-off date, subject to the provisions of Articles of Association of the Company.

6. Remote e-voting process

- i. The remote e-voting period remained open from, Thursday, November 27, 2025 (09:00 a.m. IST) to Friday, December 26, 2025 (05:00 p.m. IST).
- ii. The votes cast during the remote e-voting were unblocked on Friday, December 26, 2025 after the conclusion of e-voting period for Postal Ballot and was witnessed by two witnesses, Ms. Sneha Agarwal and Mr. Sahil Pawar who are not in the employment of the Company and / or KFin. They have signed below in confirmation of the same.



Ms. Sneha Agarwal



Mr. Sahil Pawar

- iii. Thereafter, the details containing, *inter-alia*, the list of Members who voted "in favour" or "against" on the resolutions were generated from the remote e-voting website of KFin, i.e., <https://evoting.kfintech.com>. Based on the report generated by KFin Technologies Limited ('KFin') and relied upon by me, data regarding the remote e-voting was scrutinized on test check basis.
7. I submit herewith the Scrutinizer's Report on the results of the remote e-voting for postal ballot, based on the report generated by KFin Technologies Limited ('KFin'), scrutinized on test-check basis, and relied upon by me as under:



1. Special Resolution - Re-Appointment Of Mr. Vynsley Fernandes (DIN: 02987818). Whole-Time Director Of The Company And Fixation Of Remuneration

Total Voting:

Manner of Voting	Total votes		Valid Votes		Invalid / Abstain/ Not Voted		Less Voted
	No. of Members	No. of shares held by them	No. of Members	No. of votes cast by them	No. of Members	No. of votes	No. of votes
E-Voting	309	25103186	305	25103092	4	83	11

Voted in favour of the resolution and voted against the resolution:

Manner of Voting	Votes in favour of the resolution			Votes against the resolution		
	No. of members who voted	No. of votes cast by them	Percentage (%)	No. of members who voted	No. of votes cast by them	Percentage (%)
E-Voting	253	24838913	98.9476%	52	264179	1.0524%

Resolution has been passed as special resolution with requisite majority.

Notes:

1. The figures in percentage have been rounded off to 4 decimal points.
2. The electronic data and all other relevant records relating to remote e-voting are under my safe custody and will be handed over to the Company Secretary of the Company, for preserving safely after the Chairman considers, approves and signs the minutes of the Postal Ballot.
3. This report is issued in accordance with the terms of the Engagement Letter.

Restriction on Use

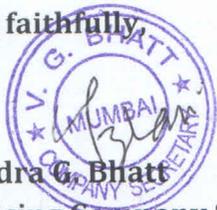
8. This report has been issued at the request of the Company for (i) submission to Stock Exchanges, (ii) placing on website of the Company, (iii) placing at the



Registered Office of the Company and (iv) placing on website of Depositories. 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.

Thanking You,

Yours faithfully,



Virendra G. Bhatt

Practicing Company Secretary

ACS No.: 1157 / COP No.: 124

Peer Review Cert. No.: 6489/2025

Date: 29th December, 2025

Place: Mumbai

UDIN: A001157G002955231

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General information about company

Scrip code	532859
NSE Symbol	HGS
MSEI Symbol	NOTLISTED
ISIN	INE170I01016
Name of the company	Hinduja Global Solutions Limited
Type of meeting	Postal Ballot
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	26-12-2025
Start time of the meeting	
End time of the meeting	

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Scrutinizer Details

Name of the Scrutinizer	Mr.Virendra Bhatt
Firms Name	ra G Bhatt, Practicing Company Secretary
Qualification	CS
Membership Number	1157
Date of Board Meeting in which appointed	10-11-2025
Date of Issuance of Report to the company	29-12-2025

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Voting results	
Record date	14-11-2025
Total number of shareholders on record date	63289
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	
b) Public	
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	
b) Public	
No. of resolution passed in the meeting	1
Disclosure of notes on voting results	Add Notes

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Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Mr. Vynsley Fernandes (DIN: 02987818), as Whole-time Director of the Company and fixation of his remuneration.				
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	31627348	24638356	77.9021	24638356	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	31627348	24638356	77.9021	24638356	0	100.0000	0.0000
Public- Institutions	E-Voting	5501955	254559	4.6267	1245	253314	0.4891	99.5109
	Poll							
	Postal Ballot (if applicable)							
	Total	5501955	254559	4.6267	1245	253314	0.4891	99.5109
Public- Non Institutions	E-Voting	9390982	210177	2.2381	199312	10865	94.8305	5.1695
	Poll							
	Postal Ballot (if applicable)							
	Total	9390982	210177	2.2381	199312	10865	94.8305	5.1695
Total		46520285	25103092	53.9616	24838913	264179	98.9476	1.0524
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

For Hinduja Global Solutions Limited

Narendra Singh
Company Secretary
F4853