



SEC/SE/053/25-26

Chennai, August 22, 2025

**BSE Limited,**  
Phiroze Jeejeebhoy Towers,  
P J Towers, Dalal Street,  
Mumbai – 400 001  
Scrip Code: 533121

**National Stock Exchange of India Limited,**  
Exchange Plaza, C-1, Block G,  
Bandra Kurla Complex,  
Bandra (East),  
Mumbai - 400 051  
Symbol: EXPLEOSOL

**Sub: Submission of Voting Results (Remote e-Voting) along with Scrutiniser Report of 27<sup>th</sup> Annual General Meeting of the Company.**

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Dear Sir / Madam,

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and Section 108 of Companies Act, 2013, read with Rule 20 of Companies (Management and Administration) Rules, 2014, as amended, we wish to inform that the Ordinary Business and Special Business as set out in the Notice of 27<sup>th</sup> Annual General Meeting dated June 27, 2025, has been passed by the members of the Company with requisite majority on Thursday, August 21, 2025. In this regard, please find enclosed herewith, the following:

1. Combined voting results (i.e., result of remote e-voting together with that of e-voting conducted at the AGM).
2. Report of Scrutiniser dated August 21, 2025, on Remote e-Voting process.

Further, the Voting Results and Scrutiniser Report are also being displayed on Company's website at <https://investors.expleo.com/> and on the e-Voting website of CDSL at [www.evotingindia.com](http://www.evotingindia.com).

We request you to take the same on record and oblige.

Thanking you,

Yours faithfully,

For Expleo Solutions Limited

S. Sampath Kumar  
Company Secretary and Compliance Officer  
Membership No. FCS 3838

Encl: As above.

## Voting Results

Disclosure as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

General information about company	
Scrip code	533121
NSE Symbol	EXPLEOSOL
MSEI Symbol	NOTLISTED
ISIN	INE201K01015
Name of the company	EXPLEO SOLUTIONS LIMITED
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	21-08-2025
Start time of the meeting	03:30 PM
End time of the meeting	05:15 PM
Scrutinizer Details	
Name of the Scrutinizer	Mr. V. Suresh
Firms Name	V. Suresh Associates, Practising Company Secretaries
Qualification	CS
Membership Number	FCS 2969
Date of Board Meeting in which appointed	27-06-2025
Date of Issuance of Report to the company	21-08-2025

**Voting results**

<b>Record date</b>	August 14, 2025
<b>Total number of shareholders on record date</b>	28,999
<b>No. of shareholders present in the meeting either in person or through proxy</b>	
<b>a) Promoters and Promoter group</b>	0
<b>b) Public</b>	0
<b>No. of shareholders attended the meeting through video conferencing</b>	
<b>a) Promoters and Promoter group</b>	1
<b>b) Public</b>	49
<b>No. of resolution passed in the meeting</b>	4

1.	Resolution required: (Ordinary / Special)			<b>Ordinary Resolution</b> - To receive, consider and adopt: a) The Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2025, with the reports of the Board of Directors' and Auditor's thereon. b) The Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2025, and Auditor's Report thereon.				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Category	Mode of voting	No. of shares held (1)	No. of votes polled (2)	% of Votes polled on outstanding shares (3)=[(2)/(1)]* 100	No. of votes – in favour (4)	No. of votes – against (5)	% of votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	11026058	11026058	100	11026058	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Sub Total (a)</b>		<b>11026058</b>	<b>11026058</b>	<b>100</b>	<b>11026058</b>	<b>0</b>	<b>100</b>
Public- Institutions	E-Voting	150288	6497	4.32	6497	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Sub Total (b)</b>		<b>150288</b>	<b>6497</b>	<b>4.32</b>	<b>6497</b>	<b>0</b>	<b>100</b>
Public- Non Institutions	E-Voting	4343393	58614	1.35	58607	7	99.99	0.01
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Sub Total (c)</b>		<b>4343393</b>	<b>58614</b>	<b>1.35</b>	<b>58607</b>	<b>7</b>	<b>99.99</b>
<b>Grand Total (a) + (b) +(c)</b>		<b>15519739</b>	<b>11091169</b>	<b>71.46</b>	<b>11091162</b>	<b>7</b>	<b>100</b>	<b>0</b>
<b>Whether resolution is Pass or Not.</b>							<b>Yes</b>	

2.	Resolution required: (Ordinary / Special)			<b>Ordinary Resolution</b> - To ratify the payment of interim dividend of Rs.50/- (500%) per equity share of the face value of Rs.10/- for the financial year 2024-25.				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Category	Mode of voting	No. of shares held (1)	No. of votes polled (2)	% of Votes polled on outstanding shares (3)=[(2)/(1)] *100	No. of votes – in favour (4)	No. of votes – against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	11026058	11026058	100	11026058	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Sub Total (a)</b>	<b>11026058</b>	<b>11026058</b>	<b>100</b>	<b>11026058</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public- Institutions	E-Voting	150288	6497	4.32	6497	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Sub Total (b)</b>	<b>150288</b>	<b>6497</b>	<b>4.32</b>	<b>6497</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public- Non Institutions	E-Voting	4343393	58614	1.35	58454	160	99.73	0.27
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Sub Total (c)</b>	<b>4343393</b>	<b>58614</b>	<b>1.35</b>	<b>58454</b>	<b>160</b>	<b>99.73</b>	<b>0.27</b>
<b>Grand Total (a) + (b) +(c)</b>		<b>15519739</b>	<b>11091169</b>	<b>71.46</b>	<b>11091009</b>	<b>160</b>	<b>100</b>	<b>0</b>
<b>Whether resolution is Pass or Not.</b>							<b>Yes</b>	

3.	Resolution required: (Ordinary / Special)			<b>Ordinary Resolution</b> - To appoint a Director in place of Mr. Rajesh Krishnamurthy (DIN: 08288884) who retires by rotation in terms of Section 152(6) of the Companies Act, 2013, at this Annual General Meeting and being eligible offers himself for re-appointment.				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Category	Mode of voting	No. of shares held (1)	No. of votes polled (2)	% of Votes polled on outstanding shares (3)=[(2)/(1)]* 100	No. of votes – in favour (4)	No. of votes – against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	11026058	11026058	100	11026058	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Sub Total (a)</b>		<b>11026058</b>	<b>11026058</b>	<b>100</b>	<b>11026058</b>	<b>0</b>	<b>100</b>
Public-Institutions	E-Voting	150288	6497	4.32	628	5869	9.67	90.33
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Sub Total (b)</b>		<b>150288</b>	<b>6497</b>	<b>4.32</b>	<b>628</b>	<b>5869</b>	<b>9.67</b>
Public- Non Institutions	E-Voting	4343393	58614	1.35	58600	14	99.98	0.02
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Sub Total (c)</b>		<b>4343393</b>	<b>58614</b>	<b>1.35</b>	<b>58600</b>	<b>14</b>	<b>99.98</b>
<b>Grand Total (a) + (b) +(c)</b>		<b>15519739</b>	<b>11091169</b>	<b>71.46</b>	<b>11085286</b>	<b>5883</b>	<b>99.95</b>	<b>0.05</b>
<b>Whether resolution is Pass or Not.</b>							<b>Yes</b>	

4.	Resolution required: (Ordinary / Special			<b>Ordinary Resolution</b> - Appointment of M/s. Alagar & Associates LLP (formerly known as M/s. Alagar & Associates), Company Secretaries (Firm Registration No. L2025TN019200) as Secretarial Auditors of the Company.				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Category	Mode of voting	No. of shares held (1)	No. of votes polled (2)	% of Votes polled on outstanding shares (3)=[(2)/(1)]* 100	No. of votes – in favour (4)	No. of votes – against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	11026058	11026058	100	11026058	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Sub Total (a)</b>	<b>11026058</b>	<b>11026058</b>	<b>100</b>	<b>11026058</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public- Institutions	E-Voting	150288	6497	4.32	6497	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Sub Total (b)</b>	<b>150288</b>	<b>6497</b>	<b>4.32</b>	<b>6497</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public- Non Institutions	E-Voting	4343393	58614	1.35	58602	12	99.98	0.02
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Sub Total (c)</b>	<b>4343393</b>	<b>58614</b>	<b>1.35</b>	<b>58602</b>	<b>12</b>	<b>99.98</b>	<b>0.02</b>
<b>Grand Total (a) + (b) +(c)</b>		<b>15519739</b>	<b>11091169</b>	<b>71.46</b>	<b>11091157</b>	<b>12</b>	<b>100</b>	<b>0</b>
<b>Whether resolution is Pass or Not.</b>							<b>Yes</b>	

For Expleo Solutions Limited

S. Sampath Kumar  
Company Secretary and Compliance Officer  
Membership No. FCS 3838



**Scrutinizer's Report**

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

To,  
The Chairperson of the Annual General Meeting  
**M/s. EXPLEO SOLUTIONS LIMITED,**  
6A, Sixth Floor, Prince Infocity II, 283/3 & 283/4,  
Rajiv Gandhi Salai (OMR), Kandanchavadi,  
Chennai – 600 096.

Dear Sir,

**Subject: Consolidated Scrutinizer's Report on remote e-voting pursuant to the provisions of Section 108 of the Companies Act, 2013 (Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and amendments thereto and in accordance with Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the 27<sup>th</sup> Annual General Meeting of M/s. Expleo Solutions Limited, held on Thursday, August 21, 2025, at 03.30 P.M, IST, through video conferencing ('VC') / other audio visual means ('OAVM').**

We, V Suresh Associates, Practising Company Secretaries, have been appointed by the Board of Directors of M/s. Expleo Solutions Limited ("the Company") as a Scrutinizer for the purpose of scrutinizing the remote e-voting process and ascertaining the requisite majority, on the resolutions contained in the notice dated June 27, 2025, issued in accordance with General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 02/2021 dated January 13, 2021, and 21/2021 dated December 14, 2021, Circular No 3/2022 dated May 5, 2022, and General Circular No. 11/2022 dated December 28, 2022, Circular No. 09/2023 dated September 25, 2023, and Circular No. 09/2024 dated September 19, 2024, issued by Ministry of Corporate Affairs (MCA), Government of India (hereinafter referred to as "MCA Circulars") and the SEBI vide its Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/ HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 05, 2023, SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023, and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3 2024, issued by the Securities and Exchange Board of India (referred to as 'SEBI Circulars'), Government of India, for the 27<sup>th</sup> Annual General Meeting of M/s. Expleo Solutions Limited, held on Thursday, August 21, 2025, at 03.30 P.M, IST, through video conferencing ('VC') / other audio visual means ('OAVM').

We were also appointed as Scrutinizer to scrutinize the remote e-voting process during the said Annual General Meeting.

*[Handwritten signature]*



The notice dated June 27, 2025, was sent to the shareholders in respect of the below mentioned resolutions passed at the 27<sup>th</sup> Annual General Meeting of the Company through electronic mode to those Members whose email addresses are registered with the Company/Depositories, in compliance with the aforesaid MCA & SEBI Circulars.

The Public Advertisement with respect to dispatch of notices and conducting of voting through electronic means was published in English newspaper "Financial Express" and in a vernacular newspaper "Makkal Kural" edition dated July 29, 2025.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013, and the Rules relating to voting through electronic means on the resolutions contained in the Notice of 27<sup>th</sup> Annual General Meeting of the members of the Company. Our responsibility as a Scrutinizer for the e-voting process is restricted to presenting a Scrutinizer's Report on the votes cast "in favour" or "against" or "abstained", in respect of the resolutions stated below, based on the reports generated from the e-voting system provided by M/s. Central Depository Services (India) Limited ("CDSL"), the authorized agency to provide e-voting facilities, engaged by the Company.

The e-voting period remained open from Monday, August 18, 2025, (9.00 A.M.) and ended on Wednesday, August 20, 2025, (5.00 P.M.) (both days inclusive).

The votes cast under remote e-voting facility were thereafter unblocked in the presence of two witnesses who were not in employment of the Company.

The Corporate members who had participated in the remote e-voting had provided scanned copy of the resolution passed at their Board of Directors Meeting for authorization to exercise their votes through e-voting.

The Company had also provided remote e-voting facility to the shareholders present at the Annual General Meeting through VC / OAVM and who had not cast their vote earlier.

The members of the Company as on the "Cut-off" date, i.e. Thursday, August 14, 2025, were entitled to vote on the resolutions (items nos. 1 to 4 as set out in the notice of the 27<sup>th</sup> Annual General Meeting of the Company.)

After the closure of remote e-voting at the Annual General Meeting, the report on voting done at the Annual General Meeting and the votes cast under remote e-voting facility prior to the Annual General Meeting were unblocked and were counted.

Thereafter, the consolidated results containing, inter alia, list of Equity Shareholders, who voted "for", "against" or "abstained", in respect of the each of the resolutions that were put to vote, were generated from the e-voting website of M/s. Central Depository Services (India) Limited ("CDSL"), (i.e.) <https://www.evotingindia.com> and remote e-voting at the Annual General Meeting, was prepared.

The consolidated results are as follows:



### Resolution No 1: Ordinary Business

**Ordinary Resolution:** Adoption of the audited Standalone & Consolidated financial statements for the financial year ended March 31, 2025, together with the reports of the Board of Directors' and Auditors' thereon.

Voting Method	Total Valid Votes	Votes in favour of the resolution			Votes against the resolution			Invalid Votes	Abstained Votes
		No. of folios	No. of Shares	% of total number of valid votes cast	No. of folios	No. of Shares	% of total number of valid votes cast		
Remote E-voting	1,10,78,626	67	1,10,78,622	99.99	1	4	0.01	-	-
E-voting at AGM	12,543	3	12,540	99.98	3	3	0.02	-	-
<b>TOTAL</b>	<b>1,10,91,169</b>	<b>70</b>	<b>1,10,91,162</b>	<b>99.99</b>	<b>4</b>	<b>7</b>	<b>0.01</b>	<b>-</b>	<b>-</b>

### Resolution No 2: Ordinary Business

**Ordinary Resolution:** Ratification on the payment of interim dividend of Rs.50/- (500%) per equity share of the face value of Rs.10/- for the financial year 2024-25

Voting Method	Total Valid Votes	Votes in favour of the resolution			Votes against the resolution			Invalid Votes	Abstained Votes
		No. of folios	No. of Shares	% of total number of valid votes cast	No. of folios	No. of Shares	% of total number of valid votes cast		
Remote E-voting	1,10,78,626	67	1,10,78,622	99.99	1	4	0.01	-	-
E-voting at AGM	12,543	2	12,387	98.76	4	156	1.24	-	-
<b>TOTAL</b>	<b>1,10,91,169</b>	<b>69</b>	<b>1,10,91,009</b>	<b>99.99</b>	<b>5</b>	<b>160</b>	<b>0.01</b>	<b>-</b>	<b>-</b>

### Resolution No 3: Ordinary Business

**Ordinary Resolution:** Appointment of Mr. Rajesh Krishnamurthy (DIN: 08288884) who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible offers himself for re-appointment.

Voting Method	Total Valid Votes	Votes in favour of the resolution			Votes against the resolution			Invalid Votes	Abstained Votes
		No. of folios	No. of Shares	% of total number of valid votes cast	No. of folios	No. of Shares	% of total number of valid votes cast		
Remote E-voting	1,10,78,626	59	1,10,72,746	99.95	9	5,880	0.05	-	-
E-voting at AGM	12,543	3	12,540	99.98	3	3	0.02	-	-
<b>TOTAL</b>	<b>1,10,91,169</b>	<b>62</b>	<b>1,10,85,286</b>	<b>99.95</b>	<b>12</b>	<b>5,883</b>	<b>0.05</b>	<b>-</b>	<b>-</b>



**Resolution No 4: Special Business**

**Ordinary Resolution: Appointment of M/s. Alagar & Associates LLP (formerly known as M/s. Alagar & Associates), Company Secretaries (Firm Registration No. L2025TN019200) as Secretarial Auditors of the Company.**

Voting Method	Total Valid Votes	Votes in favour of the resolution			Votes against the resolution			Invalid Votes	Abstained Votes
		No. of folios	No. of Shares	% of total number of valid votes cast	No. of folios	No. of Shares	% of total number of valid votes cast		
Remote E-voting	1,10,78,626	64	1,10,78,617	99.99	4	9	0.01	-	-
E-voting at AGM	12,543	3	12,540	99.98	3	3	0.02	-	-
<b>TOTAL</b>	<b>1,10,91,169</b>	<b>67</b>	<b>1,10,91,157</b>	<b>99.99</b>	<b>7</b>	<b>12</b>	<b>0.01</b>	<b>-</b>	<b>-</b>

All the resolutions have been passed with requisite majority.

Thanking you,  
Yours faithfully,

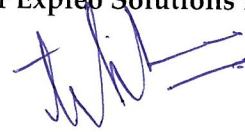
**For V Suresh Associates**



V Suresh  
Senior Partner  
Practising Company Secretaries  
Membership No. 2969  
CP No. 6032  
UDIN: F002969G001054888



**For Expleo Solutions Limited**



Phani Tangirala  
Managing Director & CEO  
DIN: 01871595

**Place:** Chennai

**Date:** 21<sup>st</sup> August, 2025