

### SPECTRUM TALENT MANAGEMENT LTD.

(Formerly known as Spectrum Talent Management Private Limited)

To. Date: - 19.09.2025

The Manager-Listing Department, The National Stock Exchange of India Limited, Exchange Plaza, NSE Building, Bandra Kurla Complex.Bandra East. Mumbai-400 051

Subject: Voting Results of the 13th Annual General Meeting of Spectrum Talent Management Limited and the Scrutinizer's Report.

Dear Sir,

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, please find enclosed herewith the details of the voting results of the 13<sup>th</sup> Annual General Meeting (AGM) of the Company held on 18th September, 2025 in the prescribed format. All four (4) resolutions as set out in the notice convening AGM were approved by the members of the Company with requisite majority.

We also enclose herewith a copy of Scrutinizer's Report issued by the Mr. Vijay K. Singhal (C.P. No 10385), proprietor of M/s Vijay K. Singhal & Associates, Company Secretaries.

Kindly take the above on your record.,

Thanking you,

Yours faithfully,

For Spectrum Talent Man

(Nitesh Anand)

Company Secretary cum Compliance officer

Membership No. A28698

Encl. as Above

PAN NO-AARCS4776MCS176NOSUS 117000128013012023357

Registered Office

DELHI-110092

B-4Registered Carrierens. 20. LF Extension.

APARTMENTS, 20, LP EXTENSION.

Executive Search 1

SECTOR 63, NOIDA-20 Flexi-HEHIRDESK-7055960428

VISIT US: WWW.STMPL.CO.IN, WWW.CONSULTSTM.COM

Great Place

VISIT US: WWW.STMPL.CO.IN, WWW.CONSULTSTM.COM

Off: 2<sup>nd</sup> Floor, Plot No. 6, Priya Enclave, Near Karkardooma Court, Delhi-110092 *Ph: 011-35699905, 9899722766 E-mail Id: pcsvijaysinghal1@gmail.com* 

#### REPORT OF SCRUTINIZER

(Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014)

To
The Chairman
13<sup>th</sup> Annual General Meeting of the Equity Shareholders
of Spectrum Talent Management Limited
held on Thursday, 18<sup>th</sup> day of September, 2025 at 12:32 P.M.
through Video Conferencing

Dear Sir,

I, Vijay K. Singhal, Proprietor of M/s Vijay K. Singhal & Associates, Practicing Company Secretaries, having office at Plot No. 6, 2<sup>nd</sup> Floor, Priya Enclave, Near Karkardooma Court, Delhi-110092, was appointed by the Board of Directors of Spectrum Talent Management Limited ('the Company') as the Scrutinizer for the purpose of scrutinizing the voting process, i.e. remote e-voting and e-voting at Annual General Meeting (AGM) under the provisions of Section 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) and General Circular Nos. 14/2020, 17/2020, 20/2020, 02/2021, 19/2021, 21/2021, 02/2022, 10/2022, 09/2023 and 09/2024 issued by the Ministry of Corporate Affairs on April 08, 2020; April 13, 2020; May 05, 2020; January 13, 2021; December 08, 2021; December 14, 2021; May 05, 2022; December 28, 2022; September 25, 2023 and September 19, 2024 respectively (MCA Circulars), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and other applicable provisions, of the Act, rules, regulations, circulars and notifications (including any statutory modification(s), clarification(S), substitution(s) or re-enactment(s) thereof for the time being in force) on the resolution(s) mentioned in the Notice dated August 12, 2025 for 13th AGM of the Shareholders of the Company held on Thursday, September 18, 2025 at 12:32 P.M. through Video Conference ("VC")/Other Audio-Visual Means ("OAVM").

#### I submit my report as under:

1. The Company is responsible to ensure the compliance with the requirements of (i) the Act and the Rules made thereunder; (ii) the MCA Circulars; in respect of the resolutions contained in the AGM Notice and also for ensuring a secured framework for e-voting.

VIJAY Digitally signed by VIJAY KUMAR SINGHAL Date: 2025.09.19 17:31:56 +05'30'

Off: 2<sup>nd</sup> Floor, Plot No. 6, Priya Enclave, Near Karkardooma Court, Delhi-110092 Ph: 011-35699905, 9899722766 E-mail Id: pcsvijaysinghal1@gmail.com

- 2. My responsibility as Scrutinizer for e-voting at the AGM and remote e-voting is restricted to make a consolidated Scrutinizer's Report of the votes cast in 'Favour' or 'Against' the resolutions contained in the AGM Notice, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited ("CDSL").
- 3. The remote e-voting period commenced on Monday, September 15, 2025 at 09:00 AM (IST) and ended on Wednesday, September 17, 2025 at 5:00 PM (IST) via remote e-voting platform on the designated website of **CDSL** at https://www.evotingindia.com.
- 4. The Members of the Company as on the "cut-off" date i.e., Thursday, September 11, 2025 were entitled to avail the facility of remote e-voting as well as voting at the 13th Annual General Meeting on the proposed resolutions as set out in the Notice of AGM dated August 12, 2025.
- 5. After completion of e-voting at the AGM, the data of e-voting at the AGM was diligently scrutinized. Thereafter, details of Shareholders who have cast their votes, were reconciled with the records maintained by the Registrar and Transfer Agents of the Company i.e. Skyline Financial Services Private Limited.

Digitally signed by VIJAY **KUMAR** SINGHAL

VIJAY KUMAR SINGHAL Date: 2025.09.19 17:33:17 +05'30'

Off: 2<sup>nd</sup> Floor, Plot No. 6, Priya Enclave, Near Karkardooma Court, Delhi-110092 *Ph: 011-35699905, 9899722766 E-mail Id: pcsvijaysinghal1@gmail.com* 

#### **Resolution 1:- ORDINARY RESOLUTION**

#### To receive, consider and adopt:

- a) the Audited Standalone Balance Sheet as at 31st March, 2025, statement of profit and loss for the Financial Year ended as on that date together with the Report of Auditors and Board of Directors thereon; and
- b) the Audited Consolidated Balance Sheet as at 31st March, 2025, the consolidated statement of profit and loss for the Financial Year ended as on that date together with the Report of Auditors thereon; and
  - (i) Voted **in favour** of the resolution:

Number of members voted	Number of votes cast	% of total number of
	by them	valid votes cast
13	1,72,97,252	100

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

Number of members voted	Number of votes cast	
	by them	valid votes cast
0	0	0

#### (iii) **Invalid** Votes:

Total Number of members whose	Total number of votes cast by them
votes were declared invalid	
N.A.	N.A.

VIJAY KUMAR Digitally signed by VIJAY KUMAR SINGHAL Date: 2025.09.19
17:34:30 +05'30'

Off: 2<sup>nd</sup> Floor, Plot No. 6, Priya Enclave, Near Karkardooma Court, Delhi-110092 *Ph: 011-35699905, 9899722766 E-mail Id: pcsvijaysinghal1@gmail.com* 

#### **Resolution 2:- ORDINARY RESOLUTION**

To appoint a Director in place of Shri Rajesh Gupta (DIN: 00295396)), who retires by rotation and being eligible, offers himself for re-appointment.

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

Number of members voted	Number of votes cast	% of total number
	by them	of valid votes cast
9	87,89,504*	100

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

Number of members voted	Number of votes cast	% of total number
	by them	of valid votes cast
0	0	0

#### (iii) **Invalid** Votes:

Total Number of members whose	Total number of votes cast by
votes were declared invalid	them
N.A.	N.A.

<sup>\*</sup>Mr. Vidur Gupta, Ms. Veena Gupta, Ms. Deepika Gupta being relative of Mr. Rajesh Gupta have not participated in the voting process on aforesaid resolution.

VIJAY KUMAR Digitally signed by VIJAY KUMAR SINGHAL Date: 2025.09.19
17:35:07 +05'30'

Off: 2<sup>nd</sup> Floor, Plot No. 6, Priya Enclave, Near Karkardooma Court, Delhi-110092 *Ph: 011-35699905, 9899722766 E-mail Id: pcsvijaysinghal1@gmail.com* 

#### **Resolution 3:- SPECIAL RESOLUTION**

To consider and approve the Re-appointment and fixation of remuneration of Shri Sidharth Agarwal (DIN: 05213023) as Whole-Time Director.

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

Number of members voted	Number of votes cast	% of total number of
	by them	valid votes cast
10	87,62,948*	97.22

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

Number of members voted	Number of votes cast	% of total number of
	by them	valid votes cast
1	2,50,400	2.78

#### (iii) **Invalid** Votes:

Total Number of members whose	Total number of votes cast by them
votes were declared invalid	
N.A.	N.A.

\*Ms. Ankita Gupta and Sidharth Agarwal HUF being relative of Mr. Sidharth Agarwal have not participated in the voting process on aforesaid resolution.

VIJAY KUMAR SINGHAL Digitally signed by VIJAY KUMAR SINGHAL Date: 2025.09.19 17:35:49 +05'30'

Off: 2<sup>nd</sup> Floor, Plot No. 6, Priya Enclave, Near Karkardooma Court, Delhi-110092 *Ph: 011-35699905, 9899722766 E-mail Id: pcsvijaysinghal1@gmail.com* 

#### **Resolution 4:- SPECIAL RESOLUTION**

To consider and approve the Re-appointment and fixation of remuneration of Shri Vidur Gupta (DIN: 05213073) as Managing Director.

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

Number of members voted	Number of votes cast	% of total number of
	by them	valid votes cast
8	85,39,104*	97.15

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

Number of members voted	Number of votes cast	% of total number of
	by them	valid votes cast
1	2,50,400	2.85

#### (iii) Invalid Votes:

Total Number of members whose votes	Total number of votes cast by them
were declared invalid	
N.A.	N.A.

\*Mr. Rajesh Gupta, Ms. Veena Gupta, Ms. Deepika Gupta being relative of Mr. Vidur Gupta, have not participated in the voting process on aforesaid resolution.

VIJAY KUMAR Digitally signed by VIJAY KUMAR SINGHAL Date: 2025.09.19
17:36:39 +05'30'

Off: 2<sup>nd</sup> Floor, Plot No. 6, Priya Enclave, Near Karkardooma Court, Delhi-110092 *Ph: 011-35699905, 9899722766 E-mail Id: pcsvijaysinghal1@gmail.com* 

The register containing the details of remote e-voting and e-voting at the AGM are under my safe custody and will be handed over to the Company Secretary of the Company, for preserving safely.

Thanking you,

Yours faithfully,

For Vijay K. Singhal & Associates Company Secretaries Firm Reg. No.: S2013DE223300

VIJAY Digitally signed by VIJAY KUMAR SINGHAL Date: 2025.09.19 17:37:35 +05'30'

(Vijay K. Singhal) FCS 13221, CP No. 10385 UDIN: F013221G001289903

Date: 19.09.2025

Place: Delhi

VOTING RESULTS OF 13th ANNUAL GENERAL MEETING OF SPECTRUM TALENT MANAGEMENT LIMITED HELD ON THURSDAY, 18th SEPTEMBER 2025 AT 12:32 P.M. THROUGH VIDEO CONFERENCING ("VC")/ OTHER AUDIO-VISUAL MEANS ("OAVM").

				Resolution (1)				
Resolution r	Resolution required: (Ordinary / Special)		W W		Ordinary			
Whether pr intereste	Whether promoter/promoter group are interested in the agenda/resolution?				O.N.			
Descript	Description of resolution considered	To receive, consider and a) the Audited Standalor that date together with b) the Audited Consolida Year ended as on that date	der and adopt: andalone Balance S ir with the Report of insolidated Balance that date together	To receive, consider and adopt:  a) the Audited Standalone Balance Sheet as at 31st March, 2025, statement of profit and loss for the Financial Year ended as on that date together with the Report of Auditors and Board of Directors thereon; and  b) the Audited Consolidated Balance Sheet as at 31st March, 2025, the consolidated statement of profit and loss for the Financial Year ended as on that date together with the Report of Auditors thereon; and	ch, 2025, statemen d of Directors ther arch, 2025, the con Auditors thereon;	t of profit and loss eon; and solidated statemer	for the Financial Ye nt of profit and loss	ar ended as on for the Financial
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)	(2)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	E-Voting		16791652	100.0000	16791652	0	100.0000	0.0000
Promoter and	Poll	16791652			a a			
Promoter Group	Postal Ballot (if applicable)							
	Total	16791652	16791652	100.0000	16791652	0	100.0000	0.0000
Public-	E-Voting	250400	250400	100.0000	250400	0	100.0000	0.0000
IIISHITATIONS	Poll		a d					8



	Postal Ballot (if applicable)							
	Total	250400	250400	100.0000	250400	0	100.0000	0.0000
	E-Voting		255200	100.0000	255200	0	100.0000	0.0000
Public- Non	Poll	255200						
Institutions	Postal Ballot (if applicable)					,		
×	Total	255200	255200	100.0000	255200	0	100.0000	0.0000
Total	Total	17297252	17297252	100.0000	17297252	0	100.0000	0.0000

GEME

	Postal Ballot (if applicable)							
	Total	8283904	8283904	100.0000	8283904	0	100.0000	0.0000
	E-Voting		250400	100.0000	250400	0	100.0000	0.0000
Public-	Poll	250400						í
Institutions	Postal Ballot (if applicable)							
	Total	250400	250400	100.0000	250400	0	100.0000	0.0000
	E-Voting		255200	100.0000	255200	0	100.0000	0.0000
Public- Non	Poll	255200	,		*			
Institutions	Postal Ballot (if applicable)			)				
	Total	255200	255200	100.0000	255200	0	100.0000	0.0000
Total	Total	8789504	8789504	100.0000	8789504	0	100.0000	0.0000

Mr. Vidur Gupta, Ms. Veena Gupta, Ms. Deepika Gupta being relative of Mr. Rajesh Gupta have not participated in the voting process on aforesaid resolution.



	,				Resolution (3)				
Yes         Yes         Yes           group are interested in the agenda/resolution considered whole-Time Director.         % of Votes on Sidered whole-Time Director.         % of Votes on Dire	Resolu	tion required: (Ordinary / Special)				Special			
Description of resolution consider and approve the Re-appointment and fixation of remuneration of Shri Sidharth Agarwal [D] considered whole-Time Director.         % of Votes whole were possible whole-Time Director.         % of Votes whole were possible whole-Time Director.         % of Votes whole were whole whole-Time Director.         % of Votes whole were whole whole-Time Director.         % of Votes whole were whole whole-Time Director.         % of Votes whole whole-Time Director.         % of Votes whole wh	Whe	ther promoter/promoter roup are interested in the agenda/resolution?				Yes	_	, .	
gory long of voting length         Mode of voting length         No. of shares held and shares held shares         No. of votes holled on shares held shares         No. of votes holled on shares         No. of votes held shares         No. of votes held shares         % of votes in favour on votes held shar		Description of resolution considered	To consider an Whole-Time Di	d approve the R irector.	e-appointment and	fixation of remu	neration of Shri	Sidharth Agarwal (	JIN: 05213023) as
ter poli         E-Voting         (1)         (2)         (3)=[(2)/(1)]*100         (4)         (5)         (6)=[(4)/(2)]*100           ter poli         E-Voting         8507748         100.0000         8507748         0         100.0000           ter applicable)         8507748         8507748         100.0000         8507748         0         100.0000           E-Voting         250400         250400         100.0000         0         250400         0.0000           poll         250400         250400         100.0000         0         250400         0.0000           rotal         255400         255400         250400         0         250400         0.0000           Total         255400         255200         100.0000         0         255400         0.0000	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
ter         F-Voting         8507748         100.0000         8507748         0           ter         Postal Ballot (if applicable)         8507748         8507748         8507748         0           Total         8507748         8507748         8507748         8507748         0         250400           ions         Postal Ballot (if applicable)         250400         250400         100.0000         0         250400           Total         255400         255400         100.0000         0         250400           Total         255200         255200         100.0000         0         255400			(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
ter poll postal Ballot (if applicable)         R507748         R507400		E-Voting		8507748	100.0000	8507748	0	100.0000	0.0000
ter         Postal Ballot (if applicable)         8507748         8507748         100.0000         8507748         0           E-Voting         E-Voting         250400         100.0000         0         250400           ions         Postal Ballot (if applicable)         250400         250400         0         250400           Total         250400         255200         100.0000         0         250400           E-Voting         255200         255200         100.0000         0         255200	Promoter	Poll	8507748						
Total         8507748         8507748         100.0000         8507748         0           E-Voting         E-Voting         250400         250400         0         250400         0         250400           Postal Ballot (if applicable)         Postal Ballot (if applicable)         250400         250400         0         250400         0         250400           Total         255200         255200         100.0000         255200         0         0	Promoter Group	Postal Ballot (if applicable)							
E-Voting         250400         100.0000         0         250400           Poll applicable)         250400         250400         100.0000         0         250400           Total         255200         255200         255200         255200         0         255200         0		Total	8507748	8507748	100.0000	8507748	0	100.0000	0.0000
Poll Postal Ballot (if applicable)         250400         250400         250400         250400         250400         0         250400           Total         255200         255200         255200         255200         0         255200         0		E-Voting		250400	100.0000	0	250400	0.0000	100.000
Postal Ballot (if applicable)         250400         250400         255200         0         255200           E-Voting         255200         255200         255200         0         0	Public-	Poll	250400						
250400         250400         100.0000         0         250400           ing         255200         255200         100.0000         255200         0	Institutions	Postal Ballot (if applicable)							
255200 255200 100.0000 255200 0		Total	250400	250400	100.0000	0	250400	0.0000	100.0000
		E-Voting	255200	255200	100.0000	255200	0	100.0000	0.0000

OIDA

	Poll		8					
Public- Non Institutions	Postal Ballot (if applicable)			5	·			
	Total	255200	255200	100.0000	255200	0	100.0000	0.0000
Total	Total	9013348	9013348	100.0000	8762948	250400	97.2219	2.7781

Mr. Ankita Gupta and Sidharth Agarwal HUF being relative of Mr. Sidharth Agarwal have not participated in the voting process on aforesaid resolution.



Managing Director   Special   Pesculption required; (Ordinary / Special   Pesculption required; (Ordinary / Special   Pesculption required; (Ordinary / Special   Pesculption of Special   Pesculption of resolution   Pesculption   Pesculption of resolution   Pesculption   Pesculption of Pesculption   Pesculption of resolution   Pesculption   Pesculpt				Œ.	Resolution (4)				
Whether promoter/promoter promoter/promoter group are interested in the agenda/resolution?         Yes           group are interested in the agenda/resolution considered in the agenda/resolution.         According to the semiplication of remuneration of Shri Vidur Gupta (DIN: 052) and considered in the considered managing Director.         % of Votes population of remuneration of Shri Vidur Gupta (DIN: 052) and considered managing Director.           gory         Mode of voting         No. of shares held         No. of votes populated on shares         No. of votes populated on shares         No. of votes populated (DIN: 052)         % of votes in shares	Resolu	ution required: (Ordinary / Special)				Special			
Boscription of resolution consider and approve the Re-appointment and fixation of remuneration of Shri Vidur Gupta (DIN: 052 considered managing Director.         % of Votes polled on Considered Consider and approve the Re-appointment and fixation of remuneration of Shri Vidur Gupta (DIN: 052 considered Cons	Wh.	ether promoter/promoter ;roup are interested in the agenda/resolution?	u.			Yes		×	
gory form         Mode of voting tions         No. of votes held applied on shares         % of votes held outstanding shares         % of votes in applied on shares         % of votes in applied or shares         % of votes in applied on shares         % of votes in applied in applied outstanding shares         % of votes in applied in app		Description of resolution considered	To consider and Managing Direc	d approve the Rector.	e-appointment and 1	fixation of remun	neration of Shri \	/idur Gupta (DIN: 05	5213073) as
ter Poling         E-Voting         (1)         (2)         (3)=[(2)/(1)]*100         (4)         (5)         (6)=[(4)/(2)]*100           ter Poling         R283904 applicable)         8283904 applicable)         R283904 applicable)	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
ter Poll			(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
ter applicable)         Postal Ballot (if applicable)         8283904         100.0000         8283904         100.0000         8283904         0         100.0000           E-Voting         E-Voting         250400         100.0000         0         250400         100.0000         0         250400         100.0000           tions         Postal Ballot (if applicable)         250400         250400         100.0000         0         250400         0.0000         100.0000           Total         250400         250400         250400         0.0000         0         250400         0.0000         100		E-Voting		8283904	100.0000	8283904	0	100.0000	0.0000
ter applicable)         Postal Ballot (if applicable)         8283904         100.0000         8283904         0         100.0000           E-Voting         E-Voting         250400         100.0000         0         250400         0.0000         100.0000           tions         Postal Ballot (if applicable)         250400         250400         100.0000         0         250400         0.0000           Total         Total         250400         250400         100.0000         0         250400         0.0000	Promoter	Poll	8283904						
Total         8283904         8283904         100.0000         8283904         0         100.0000	Promoter Group	Postal Ballot (if applicable)							
E-Voting         250400         100.0000         0         250400         0.0000           Poll Postal Ballot (if applicable)         250400         250400         100.0000         0         250400         0.0000           Total         250400         250400         100.0000         0         250400         0.0000		Total	8283904	8283904	100.0000	8283904	0	100.0000	0.0000
Poll Postal Ballot (if applicable)         250400         250400         100.0000         0         250400         0.0000		E-Voting		250400	100.0000	0	250400	0.0000	100.0000
Postal Ballot (IT applicable)         100.0000         0         250400         0.0000	onblic-	Poll	250400	,					
250400 250400 100.0000 0 250400 0 0.0000	nstitutions	Postal Ballot (If applicable)							
		Total	250400	250400	100.0000	0	250400	0.0000	100.0000



	E-Voting		255200	100.0000	255200	0	100.0000	0.0000
Public- Non	Poll	255200	427		ots			
Institutions	Postal Ballot (if applicable)					8		×
	Total	255200	255200	100.0000	255200	0	100.0000	0.0000
Total	Total	8789504	8789504	100.0000	8539104	250400	97.1511	2.8489

Mr. Rajesh Gupta, Ms. Veena Gupta, Ms. Deepika Gupta being relative of Mr. Vidur Gupta, have not participated in the voting process on aforesaid resolution.

