

Date: 01/10/2025

To,

Department of Corporate Relationship BSE Ltd. Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai – 400001	Corporate Relationship Department National Stock Exchange of India Ltd. Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (East), Mumbai – 400051
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Sub.: Voting Results along with Scrutinizer's Report

Ref.: VL E-Governance & IT Solutions Limited – **Scrip Code** – 543958/VLEGOV

In compliance with the requirements of Regulations 44(3) of the Securities Exchange and Board of India (Listing obligations and Disclosure requirements) Regulations, 2015, we enclose herewith voting results in respect of the business conducted at the 9th Annual General Meeting (AGM) held on Monday, September 29, 2025 as **Annexure – 1**. Also, the report of Scrutinizer is enclosed herewith as **Annexure – 2** for your reference and records. The mode of voting was remote e-voting and e-voting at the AGM.

Kindly take the information on your record.

Thanking you,

Yours faithfully,

For **VL E-Governance & IT Solutions Limited**

Dr. Nishikant Kishanrao Hayatnagarkar
Chairman & Executive Director
(DIN: 00062638)

Encl: A/a

Annexure – 1

Sr. No.	Description	Particulars	
1.	Date of the AGM	September 29, 2025	
2.	Book Closure Date	September 23, 2025 to September 29, 2025 (Both Days inclusive)	
3.	Total number of Shareholders on record date	As of cut-off date i.e. September 22, 2025, - 139872	
4.	No. of Shareholders present in the Meeting either in person or through proxy: Not Applicable		
5.	No. of Shareholders attended the Meeting through Video Conference		
6.	Category of shareholders	In person (Through Video Conference)	Total
	Promoter and Promoter Group	0	0
	Public	38	38
	Total	38	38

Resolution No. 1

To receive, consider, approve and adopt the Audited Standalone Financial Statements of the company for the financial year ended March 31, 2025, together with the Report of Board of Directors and Auditors thereon.

Resolution required:			ORDINARY 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 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	25203394	25029878	99.31153717	25029878	0	100	0
	Poll		0	0	0	0	0	0
	Total	25203394	25029878	99.31153717	25029878	0	100	0
Public Institutions	E-Voting	9242268	6912761	74.79507195	6912761	0	100	0
	Poll		0	0	0	0	0	0
	Total	9242268	6912761	74.79507195	6912761	0	100	0
Public- Non Institutions	E-Voting	74005667	335035	0.452715331	334100	935	99.72092468	0.27907532
	Poll		0	0	0	0	0	0
	Total	74005667	335035	0.452715331	334100	935	99.72092468	0.27907532
Total		108451329	32277674	29.76235911	32276739	935	99.99710326	0.002896739

Resolution No. 2

To appoint Dr. Nishikant Kishanrao Hayatnagarkar (DIN: 00062638), who retires by rotation and being eligible, offers himself for re-appointment.

Resolution required:			ORDINARY 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 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	25203394	25029878	99.31153717	25029878	0	100	0
	Poll		0	0	0	0	0	0
	Total	25203394	25029878	99.31153717	25029878	0	100	0
Public Institutions	E-Voting	9242268	6944880	75.14259486	6944880	0	100	0
	Poll		0	0	0	0	0	0
	Total	9242268	6944880	75.14259486	6944880	0	100	0
Public- Non Institutions	E-Voting	74005667	334805	0.452404543	333585	1220	99.63560878	0.364391212
	Poll		0	0	0	0	0	0
	Total	74005667	334805	0.452404543	333585	1220	99.63560878	0.364391212
Total		108451329	32309563	29.791763086	32308343	1220	99.63560878	0.003775971

Resolution No. 3

Approval of Material Related Party Transactions with Vakrangee Limited.

Resolution required:			ORDINARY 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 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	25203394	25029878	99.31153717	25029878	0	100	0
	Poll		0	0	0	0	0	0
	Total	25203394	25029878	99.31153717	25029878	0	100	0
Public Institutions	E-Voting	9242268	6944880	75.14259487	6944880	0	100	0
	Poll		0	0	0	0	0	0
	Total	9242268	6944880	75.14259487	6944880	0	100	0
Public Non-Institutions	E-Voting	74005667	335035	0.452715330	334051	984	99.70629934	0.29370065
	Poll		0	0	0	0	0	0
	Total	74005667	335035	0.452715330	334051	984	99.70629934	0.29370065
Total		108451329	32309793	29.79197516	32308809	984	99.99695448	0.003045516

Resolution No. 4

Appointment of Ms. Kalpana Srinivasan, Practicing Company Secretary as Secretarial Auditor of the Company

Resolution required:			ORDINARY 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 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	25203394	25029878	99.31153717	25029878	0	100	0
	Poll		0	0	0	0	0	0
	Total	25203394	25029878	99.31153717	25029878	0	100	0
Public Institutions	E-Voting	9242268	6944880	75.14259487	6944880	0	100	0
	Poll		0	0	0	0	0	0
	Total	9242268	6944880	75.14259487	6944880	0	100	0
Public- Non Institutions	E-Voting	74005667	335035	0.452715330	334123	912	99.70629934	0.29370065
	Poll		0	0	0	0	0	0
	Total	74005667	335035	0.452715330	334123	912	99.70629934	0.29370065
Total		108451329	32309793	29.79197516	32308881	912	99.99717733	0.002822674

CS Kalpana Srinivasan

ACS 6105, CP No.19503, Peer Review 2310/2022

402 Sumeet Chhaya, Plot A-213, Sector 20, Nerul, Navi Mumbai - 400706, Maharashtra

Mobile No. 9967028310, email: Kalpana.d.srinivasan@gmail.com

To,
The Chairman,
VL E-Governance & IT Solutions Limited,
(CIN: L74110MH02016PLC274618)
Vakrangee Corporate House,
Plot No.93, Road No.16,
M.I.D.C. Marol, Andheri (East),
Mumbai-400093

Dear Sir,

I would like to thank you for appointing me as a Scrutinizer for remote e-voting and the voting by your members at the 9th Annual General Meeting (hereinafter referred to as “AGM”) of your Company duly conducted on **Monday, September 29, 2025** at 02:00 PM through Video Conferencing /Other Audio-Visual Means.

I am pleased to submit the Consolidated Scrutinizer’s Report in regard to the e-voting done in regards to the AGM, the copy of which is attached herewith as annexure. It is submitted that the report in itself is comprehensive and self-explanatory.

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Kalpana Srinivasan
Practicing Company Secretary

UDIN: A006105G001395735

Membership No.: A6105

COP No.: 19503

PR No.: 2310/2022

Place: Mumbai

Date: 30/09/2025

CS Kalpana Srinivasan

ACS 6105, CP No.19503, Peer Review 2310/2022

402 Sumeet Chhaya, Plot A-213, Sector 20, Nerul, Navi Mumbai - 400706, Maharashtra

Mobile No. 9967028310, email: Kalpana.d.srinivasan@gmail.com

I, **Kalpana Srinivasan, Practicing Company Secretary**, was appointed as scrutinizer by the Board of Directors of **VL E-Governance & IT Solutions Limited** (hereinafter referred to as the "**Company**") was appointed as a Scrutinizer, inter alia, for the purpose of scrutinizing e-voting process (remote e-voting) and electronic voting (e-voting) during the AGM carried out as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 as amended (Rules) on the resolutions contained in the Notice dated September 3, 2025 (Notice) issued in accordance with its General Circulars No. 20/2020 dated May 5, 2020, 02/2022 dated May 05, 2022, 10/2022 dated December 28, 2022, the latest being 09/2023 dated September 25, 2023 (collectively referred to as 'MCA Circulars') permitting the holding of the Annual General Meeting ('AGM') through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM'), without the physical presence of the Members at a common venue. Further, the Securities and Exchange Board of India ('SEBI') vide its circulars dated May 12, 2020, January 15, 2021, May 13, 2022, January 5, 2023 and the latest being October 7, 2023 ('SEBI Circulars') has also granted certain relaxations for holding e-AGM. In compliance with the provisions of the Companies Act, 2013, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), MCA Circulars and SEBI Circulars as aforesaid, this 9th Annual General Meeting of the **VL E-Governance & IT Solutions Limited** was held through VC/OAVM on **Monday, September 29, 2025** at 02:00 PM.

2. The said appointment as Scrutinizer is under the provisions of Section 108 of the Companies Act, 2013 (hereinafter referred to as the "**Act**") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended (hereinafter referred to as the "**Rules**"). As the Scrutinizer, I have to scrutinize:
 - i. The process of e-voting remotely, before the AGM, using an electronic voting system on the dates referred to in the Notice calling the AGM (hereinafter referred to as "**remote e-voting**"); and
 - ii. The process of e-voting at the AGM through electronic voting system.

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ACS 6105, CP No.19503, Peer Review 2310/2022

402 Sumeet Chhaya, Plot A-213, Sector 20, Nerul, Navi Mumbai - 400706, Maharashtra

Mobile No. 9967028310, email: Kalpana.d.srinivasan@gmail.com

3. DISPATCH OF NOTICE CONVENING THE AGM

Pursuant to Section 101, 108 of the Act and Rule 20 of Companies (Management & Administration) Rules 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the Company informed that on the basis of the Register of Members and the list of Beneficial Owners made available by the Depositories viz. **NSDL** and Central Depository Services (India) Limited (hereinafter referred to as "**CDSL**") the Company commenced dispatch of the Notice of the 9th AGM through Electronic Mode on September 05, 2025 to 132509 members who had registered their email ids with the company/depositories were sent the Annual Report and the Notice of the AGM of the Company by email.

The Company had given public Notice to its shareholders about the 9th AGM via "**Free Press Journal**" (English Newspaper) and "**Navshakti**" (Marathi Newspaper) dated September 08, 2025.

4. 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 MCA Circulars; and (iii) the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, (hereinafter referred to as "**LODR**") relating to e-voting on the resolutions contained in the Notice calling the AGM. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

5. SCRUTINIZER'S RESPONSIBILITY

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402 Sumeet Chhaya, Plot A-213, Sector 20, Nerul, Navi Mumbai - 400706, Maharashtra

Mobile No. 9967028310, email: Kalpana.d.srinivasan@gmail.com

My responsibility as Scrutinizer for e-voting process (i.e. remote e-voting and e-voting) is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions contained in the Notice, based on the reports generated from the e-voting system provided by NSDL authorized under the Rules and engaged by the Company to provide e-voting facility and attendant papers/documents furnished to me electronically by the Company and/or NSDL for my verification.

6. CUT-OFF DATE

The Equity Shareholders of the Company as on the "cut-off" date, as set out in the Notice, i.e., September 22, 2025 were entitled to vote on the resolutions (item nos. 1 to 4 as set out in the Notice calling the AGM) and their voting rights were in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date.

7. E-VOTING PROCESS

- i. The remote e-voting period remained open from Friday, September 26, 2025 (9:00 A.M) to Sunday, September 28, 2025 (5:00 P.M).
- ii. After the time fixed for closing of the e-voting by the Chairman, the electronic system recording the e-voting (e-votes) was locked by NSDL under my instructions.
- iii. The e-voting system was scrutinized on test check basis. The e-votes were reconciled with the records maintained by the Company/NSDL and the authorizations lodged with the Company/NSDL on test check basis.
- iv. The votes cast were unblocked on Monday, September 29, 2025, after the conclusion of the AGM and was witnessed by two witnesses, Ms. Mansi Khot and Ms. Priyanka Chhutani, who are not in the employment of the Company and/or NSDL They have signed below in confirmation of the same.

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Date: 2025.09.30
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CS Kalpana Srinivasan

ACS 6105, CP No.19503, Peer Review 2310/2022

402 Sumeet Chhaya, Plot A-213, Sector 20, Nerul, Navi Mumbai - 400706, Maharashtra

Mobile No. 9967028310, email: Kalpana.d.srinivasan@gmail.com

v.

 <hr/> Mansi Khot	 <hr/> Priyanka Chhutani
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8. I submit herewith the Consolidated Scrutinizer's Report on the results of the remote e-voting and c-voting, based on the reports generated by NSDL, scrutinized on test check basis and relied upon by me.
9. The electronic data and all other relevant records relating to e-voting are under my safe custody and will be handed over to Mr. Sanjay Nandwana, Managing Director, for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

10. RESTRICTION ON USE

This report has been issued at the request of the Company for (i) submission to Stock Exchanges,

(ii) placing on website of the Company and (iii) website of NSDL. 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

**KALPANA
SRINIVASAN**

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ANNEXURE

Item No. of the Notice	Votes in favor of the Resolution			Votes against the Resolution			Total			Invalid Votes
	Number	Votes	As percentage of total no. of valid votes	Number	Votes	As percentage of total no. of valid votes	Number	Votes	Percentage	
Resolution No. 1	165	32276739	99.9972	16	935	0.0028	181	32277674	100.00	nil
Resolution No. 2	160	32308343	99.9962	21	1220	0.00380	181	32309563	100.00	nil
Resolution No. 3	161	32308809	99.9969	21	984	0.0031	182	32309793	100.00	nil
Resolution No. 4	163	32308881	99.9972	19	912	0.0028	182	32309793	100.00	nil

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Kalpna Srinivasan
Practicing Company Secretary

UDIN: A006105G001395735

Membership No.: A6105

COP No.: 19503

PR No.: 2310/2022

Place: Mumbai

Date: 30/09/2025