

Date: 25th February, 2025

To,
BSE Ltd.
Regd. Office: Floor - 25,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai-400 001
Scrip Code - 509051

Subject: Declaration of Voting Result under Regulation 44(3) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 of Extra Ordinary General Meeting of the Company held on February 24,2025.

Dear Sir/Madam,

With reference to above, we would like to state that the Extra Ordinary General Meeting of the Company held on Monday February 24,2025 through Video Conferencing ("VC")/Other audio-visual Means ("OAVM").

Please find enclosed herewith:

- 1.Voting Results as required under Regulation 44(3) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015;
- 2.Scrutinizer Report on E-Voting as per the provisions of Section 108 and 109 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014;

Please take the same on your record and acknowledge the receipt of the same.

Thanking You,
Yours faithfully,
For Indian Infotech & Software Limited

Mr Anant Chourasia
Managing Director
DIN: 09305661
ENCL: As Above.

General information about company	
Scrip code	509051
NSE Symbol	NA
MSEI Symbol	NA
ISIN	INE300B01022
Name of the company	DIAN INFOTECH & SOFTWARE LTD
Type of meeting	EGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	24-02-2025
Start time of the meeting	12:30 pm
End time of the meeting	12:40 PM

Scrutinizer Details	
Name of the Scrutinizer	Brajesh Gupta
Firms Name	Brajesh Gupta & Co
Qualification	CS
Membership Number	33070
Date of Board Meeting in which appointed	30-01-2025
Date of Issuance of Report to the company	25-02-2025

Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				ISSUE OF UP TO 40,10,00,000 (FORTY CRORE TEN LAKH) WARRANTS EACH CONVERTIBLE INTO ONE EQUITY SHARE OF THE COMPANY, TO SPECIFIED PERSON(S) UNDER PROMOTER / PROMOTER GROUP OF THE				
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	40525257	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	40525257	0	0.0000	0	0	0.0000	0.0000
Public- Institutions	E-Voting	95426400	1690709	1.7717	1690709	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	95426400	1690709	1.7717	1690709	0	100.0000	0.0000
Public- Non Institutions	E-Voting	1131091113	419153	0.0371	0	419153	0.0000	100.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	1131091113	419153	0.0371	0	419153	0.0000	100.0000
Total		1267042770	2109862	0.1665	1690709	419153	80.1336	19.8664
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	0
Public Insitutions	0
Public - Non Insitutions	0



REPORT OF SCRUTINIZER

To,
The Chairman,
M/s Indian Infotech & Software Ltd.
Office No.110, 1st Floor, Golden Chamber,
Pre Co-op Soc Ltd, New Link Road,
Andheri (West), Mumbai - 400053

Dear Sir,

Sub: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 and e-voting through electronic voting system at the Extra Ordinary General Meeting of the Members of M/s Indian Infotech & Software Ltd. held on Monday, 24th February, 2025 at 12:30 PM through Video Conferencing ("VC") / Other Audio-visual Means ("OAVM").

I, **Brajesh Gupta & Co**, Practicing Company Secretaries, had been appointed as the Scrutinizer by the Board of Directors of **Indian Infotech & Software Ltd** pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, to conduct the remote e-voting process in respect of the below mentioned resolutions proposed at the **Extra Ordinary General Meeting** ("EOGM") of **Indian Infotech & Software Ltd** on Monday, 24th February, 2025 at 12.30 p.m. (IST) through VC/OAVM.

I was also appointed as Scrutinizer to scrutinize the e-voting process during the said EOGM.

The notice dated January 30, 2025, convening the EOGM, as confirmed by the Company was sent to the shareholders in respect of the below mentioned resolutions proposed to be passed at the EOGM of the Company through electronic mode to those Members whose email addresses are registered with the Company/ Depositories, in compliance with the MCA Circular dated May 5, 2020 read with circulars dated April 8, 2020, April 13, 2020, January 13, 2021, May 05, 2022 and December 28, 2022 (collectively referred to as "MCA Circulars") and SEBI Circulars dated May 12, 2020, January 15, 2021, May 13, 2022 and January 5, 2023.

The Company had availed the e-voting facility offered by National Securities Depository Limited (NSDL) for conducting remote e-voting and e-voting at the EOGM by the Shareholders of the Company.

The voting period for remote e-voting commenced on Friday, February 21, 2025 (9.00 a.m. IST) and ended on Sunday, February 23, 2025 (5.00 p.m. IST) and the NSDL e-voting platform was disabled thereafter.

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

The shareholders of the Company holding shares as on the "cut-off" date of Monday, February 17, 2025 were entitled to vote on the resolutions as contained in the Notice of the EOGM.

After the closure of e-voting at the EOGM, the report on voting done during the EOGM and the votes cast under remote e-voting facility prior to the EOGM were unblocked

I have scrutinized and reviewed the remote e-voting and e-voting during the EOGM and votes cast therein based on the data downloaded from the NSDL e-voting system.

The management of the company is responsible to ensure the compliance with the requirements of the relevant provisions of the Companies Act, 2013 and the Rules made there under and the Listing Regulations with the Stock Exchanges, relating to voting by electronic means. My responsibility as Scrutinizer is restricted to make a Scrutinizer's Report of votes cast by the members for the resolutions contained in the notice based on report generated from the electronic platform provided by National Securities Depository Limited (NSDL), the authorized agency to provide e-voting facilities, engaged by the Company.

I now submit my consolidated report as under on the results of the remote e-voting and e-voting during the EOGM in respect of the said resolutions:



Resolution No 1
Nature of Resolution Special Resolution
Subject Matter ISSUE OF UPTO 40,10,00,000 (FORTY CRORE TEN LAKH) WARRANTS EACH CONVERTIBLE INTO ONE EQUITY SHARE OF THE COMPANY, TO SPECIFIED PERSON(S) UNDER PROMOTER / PROMOTER GROUP OF THE COMPANY AND CERTAIN IDENTIFIED NON-PROMOTER PERSONS/ENTITIES.;

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

Mode	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-Voting	174	1690709	80.13
E-Voting at EOGM	0	0	0.00
Total	174	1690709	80.13

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

Mode	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-Voting	20	419153	19.86
E-Voting at EOGM	0	0	0.00
Total	20	419153	19.86

(iii) **Invalid votes:**

Mode	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote E-Voting	0	0
E-Voting at EOGM	0	0
Total	0	0

The electronic data and all other relevant records relating to the e-voting are under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman signs the Minutes.

Note: According to the Remote E-voting and E-voting at EOGM, report downloaded from National Securities Depository Limited (NSDL) since the majority votes cast in the favor of all the resolutions set out in the notice of EOGM hence the Resolution no. 1 passed with requisite majority.

Date: 25/02/2025

Place: INDORE

For Brajesh Gupta & Co.
Practising Company Secretary



CS Brajesh Gupta
Proprietor

Membership No ACS:33070
COP No: 21306

UDIN- A033070F004000583