



July 25, 2025

**BSE Limited**

Corporate Service Department,  
1<sup>st</sup> Floor, 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:** 504067

**Symbol:** ZENSARTECH

**Sub.: Disclosure of Voting Results of the Postal Ballot and Scrutinizer Report – Regulations 30 and 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Dear Sir/Madam,

In furtherance to our letter dated June 24, 2025, the Company has transacted special business by way of Postal Ballot through remote e-Voting process on the following items:

<b>Sr. No.</b>	<b>Resolutions</b>	<b>Resolution Type</b>
1.	Approval of 'Zensar - Employees Stock Option Scheme 2025'	Special
2.	Approval of grant of Employee Stock Options to the employees of unlisted subsidiary companies of the Company under 'Zensar - Employees Stock Option Scheme 2025'	Special
3.	Approval of secondary acquisition of shares through Trust route for the implementation of 'Zensar - Employees Stock Option Scheme 2025'	Special
4.	Provision of money by the Company for subscription and purchase of its own Shares by the Trust under 'Zensar - Employees Stock Option Scheme 2025'	Special

The remote e-voting period started on Wednesday, June 25, 2025 at 9:00 A.M. (IST) and concluded on Thursday, July 24, 2025 at 5.00 P.M. (IST), post which Mr. J. B. Bhavé (CP No. 3068), Proprietor of M/s. J. B. Bhavé and Co., Practicing Company Secretaries, Pune, unblocked the electronic votes casted by the Members and submitted the Scrutinizer Report on the voting.

Based on the report of Scrutinizer, we hereby inform that the above Special Resolutions have been approved and passed by the Members with requisite majority on July 24, 2025 (i.e. the last date of e-voting).

An  RPG Company



Accordingly, please find enclosed herewith:

1. Voting Results of the said Postal Ballot through remote e-Voting as required under Regulation 44(3) of the SEBI Listing Regulations - **Annexure A.**
2. The Report of Scrutinizer dated July 25, 2025 - **Annexure B.**

The said results of the Postal Ballot along with the report of Scrutinizer are available on the website of the Company i.e. [www.zensar.com](http://www.zensar.com) and the website of RTA i.e. <https://evoting.kfintech.com>

We request you to take the same on record.

Thanking you,

Yours faithfully,  
For **Zensar Technologies Limited**



**Anand Daga**  
**Company Secretary**

*Encl.: As above*

<b>General information about company</b>	
Scrip code	504067
NSE Symbol	ZENSARTECH
MSEI Symbol	NOTLISTED
ISIN	INE520A01027
Name of the company	Zensar Technologies Limited
Type of meeting	Postal Ballot
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	24-07-2025
Start time of the meeting	
End time of the meeting	



<b>Scrutinizer Details</b>	
Name of the Scrutinizer	Jayavant Bhave
Firms Name	J. B. Bhave and Co.
Qualification	CS
Membership Number	4266
Date of Board Meeting in which appointed	30-05-2025
Date of Issuance of Report to the company	25-07-2025



<b>Voting results</b>	
Record date	20-06-2025
Total number of shareholders on record date	214853
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	4
Disclosure of notes on voting results	



Resolution(1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approval of 'Zensar - Employees Stock Option Scheme 2025'				
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	111443270	111443270	100	111443270	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		111443270	111443270	100	111443270	0	100
Public- Institutions	E-Voting	79659403	72707003	91.2723	55169264	17537739	75.8789	24.1211
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		79659403	72707003	91.2723	55169264	17537739	75.8789
Public- Non Institutions	E-Voting	36058894	3450020	9.5677	3437063	12957	99.6244	0.3756
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		36058894	3450020	9.5677	3437063	12957	99.6244
Total		227161567	187600293	82.5845	170049597	17550696	90.6446	9.3554
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



<b>Details of Invalid Votes</b>	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0



Resolution(2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approval of grant of Employee Stock Options to the employees of unlisted subsidiary companies of the Company under 'Zensar - Employees Stock Option Scheme 2025'				
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	111443270	111443270	100	111443270	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		111443270	111443270	100	111443270	0	100
Public- Institutions	E-Voting	79659403	72707003	91.2723	55169264	17537739	75.8789	24.1211
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		79659403	72707003	91.2723	55169264	17537739	75.8789
Public- Non Institutions	E-Voting	36058894	3447515	9.5608	3432986	14529	99.5786	0.4214
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		36058894	3447515	9.5608	3432986	14529	99.5786
Total		227161567	187597788	82.5834	170045520	17552268	90.6437	9.3563
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0



Resolution(3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approval of secondary acquisition of shares through Trust route for the implementation of 'Zensar - Employees Stock Option Scheme 2025'				
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	111443270	111443270	100	111443270	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		111443270	111443270	100	111443270	0	100
Public- Institutions	E-Voting	79659403	72707003	91.2723	55693638	17013365	76.6001	23.3999
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		79659403	72707003	91.2723	55693638	17013365	76.6001
Public- Non Institutions	E-Voting	36058894	3448139	9.5625	3434750	13389	99.6117	0.3883
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		36058894	3448139	9.5625	3434750	13389	99.6117
Total		227161567	187598412	82.5837	170571658	17026754	90.9238	9.0762
Whether resolution is Pass or Not.								Yes
Disclosure of notes on resolution								



Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0



Resolution(4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Provision of money by the Company for subscription and purchase of its own Shares by the Trust under 'Zensar - Employees Stock Option Scheme 2025'				
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	111443270	111443270	100	111443270	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		111443270	111443270	100	111443270	0	100
Public- Institutions	E-Voting	79659403	72707003	91.2723	55693638	17013365	76.6001	23.3999
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		79659403	72707003	91.2723	55693638	17013365	76.6001
Public- Non Institutions	E-Voting	36058894	3449737	9.567	3436499	13238	99.6163	0.3837
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		36058894	3449737	9.567	3436499	13238	99.6163
Total		227161567	187600010	82.5844	170573407	17026603	90.924	9.076
Whether resolution is Pass or Not.								Yes
Disclosure of notes on resolution								



Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0



**Jayavant B. Bhavé**

B.Com. LL.B. Dip.IRPM,FCS

**J. B. Bhavé & Co**  
**Company Secretaries**

Office : Flat No. 9. Karan Aniket, Plot No. 37, Shri Varanasi Co-op Soc. Ltd  
Off Bangalore-Mumbai ByPass, Behind Atul Nagar, Warje, Pune 411 058.  
E-mail : jbbhave@gmail.com

July 25, 2025

To,

**Mr. Anand Daga**

**Company Secretary & Compliance Officer**

**Zensar Technologies Limited**

Zensar Knowledge Park, Kharadi, Plot No.4 MIDC,  
Off Nagar Road, Pune - 411014, Maharashtra, India

**Subject: Report of Scrutinizer on Voting Process carried out through Postal Ballot ("Remote e-voting") conducted pursuant to the provisions of Sections 108 and 110 of the Companies Act, 2013 ("the Act") read with Companies (Management and Administration) Rules, 2014**

Dear Mr. Daga,

I refer to my appointment as the Scrutinizer for the purpose of scrutinizing the results of remote e-voting in respect of the following Special Resolutions contained in the Postal Ballot Notice dated Friday, May 30, 2025. The remote e-voting period commenced from Wednesday, June 25, 2025 at 09:00 AM (IST) and concluded on Thursday, July 24, 2025 at 05:00 PM (IST):

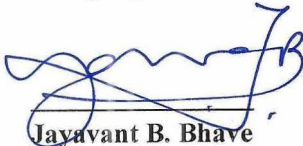
1. Approval of 'Zensar - Employees Stock Option Scheme 2025'.
2. Approval of grant of Employee Stock Options to the employees of unlisted subsidiary companies of the Company under 'Zensar - Employees Stock Option Scheme 2025'.
3. Approval of secondary acquisition of shares through Trust route for the implementation of 'Zensar - Employees Stock Option Scheme 2025'.
4. Provision of money by the Company for subscription and purchase of its own Shares by the Trust under 'Zensar - Employees Stock Option Scheme 2025'.

I have enclosed my Report addressed to the Chairman of the Company on the result of the remote e-voting process. You are requested to take the same on record and acknowledge.

Thanking you.

Yours faithfully,

**For J. B. Bhavé & Co.**  
**Company Secretaries**

  
**Jayavant B. Bhavé**

**FCS: 4266 CP: 3068**

**Scrutinizer appointed for the e-voting process**



**Jayavant B. Bhavé**

B.Com. LL.B. Dip.IRPM,FCS

**J. B. Bhavé & Co**  
**Company Secretaries**

Office : Flat No. 9, Karan Aniket, Plot No. 37, Shri Varanasi Co-op Soc. Ltd  
Off Bangalore-Mumbai ByPass, Behind Atul Nagar, Warje, Pune 411 058.  
E-mail : jbbhave@gmail.com

**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]*

To,

**The Chairman,**

**Zensar Technologies Limited**

Zensar Knowledge Park, Kharadi, Plot No.4 MIDC,

Off Nagar Road, Pune - 411014, Maharashtra, India

**Subject: Report of Scrutinizer on Voting Process carried out through Postal Ballot ("Remote e-voting") conducted pursuant to the provisions of Sections 108 and 110 of the Companies Act, 2013 ("the Act") read with Companies (Management and Administration) Rules, 2014**

Dear Sir,

The Board of Directors of **Zensar Technologies Limited** ("the Company") issued the Postal Ballot Notice dated May 30, 2025 ("the Notice") and decided to provide to the members of the Company, the facility to exercise their voting rights through electronic voting ("remote e-voting") on the resolutions as set out in the Notice, in compliance with the provisions of Sections 108 and 110 of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, read with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations") and relevant Circulars issued by the Ministry of Corporate Affairs ("MCA") and SEBI.

I, Jayavant B. Bhavé, Proprietor, J. B. Bhavé & Co., Company Secretaries, Pune having Membership No.: F4266 and Certificate of Practice No.: 3068, have been appointed as the Scrutinizer by the Board of Directors of the Company through the resolution passed on May 30, 2025 as required under Section 108 of the Act and Rule 20 of the Companies (Management and Administration) Rules, 2014 for the purpose of scrutinizing the results of remote e-voting in a fair and transparent manner and ascertaining the requisite majority for passing of the following Special Resolutions as contained in the Notice and reproduced herein below:

1. Approval of 'Zensar - Employees Stock Option Scheme 2025'.
2. Approval of grant of Employee Stock Options to the employees of unlisted subsidiary companies of the Company under 'Zensar - Employees Stock Option Scheme 2025'.



3. **Approval of secondary acquisition of shares through Trust route for the implementation of 'Zensar - Employees Stock Option Scheme 2025'.**
4. **Provision of money by the Company for subscription and purchase of its own Shares by the Trust under the 'Zensar - Employees Stock Option Scheme 2025'.**

In this regard, I submit my Report on the Resolutions proposed in the Notice as under:

1. The members of the Company whose names were recorded in the Register of Members or in the List of Beneficial Owners maintained with the Depositories as on the Cut-off date i.e., Friday, June 20, 2025 were entitled to vote on the Resolutions in the Notice.
2. The Notice was sent to all the Members on June 24, 2025, whose e-mail addresses were registered with the Company or with the Depositories/Depository Participants or with the Company's Registrar and Share Transfer Agent, KFin Technologies Limited.
3. The Company has published an advertisement informing the completion of dispatch of the Notice to Members as on cut-off date through electronic mode in Indian Express and Financial Express (in English) and Loksatta (in Marathi) on June 25, 2025, in compliance with Regulation 47 of SEBI LODR Regulations and Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014.
4. The votes exercised through the remote e-voting facility commenced from Wednesday, June 25, 2025 at 09:00 AM (IST) and concluded on Thursday, July 24, 2025 at 05:00 PM (IST) [both days inclusive], being the last date for remote e-voting, were considered for my scrutiny.
5. After the closure of remote e-voting period on Thursday, July 24, 2025 at 5:00 PM (IST), I have unblocked the electronic votes in the presence of two witnesses not in the employment of the Company, for the purpose of this report.
6. The details containing the list of the members who cast their votes electronically on the resolutions were downloaded from the e-voting system of KFin Technologies Limited ("KFin") [URL: <https://evoting.kfintech.com/>].
7. I have scrutinized, downloaded and counted the votes cast through remote e-voting facility and their particulars have been recorded in accordance with the Companies (Management and Administration) Rules, 2014 for the purpose of this Report.



8. Members have, in compliance with MCA Circulars, cast their votes through remote e-voting.

9. The results of the remote e-voting are as under:

**Special Resolution No. 1: Approval of 'Zensar - Employees Stock Option Scheme 2025'.**

**Votes in Favour of the Resolution:**

Number of Members who cast their votes	Number of votes cast	Percentage to total votes cast
1012	170049597	90.6446

**Votes Against the Resolution:**

Number of Members who cast their votes	Number of votes cast	Percentage to total votes cast
116	17550696	9.3554

**Votes Invalid:**

Number of Members whose votes were declared invalid	Number of invalid votes cast by them
0	0

**Special Resolution No. 2: Approval of grant of Employee Stock Options to the employees of unlisted subsidiary companies of the Company under 'Zensar - Employees Stock Option Scheme 2025'.**

**Votes in Favour of the Resolution:**

Number of Members who cast their votes	Number of votes cast	Percentage to total votes cast
1000	170045520	90.6437

**Votes Against the Resolution:**

Number of Members who cast their votes	Number of votes cast	Percentage to total votes cast
125	17552268	9.3563

**Votes Invalid:**

Number of Members whose votes were declared invalid	Number of invalid votes cast by them
0	0



**Special Resolution No. 3: Approval of secondary acquisition of shares through Trust route for the implementation of 'Zensar - Employees Stock Option Scheme 2025'.**

**Votes in Favour of the Resolution:**

Number of Members who cast their votes	Number of votes cast	Percentage to total votes cast
1015	170571658	90.9238

**Votes Against the Resolution:**

Number of Members who cast their votes	Number of votes cast	Percentage to total votes cast
110	17026754	9.0762

**Votes Invalid:**

Number of Members whose votes were declared invalid	Number of invalid votes cast by them
0	0

**Special Resolution No. 4: Provision of money by the Company for subscription and purchase of its own Shares by the Trust under 'Zensar - Employees Stock Option Scheme 2025'**

**Votes in Favour of the Resolution:**

Number of Members who cast their votes	Number of votes cast	Percentage to total votes cast
1018	170573407	90.9240

**Votes Against the Resolution:**

Number of Members who cast their votes	Number of votes cast	Percentage to total votes cast
110	17026603	9.0760

**Votes Invalid:**

Number of Members whose votes were declared invalid	Number of invalid votes cast by them
0	0

10. The Register, all other papers, and relevant records relating to e-voting will be handed over to the Company for safe keeping.



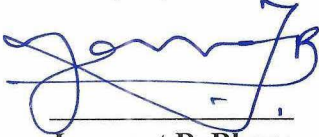
**Result:**

Based on above result, Resolution Nos. 1 to 4 as mentioned above have secured the requisite majority of e-votes and are passed as Special Resolutions on July 24, 2025.

The Chairman or any other person of the Company duly authorised by the Chairman may accordingly declare the result of remote e-voting in respect of the Resolutions mentioned in the Notice.

Thanking You.  
Yours faithfully,

**For J. B. Bhave & Co.  
Company Secretaries**



**Jayavant B. Bhave**  
Scrutinizer appointed for the Voting process  
Membership No.: F4266  
CP No.: 3068  
UIN: S1999MH025400




**For Zensar Technologies Limited  
Countersigned by**


\_\_\_\_\_  
**Anand Daga**  
Company Secretary & Compliance Officer  
Membership No.: F5141

PR No.: 1238/2021  
UDIN: F004266G000862156

Date: July 25, 2025  
Place: Pune

We understand that the e-votes were unblocked from the e-voting website of Kfin i.e. <https://evoting.kfintech.com/> in our presence at 05:09 P.M. on Thursday, July 24, 2025.

  
\_\_\_\_\_  
**Avadhut Kanitkar**  
Witness

  
\_\_\_\_\_  
**Vedant Bedekar**  
Witness