



Date: March 29, 2025

To
The Manager,
BSE SME Platform
Corporate Relationship Department
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai- 400001

Sub: Disclosure of Voting Results of Postal Ballot Notice dated February 21, 2025 along with Scrutinizer Report.

Dear Team,

As per Postal Ballot Notice dated February 21, 2025 sent to the shareholders for approval of 2 agenda items, please find attached voting results of the same conducted through remoting e-voting process is enclosed in the format prescribed under Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Annexure-A), together with the Scrutinizer's Report on the e-voting (Annexure-B).

The said resolution is passed with the requisite majority on March 27, 2025 (the last date for e-voting).

You are requested to take the same on record and disseminate on your website.

Thanking You,
Yours faithfully,

SANCODE TECHNOLOGIES LIMITED

MIHIR VORA
MANAGING DIRECTOR
DIN -08602271

SANCODE TECHNOLOGIES LTD

CIN: U74900MH2016PLC280315 | Website: www.sancodetech.com

Reg. Office – 107, Prime Plaza, J.V. Patel Compound, B.M. Road, Opp. Elphinstone Stn. Mumbai
MH 400013 IN Email id – info@sancodetech.com Contact No. – (022)49622853

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Voting results	
Record date	21-02-2025
Total number of shareholders on record date	253
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	2
Disclosure of notes on voting results	Add Notes

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Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				TO OBTAIN APPROVAL TO ADVANCE ANY LOAN/GIVE GUARANTEE/PROVIDE SECURITY UNDER SECTION 185 OF THE COMPANIES ACT, 2013				
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	2952521	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		1567228	53.0810	1567228	0	100.0000	0.0000
	Total		2952521	1567228	53.0810	1567228	0	100.0000
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	1116346	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		62477	5.5966	62477	0	100.0000	0.0000
	Total		1116346	62477	5.5966	62477	0	100.0000
Total		4068867	1629705	40.0530	1629705	0	100.0000	0.0000
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	
Public Insitutions	
Public - Non Insitutions	

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Resolution (2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				ALTERATION OF OBJECT CLAUSE OF THE MEMORANDUM OF ASSOCIATION BY WAY OF ADDITION OF NEW OBJECT CLAUSE				
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	2952521	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		1567228	53.0810	1567228	0	100.0000	0.0000
	Total		2952521	1567228	53.0810	1567228	0	100.0000
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	1116346	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		62477	5.5966	62477	0	100.0000	0.0000
	Total		1116346	62477	5.5966	62477	0	100.0000
Total		4068867	1629705	40.0530	1629705	0	100.0000	0.0000
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	
Public Insitutions	
Public - Non Insitutions	



DILIP SWARNKAR & ASSOCIATES COMPANY SECRETARIES

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Email: csdilipsonioffice@gmail.com

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Annexure - B

SCRUTINIZER'S REPORT

**Pursuant to Section 110 of the Companies Act, 2013 read with Rule 20 and 22
of the Companies (Management and Administration) Rules, 2014**

To,
The Chairman
Sancode Technologies Limited
403, Shreya House, Parera Hill Road,
Chakala, Andheri (East), Airport (Mumbai),
Mumbai, Maharashtra, India, 400099

Scrutinizer's Report on Postal Ballot voting by way of remote voting by electronic means in respect of passing of the resolution set-out in the notice dated February 21, 2025 through Postal Ballot.

Dear Sir,

I, CS Dilip Kumar Swarnkar, Practicing Company Secretary have been appointed as a scrutinizer by the Board of Directors of Sancode Technologies Limited ("the Company") at their meeting held on February 21, 2025, for the purpose of scrutinizing Postal Ballot voting conducted by way of remote e-voting process in a fair and transparent manner on the resolution contained in the Postal Ballot Notice dated February 21, 2025 in compliance with General Circular No. 14/2020 dated April 08, 2020 and General Circular No. 17/2020 dated April 13, 2020 read with other relevant circulars issued in this regard, the latest being General Circular No. 09/2024 dated September 19, 2024 issued by the Ministry of Corporate Affairs ("MCA Circulars").

1. The said appointment as Scrutinizer is under the provisions of Section 110 of the Companies Act, 2013 ("the Act") read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended ("the Rules"). As the Scrutinizer, I have to scrutinize the process of e-voting conducted for the postal ballot, using an electronic voting system on the dates referred to in the Notice.

2. 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 & Disclosure Requirements) Regulations 2015, ("LODR") relating to e-voting on the resolution contained in the Notice. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

3. Scrutinizer's Responsibility:

My responsibility as a scrutinizer for e-voting process is restricted to making a Scrutinizer's report of the votes cast "in favour" or "against" by the members in respect of the resolution contained in the Notice. My report is based on verification of data and reports generated from the voting system provided by Bigshare Services Private Limited, the Agency authorized

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Mahavir Nagar Kandivali West, Mumbai 400067**



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under the Rules and engaged by the Company to provide e-voting facility and attendant papers/ documents, if any, furnished to me electronically till the time fixed for closing of the voting process i.e., on March 27, 2025 (5.00 p.m. IST) Thursday.

4. Cut-off date

The Members of the Company as on the "cut-off" date i.e. Friday, February 21, 2025, were entitled to vote on the resolution set out in the Notice and their voting rights were in proportion to their shareholding in the paid-up equity share capital of the Company as on the cut-off date, subject to the provisions of Articles of Association of the Company.

5. Remote e-voting process:

- i. The Company had appointed Bigshare Services Private Limited as the service provider, for the purpose of extending the facility of E-voting to the Members of the Company.
- ii. Bigshare Services Private Limited is the Registrar and Share Transfer Agent ("RTA") of the Company.
- iii. Bigshare Services Private Limited had provided a system for recording the votes of the Members through E-voting on all the items of the business as mentioned in the Notice of the Company.
- iv. Bigshare Services Private Limited had set up an electronic voting facility on its website, <https://ivote.bigshareonline.com>. The Company had uploaded all the items of the business as mentioned in Postal Ballot Notice, on the website of the Company to facilitate the Members of the Company to cast their vote through E-voting. The same was also uploaded on the website of Bigshare Services Private Limited and on the website of Stock Exchange i.e. BSE Limited, for information of the members of the Company.
- v. The remote e-voting period remained open from Wednesday, February 26, 2025 (9.00 a.m. IST) and ends on Thursday, March 27, 2025 (5.00 p.m. IST).
- vi. The votes cast during the remote e-voting were unblocked on March 27, 2025 after the conclusion of e-voting period for Postal Ballot and was witnessed by two witnesses who are not in the employment of the Company.
- vii. Thereafter, the details containing, inter alia, the list of Members who voted "in favour" or "against" on the resolution were generated from the remote e-voting website of Bigshare Services Private Limited, i.e., <https://ivote.bigshareonline.com>. Based on the report generated by Bigshare Services Private Limited and relied upon by me, data regarding the remote e-voting was scrutinized on test check basis.



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6. I submit my report on the results of the remote e-voting for postal ballot, based on the report generated by Bigshare Services Private Limited, scrutinized on test check basis, and relied upon by me as under:

RESOLUTION NO. 1: TO OBTAIN APPROVAL TO ADVANCE ANY LOAN/GIVE GUARANTEE/PROVIDE SECURITY UNDER SECTION 185 OF THE COMPANIES ACT, 2013:

I. Voted in favour of Resolution:

Particulars	Number of members Voted	Number of votes cast by them (Shares)	% of total numbers of valid votes cast
Remote E-voting	6	16,29,705	100

II. Voted against the Resolution:

Particulars	Number of members Voted	Number of votes cast by them (Shares)	% of total numbers of valid votes cast
Remote E-voting	0	0	0

III. Invalid/abstained/Less Voted:

Particulars	Number of members Voted	Number of votes cast by them (Shares)	% of total numbers of valid votes cast
Remote E-voting	NIL		

Based on the aforesaid report, it may be seen that the said Special Resolution of the Postal Ballot Notice have been passed with requisite majority.

RESOLUTION NO. 2: ALTERATION OF OBJECT CLAUSE OF THE MEMORANDUM OF ASSOCIATION BY WAY OF ADDITION OF NEW OBJECT CLAUSE:

I. Voted in favour of Resolution:

Particulars	Number of members Voted	Number of votes cast by them (Shares)	% of total numbers of valid votes cast
Remote E-voting	6	16,29,705	100

II. Voted against the Resolution:

Particulars	Number of members Voted	Number of votes cast by them (Shares)	% of total numbers of valid votes cast
Remote E-voting	0	0	0

III. Invalid/abstained/Less Voted:

Particulars	Number of members Voted	Number of votes cast by them (Shares)	% of total numbers of valid votes cast
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Remote E-voting	NIL
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Based on the aforesaid report, it may be seen that the said Special Resolution of the Postal Ballot Notice have been passed with requisite majority.

Further the voting results of the aforesaid Postal Ballot may accordingly be declared by the Chairman or Authorized person.

7. Restriction on Use:

This report has been issued at the request of the Company for (i) submission to Stock Exchange, (ii) placing on website of the Company and (iii) placing on website of Bigshare Services Private Limited. 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 whom it is shown or into whose hands it may come without my prior consent in writing.

The electronic data and all other relevant records relating to the E-voting shall remain in our safe custody and shall be handed over to the Company.

THANKING YOU

FOR DILIP SWARNKAR & ASSOCIATES

COUNTER SIGNED BY ON BEHALF OF

**MEMBERSHIP NUMBER: 47600
CP NUMBER - 26253
UDIN: A047600F004177528**

**SANCODE TECHNOLOGIES LIMITED
MIHIR VORA
MANAGING DIRECTOR
DIN - 08602271**

**PLACE: MUMBAI
DATE: MARCH 29, 2025**