



**M. Maheshwari & Associates**

Company Secretaries

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**Manish Maheshwari**

M.Com, LLB, F.C.S

### Consolidated Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 (4) (xii) of the Companies (Management and Administration) Rules, 2015 as amended]

To,

The Chairman,

**INFOBEANS TECHNOLOGIES LIMITED**

CIN: L72200MP2011PLC025622

Crystal IT Park, STP-I 2nd Floor,

Ring Road, NA Indore (MP) - 452001 IN

Dear Sir,

Ref. 15<sup>th</sup> Annual General Meeting (AGM) of the Equity Shareholders of Infobeans Technologies Limited held on Monday, August 04<sup>th</sup>, 2025 At 04.00 P.M. through Video Conferencing (VC)/Other Audio Visual Means (OAVM):

Subject: Passing of Resolution(s) through remote electronic voting, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2015 as amended and Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

1. I, **Manish Maheshwari, Practicing Company Secretary**, have been appointed by the Board of Directors of **INFOBEANS TECHNOLOGIES LIMITED** ("the Company") as a Scrutinizer for the purpose of scrutinizing the process of voting through electronic means ("e-voting") on the resolutions contained in the notice dated 09<sup>th</sup> July 2025 ("Notice") issued in accordance with General Circular Nos. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 05, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 08, 2021, 3/2022 dated May 05, 2022 and 11/2022 dated December 28, 2022, No. 09/2023 dated September 25, 2023 and 09/2024 dated September 19, 2024 (collectively referred to as 'MCA Circulars'), Government of India, calling the Fifteenth Annual General Meeting of its Equity Shareholders ("the Meeting"/"AGM") through Video Conferencing (VC)/Other Audio Visual Means (OAVM). The AGM was convened on Monday, August 04<sup>th</sup>, 2025 at 04.00 P.M. IST through VC / OAVM.



2. The said appointment as Scrutinizer is 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 ("the Rules"). As the Scrutinizer, I have to scrutinize:

- (i) Process of e-voting remotely, before the AGM, using an electronic voting system on the dates referred to in the Notice calling the AGM ("remote e-voting"); and
- (ii) Process of e-voting at the AGM through electronic voting system ("e-voting")

### **Management's Responsibility**

3. The management of the Company is responsible for ensuring 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 resolutions contained in the Notice calling the AGM. The management of the Company is responsible for ensuring a secure framework and robustness of the electronic voting systems.

### **Scrutinizer's Responsibility**

4. My responsibility as Scrutinizer for the 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 favor" or "against" the resolutions contained in the Notice, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited ("CDSL"), and the Agency 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 CDSL for my verification.

5. Further to the above, we submit our report as under:

- i. The Members of the Company as on the "Cut Off" date i.e. **25<sup>th</sup> July, 2025** were entitled to vote on the resolutions (Items Number 1 to 4 as set out in Notice of 15<sup>th</sup> AGM of the Company).
- ii. The voting period for E-voting commenced on **31<sup>st</sup> July, 2025 (09.00 AM IST) and ends on 03<sup>rd</sup> August, 2025 (05.00 PM IST)** and the CDSL-voting platform was blocked thereafter and the votes cast under E-voting facilities were then unblocked and we downloaded the results.
- iii. The votes cast were unblocked on Monday, 04<sup>th</sup> August 2025 after the conclusion of the AGM and were witnessed by two witnesses, Mr. Shreyash Laddha and Ms. Mansi Gupta, who are not in the employment of the Company. They have signed the below document to confirm the same.





  
Shreyash Laddha

  
Mansi Gupta

- iv. Thereafter, the details containing, inter alia, the list of Equity Shareholders who voted "in favor" or "against" on each of the resolutions that were put to vote, were generated from the e-voting website of CDSL. Based on the report generated by CDSL and relied upon by me, data regarding remote e-voting was scrutinized on a test-check basis.
6. I submit herewith the Consolidated Scrutinizer's Report on the results of the remote e-voting and e-voting, based on the reports generated by CDSL, scrutinized on a test check basis and relied upon by me as under: -

Details	Remote e-voting	Venue e-voting	Total Voting
Number of members who cast their votes	28	3	31
Total Number of Shares held by them	77,76,138	3	7776141
Valid Votes	As per details provided under each one of the Resolution(s) mentioned hereunder.		
Abstained/ Invalid Votes	NIL		

#### ITEM NO. 1 - ORDINARY RESOLUTION

Adoption of Financial Statements to receive, consider, and adopt

- a) the Audited Standalone Financial Statements of the Company for the financial year ended 31 March 2025 together with the Reports of the Board of Directors and Auditors thereon; and
- b) the Audited Consolidated Financial Statements of the Company for the financial year ended 31 March 2025 together with the Report of the Auditors thereon.

Manner of Voting	Remote e-voting		Venue e-voting		Total	
	No	% age	No	% age	No	% age
Votes in favour of the Resolution	77,76,138	100	3	100	77,76,141	100
Votes against the Resolution	0	0	0	0	0	0
Abstained / Invalid Votes						
Total	77,76,138	100	3	100	77,76,141	100



## **ITEM NO. 2 - ORDINARY RESOLUTION**

Re-appointment of Mr. Mitesh Bohra (DIN: 01567885) as a Director.

To appoint a director in place of Mr. Mitesh Bohra (DIN: 01567885), who retires by rotation and being eligible seek re-appointment.

Manner of Voting	Remote e-voting		Venue e-voting		Total	
	No	% age	No	% age	No	% age
Votes in favour of the Resolution	77,76,138	100	3	100	77,76,141	100
Votes against the Resolution	0	0	0	0	31	0
Abstained /Invalid Votes	0	0	0	0	0	0
Total	77,76,138	100	3	100	77,76,141	100

## **ITEM NO. 3 - ORDINARY RESOLUTION**

Declaration of Dividend

To declare a final dividend at the rate of Re. 1 (One) per equity share capital of the Company for the year ended 31 March 2025.

Manner of Voting	Remote e-voting		Venue e-voting		Total	
	No	% age	No	% age	No	% age
Votes in favour of the Resolution	77,76,138	100	3	100	77,76,141	100
Votes against the Resolution	0	0	0	0	0	0
Abstained /Invalid Votes	0	0	0	0	0	0
Total	77,76,138	100	3	100	77,76,141	100



#### ITEM NO. 4 - ORDINARY RESOLUTION

Appointment of M/s M Maheshwari & Associates, Company Secretaries as Secretarial Auditor of the Company

Manner of Voting	Remote e-voting		Venue e-voting		Total	
	No	% age	No	% age	No	% age
Votes in favour of the Resolution	77,75,655	99.99	3	100	77,75,658	100
Votes against the Resolution	483	0.01	0	0	483	0
Abstained /Invalid Votes	0	0	0	0	0	0
Total	77,76,138	100	3	100	77,76,141	100

7. We hereby confirm that we are maintaining electronic voting data received from the Service Provider, in respect of the votes cast through e-voting. The electronic data and all other relevant records relating to e-voting are under my safe custody and will be handed over to the Company Secretary for preservation safety after the Chairman considers, approves, and signs the AGM's minutes.

#### **Restriction on Use**

8. This report has been issued at the request of the Company for (i) submission to Stock Exchanges, (ii) placing on the website of the Company and (iii) website of CDSL. 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 for any other purpose or to any other party to whom it is shown or whose hands it may come without my prior written consent.

Thanking you,

Yours Faithfully,

*Manish Maheshwari*

Scrutinizer

Name: Manish Maheshwari  
Practicing Company Secretary  
FCS: 5174; CP: 3860



**Received the Report**

**For Infobeans Technologies Limited**

Place: Indore

Date: 5<sup>th</sup> August 2025

UDIN: F005174G000936126

**Avinash Sethi**  
**Chairman of the Meeting**