



***M. Maheshwari & Associates***

*Company Secretaries*

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*Manish Maheshwari*

M.Com, LLB, F.C.S

### SCRUTINIZER'S REPORT

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

TO,  
THE MANAGING DIRECTOR,  
INFOBEANS TECHNOLOGIES LIMITED  
CIN: L72200MP2011PLC025622  
Crystal IT Park, STP-I 2nd Floor  
Ring Road, Indore (MP)- 452001

Sub: **Scrutinizer's Report on Postal Ballot for remote E- Voting Process conducted pursuant to the provisions of Section 110 of the Companies Act, 2013 ('the Act') read with Rule 22 of the Companies (Management and Administration) Rules, 2014.**

Dear Sir,

I, Manish Maheshwari, Company Secretary in Practice have Membership No. FCS 5174, CP 3860, and proprietor of M/s. M. Maheshwari & Associates, Company Secretaries in Indore has been appointed as the Scrutinizer by the Board of Directors of the Company vide resolution passed on 28<sup>th</sup> October, 2025 as required under Section 110 of the Companies Act, 2013 ('the Act') read with Rule 22 of the Companies (Management and Administration) Rules, 2014 for the purpose of scrutinizing the Postal Ballot process through remote e-voting as contained in the notice dated 06<sup>th</sup> November, 2025, in a fair and transparent manner.

I am pleased to present the report on the remote E-Voting held by way of Postal Ballot conducted by **INFOBEANS TECHNOLOGIES LIMITED** ("the Company") seeking consent of its Members through Resolutions as contained in the Notice of the Postal Ballot dated 06<sup>th</sup> November, 2025.

1. In terms of Sections 110 and 108 of the Companies Act, 2013, and all other applicable provisions, if any, of the Act read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and other applicable laws and regulations, 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), in relation to "Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made there under on account of the threat posed by COVID- 19" issued by the Ministry of Corporate Affairs, Government of India;

2. The Management of the Company is responsible for ensuring compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through Postal Ballot through electronic means on the Resolutions contained in the Postal Ballot notice dated 06<sup>th</sup> November, 2025.
3. My responsibility as a Scrutinizer for the e-voting process is restricted to make a Scrutinizer report of the votes cast 'in favor' or 'against' the resolution, based on the postal ballot forms submitted by the shareholders through e-voting system provided by the CDSL, the authorized agency to provide e-voting facilities, engaged by the company for extending the facility of electronic voting to the Shareholders of the Company.
4. The notice along with the statement setting out material facts under Section 102 of the Companies Act, 2013 dated 06<sup>th</sup> November, 2025 was sent to the shareholders by email at their registered email addresses.
5. In terms of the aforesaid notice, Members were required to convey their assent or dissent, as the case may, through e-voting on the e-voting platform provided by CDSL from Friday, 07<sup>th</sup> November, 2025, at (9:00 hours IST) and ends on Saturday, December 06<sup>th</sup>, 2025 at (17:00 hours IST).
6. As confirmed by the Company, the company has issued a public Advertisement for notice to the members of the company in two Newspapers namely "the Business Standard (English) and Choutha Sansar (Hindi) Edition" dated 08<sup>th</sup> November, 2025.
7. The votes cast through electronic means received up to (05:00 P.M. IST) on Saturday, December 06<sup>th</sup>, 2025 being the last time and date fixed by the company for receipt of the votes cast through electronic means were considered for my scrutiny.
8. The votes cast through electronic means received up to (05:00 P.M. IST) on Saturday, December 06<sup>th</sup>, 2025 were unblocked on December 07<sup>th</sup>, 2025, in the presence of 2 witnesses, Ms. Kanika Dashore and Mr. Chayesh Garg, who are not in employment of the Company.



Kanika Dashore



Chayesh Garg



9. A Summary of votes cast through electronic means is placed for consideration by the Members are given below: -

Details	Remote e-voting	Venue e-voting	Total Voting
Number of members who cast their votes	37	0	37
Total Number of Shares held by them	61,58,420	0	61,58,420
Valid Votes	As per details provided under each one of the Resolution(s) mentioned hereunder.		
Abstained/ Invalid Votes	NIL		

10. The result of Postal Ballot Remote E-voting is given below:

S. No (Item No.)	Particulars	Type of Resolution	Votes in favour (In no.)	Votes In favour (In %)	Votes cast Against (In no.)	Votes cast Against (In %)
1.	Approval of the amendment of ESOP(Employee Stock Option Plan), 2022	Special Resolution	61,57,745	99.99%	675	0.1%

11. All relevant records of electronic voting received will remain in our safe custody until the Managing Director considers, approves, and signs the minutes. Then, they will be handed over to the Company Secretary for safe keeping.

12. **Restriction of Use:** This report has been issued at the request of the Company for (i) submission to Stock Exchanges, (ii) to be placed at the website of the Company. This report is not to be used for any other purpose or to be distributed to any other person. 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 into whose hands it may come without my prior consent in writing.

13. **Result:** The Resolution has the requisite majority of votes, the resolution may be considered to have been passed. The Chairperson / Managing Director accordingly declares the result of voting.

For M. Maheshwari & Associates  
Company Secretaries  
Firms U.C.N. I2001MP213000



*Manish Maheshwari*  
Manish Maheshwari  
Proprietor  
FCS-5174  
CP-3860  
PR No. 1191/2021

Date: 08<sup>th</sup> December, 2025  
Place: Indore (M.P)  
UDIN: F005174G002262011