

SE/2025/1085

Date: 7<sup>th</sup> August 2025

To,  
National Stock Exchange of India Ltd,  
Exchange Plaza,  
Bandra Kurla Complex,  
Bandra (East), Mumbai- 400051  
Maharashtra, India.

Ref: Symbol: FIDEL

SUB: Regulation 44(3) of the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 - Proceedings and details of Voting Results of 20<sup>th</sup> Annual General Meeting (AGM) carried out through two-way Video Conferencing ('VC') facility / Other Audio Visual Means ('OAVM') on 7<sup>th</sup> August 2025

Dear Sir/Madam,

The 20<sup>th</sup> AGM of the Company was held on Thursday 7<sup>th</sup> August 2025 at 11.00 AM and concluded at 11.37 AM through two-way Video Conferencing ('VC') facility / Other Audio Visual Means ('OAVM')

In this regard we are enclosing the following :

1. Proceedings of AGM pursuant to Regulation 30 of the Listing Regulations – Annexure A
2. Voting Results of the business transacted at the AGM pursuant to Regulation 44(3) of the Listing Regulations – Annexure B
3. Consolidated report of Scrutinizers on remote e-voting prior an during the AGM – Annexure C

The above mentioned annexures are also being uploaded on the websites of (i) the Company at <https://www.fidelfosfttech.com/other-disclosures/> and (ii) National Securities Depository Limited at [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

The video recording of proceedings of the AGM is also being made available on the Company's website at <https://www.fidelfosfttech.com/other-disclosures/>

This is for your information and records.

Thanking you,

For **Fidel Softech Limited**

**Sneha Ratnaparkhi**  
**Company Secretary**  
**(A42657)**

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**Fidel Softech Limited**

(Formerly known as Fidel Softech Pvt. Ltd.) CIN - L72200PN2004PLC020061  
Unit No. 202, 2<sup>nd</sup> Floor, West Wing, Marisoft IT Park 3,  
Kalyani Nagar, Vadgaon Sheri, Pune - 411014. MH. India.



## Annexure – A

### Details of the proceedings of the meeting

Date of the Annual General Meeting	Thursday, 7 <sup>th</sup> August, 2025
Total number of shareholders as on Record Date (i.e.) July 30, 2025	851
Number of shareholders present at the meeting in person: <ul style="list-style-type: none"> <li>• Promoter and Promoter group</li> <li>• Public</li> </ul>	Not Applicable
Number of shareholders attended the meeting through Video Conferencing: <ul style="list-style-type: none"> <li>• Promoter and promoter group</li> <li>• Public</li> </ul>	<ul style="list-style-type: none"> <li>• Promoter and promoter group - 2</li> <li>• Public -8</li> </ul>

Based on the Scrutinizer's Report dated 7<sup>th</sup> August 2025, I declare that the Resolutions No. 1 to 5 are passed with requisite majority.

For **Fidel Softech Limited**

**Sneha Ratnaparkhi**  
**Company Secretary**  
**(A42657)**

## Annexure B

## FIDEL SOFTECH LIMITED

Date of the AGM/EGM	07/08/2025
Total number of shareholders on record date	851
No. of shareholders present in the meeting either in person or through proxy:	0
Promoters and promoter Group:	0
Public:	0
No. of shareholders attended the meeting through Video Conferencing:	2
Promoters and promoter Group:	2
Public:	8

**Resolution 1 :** To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2025 and the reports of the Board of Directors and Auditors thereon.

Resolution required : (Ordinary / Special)	Ordinary Resolution
Whether promoter/promoter group are interested in the agenda/resolution ?	No

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favor (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-VOTING	10033997	10033996	100.00	10033996	0	100.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	10033997	10033996	100.00	10033996	0	100.00	0.00
Public - Institutions	E-VOTING	0	0	0.00	0	0	0.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	0	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-VOTING	3716563	35002	0.94	35002	0	100.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	3716563	35002	0.94	35002	0	100.00	0.00
TOTAL		13750560	10068998	73.23	10068998	0	100.00	0.00

**Resolution 2 :** To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2025 and the reports of the Auditors thereon.

Resolution required : (Ordinary / Special)	Ordinary Resolution
Whether promoter/promoter group are interested in the agenda/resolution ?	No


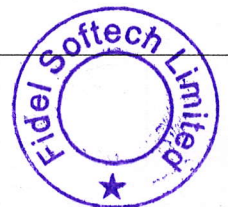
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favor (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-VOTING	10033997	10033996	100.00	10033996	0	100.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	10033997	10033996	100.00	10033996	0	100.00	0.00
Public - Institutions	E-VOTING	0	0	0.00	0	0	0.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	0	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-VOTING	3716563	35002	0.94	35002	0	100.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	3716563	35002	0.94	35002	0	100.00	0.00
TOTAL		13750560	10068998	73.23	10068998	0	100.00	0.00

**Resolution 3 :** To declare a final dividend of INR 2 per equity shares for the Financial Year ended March 31, 2025.

Resolution required : (Ordinary / Special)	Ordinary Resolution
Whether promoter/promoter group are interested in the agenda/resolution ?	No

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favor (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-VOTING	10033997	10033996	100.00	10033996	0	100.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	10033997	10033996	100.00	10033996	0	100.00	0.00
Public - Institutions	E-VOTING	0	0	0.00	0	0	0.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	0	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-VOTING	3716563	35002	0.94	35002	0	100.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	3716563	35002	0.94	35002	0	100.00	0.00
TOTAL		13750560	10068998	73.23	10068998	0	100.00	0.00

**Resolution 4 :** To appoint a director, in place of Mr. Shyamak Kulkarni (DIN: 09552445) who retires by rotation and being eligible, offers himself for reappointment.

Resolution required :(Ordinary / Special)				Ordinary Resolution				
Whether promoter/promoter group are interested in the agenda/resolution ?				No				
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favor	No. of Votes against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
		(1)	(2)		(4)	(5)		
Promoter & Promoter Group	E-VOTING	10033997	10033996	100.00	10033996	0	100.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	10033997	10033996	100.00	10033996	0	100.00	0.00
Public - Institutions	E-VOTING	0	0	0.00	0	0	0.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	0	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-VOTING	3716563	35002	0.94	35002	0	100.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	3716563	35002	0.94	35002	0	100.00	0.00
TOTAL		13750560	10068998	73.23	10068998	0	100.00	0.00
Resolution 5 : To appoint Mrs. Prajakta Kotasthane (DIN: 00713512) as an Independent Director of the Company.								
Resolution required :(Ordinary / Special)				Ordinary Resolution				
Whether promoter/promoter group are interested in the agenda/resolution ?				No				
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favor	No. of Votes against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
		(1)	(2)		(4)	(5)		
Promoter & Promoter Group	E-VOTING	10033997	10033996	100.00	10033996	0	100.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	10033997	10033996	100.00	10033996	0	100.00	0.00
Public - Institutions	E-VOTING	0	0	0.00	0	0	0.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	0	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-VOTING	3716563	35002	0.94	35002	0	100.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	3716563	35002	0.94	35002	0	100.00	0.00
TOTAL		13750560	10068998	73.23	10068998	0	100.00	0.00





To

**Fidel Softech Limited**

Unit No. 202, 2nd Floor, West Wing,

Marisoft IT Park 3,

Kalyani Nagar, Vadgaon Sheri,

Pune - 411014

**Kind Attn: Mr. Sunil Kulkarni, Chairman**

**Sub: Report of Scrutinizer on Remote E-voting conducted at the Twentieth Annual General Meeting (AGM) (E-votes cast prior to and at the AGM).**

Dear Sir,

I refer to my appointment as Scrutinizer to scrutinize the Remote E-voting Process in respect of the following resolutions contained in the Notice of twentieth Annual General Meeting of your company held on Thursday, August 7, 2025, at 11:00 AM (IST) through Video Conferencing ('VC') facility / Other Audio Visual Means ('OAVM').

**Ordinary Business**

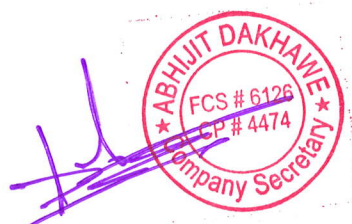
1. To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2025 and the reports of the Board of Directors and Auditors thereon;
2. To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2025 and the reports of the Auditors thereon;
3. To declare a final dividend of INR 2 per equity shares for the Financial Year ended March 31, 2025;
4. To appoint a director, in place of Mr. Shyamak Kulkarni (DIN: 09552445), who retires by rotation and being eligible, offers himself for reappointment.

**Special Business**

5. To appoint Mrs. Prajakta Kotasthane (DIN: 00713512) as an Independent Director of the Company.

I now enclose the following:

- a. My Consolidated Report to the Chairman of the Company on the result of the Remote E-voting process prior to and at the AGM;
- b. The Register showing the particulars of the e-votes registered on the National Securities Depository Limited (NSDL) e-voting system in respect of the said resolutions (both prior to the AGM and at the AGM) and the consolidated results of the voting.



You are requested to take the same on record and acknowledge.

Thanking you  
Yours faithfully,



**Abhijit Dakhawe**  
**Company Secretary**

FCS # 6126

CP # 4474

PR No: 5690/2024

UDIN: F006126G000955261

Place: Pune

Date: 07-AUG-2025

**Consolidated Report of Scrutinizer on Remote E-voting process**  
**[Remote E-voting conducted at the Twentieth Annual General Meeting (AGM) held through Video Conferencing ('VC') facility / Other Audio Visual Means ('OAVM')]**

*[Pursuant to Section 108 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014; further read with various circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India from time to time.]*

To  
**Mr. Sunil Kulkarni,**  
**Chairman**  
**Fidel Softech Limited**  
Unit No. 202, 2nd Floor, West Wing,  
Marisoft IT Park 3,  
Kalyani Nagar, Vadgaon Sheri,  
Pune - 411014

**Sub: Consolidated Report of Scrutinizer on E-voting Process [Remote E-voting process conducted at the Twentieth Annual General Meeting (AGM) held through Video Conferencing ('VC') facility / Other Audio Visual Means ('OAVM') pursuant to the provisions of Section 96 and Section 108 of the Companies Act, 2013 ('the Act') read with Companies (Management and Administration) Rules, 2014 further, read with the relevant MCA and the SEBI Circulars and in compliance with the provisions of the Act and the SEBI (LODR) Regulations, 2015.]**

Dear Sir,

The Board of Directors of **Fidel Softech Limited ('the Company')** has vide resolution passed on April 30, 2025 decided to provide to the members of the Company, facility to exercise their voting rights on the resolutions as set out in the notice of Twentieth Annual General Meeting ('AGM') held on August 7, 2025 by way of Remote E-voting process at the AGM.

Members who have not voted during Remote E-voting period but attended the AGM, were allowed to cast their vote by e-voting at the AGM. The 'Consolidated Report' includes the consolidated number of e-votes cast during the Remote E-voting period and the voting by E-voting at the AGM.

I, Abhijit Dakhawe, Company Secretary, in Whole Time Practice having Membership Number: FCS: 6126 and Certificate of Practice Number: 4474, who has been appointed as the Scrutinizer by the Board of Directors of the Company vide resolution passed on April 30, 2025 as required under Section 108 of the Companies Act, 2013 and Rule 20(4)(ix) of the Companies (Management and Administration) Rules, 2014 for the purpose of scrutinizing and conducting the Voting Process, in a fair and transparent manner and ascertaining the requisite majority for passing of resolutions as contained in the notice convening the Twentieth AGM of the Company held on Thursday, August 7, 2025 at 11:00 AM (IST) and the same are reproduced herein below:

**Ordinary Business**

1. To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2025 and the reports of the Board of Directors and Auditors thereon;
2. To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2025 and the reports of the Auditors thereon;
3. To declare a final dividend of INR 2 per equity shares for the Financial Year ended March 31, 2025;
4. To appoint a director, in place of Mr. Shyamak Kulkarni (DIN: 09552445), who retires by rotation and being eligible, offers himself for reappointment.





**Special Business**

5. To appoint Mrs. Prajakta Kotasthane (DIN: 00713512) as an Independent Director of the Company.

The management of the Company is responsible for ensuring compliance with the requirements of the Companies Act, 2013 and Rules thereunder relating to Remote E-voting at the AGM. My responsibility as a scrutinizer for the voting process is restricted to ensure that the voting process is conducted in a fair and transparent manner and make the Scrutinizer's Report of the votes cast "in favour" or "against" the above resolutions, based on the reports generated from the E-Voting System provided by the National Securities Depository Limited (NSDL), the authorized agency to provide Remote E-voting exercised for the AGM and engaged by the company for that purpose.

The Notice dated April 30, 2025 convening the Twentieth Annual General Meeting of the Company to be held through Video Conferencing ('VC') facility / Other Audio Visual Means ('OAVM'), on Thursday, August 07, 2025 at 11.00 AM, was sent through electronic mode to the members of the Company on Tuesday, July 15, 2025 and the members of the Company holding shares on the cut-off date i.e. Wednesday, July 30, 2025 were entitled to vote on the above-mentioned resolutions as set out in the Notice of Twentieth Annual General Meeting.

In this regard, I submit my report as under:

1. The remote E-voting period commenced from Monday, August 04, 2025 at 9.00 a.m. (IST) and ended on Wednesday, August 06, 2025 at 5.00 p.m. (IST).
2. After the conclusion of AGM on August 07, 2025, I downloaded, scrutinized and counted the Votes cast through Remote E-voting process, for the purpose of this report.
3. I have unblocked the electronic votes cast through Remote E-voting in the presence of the witnesses not in the employment of the Company from the e-voting website of NSDL (<https://www.evoting.nsdl.com/>).
4. The consolidated results of the e-voting process are as follows:

**Resolution No. 1 – To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2025 and the reports of the Board of Directors and Auditors thereon - Ordinary Resolution.**

**Voted in favour of the resolution:**

Number of Members who cast their votes at the AGM and through Remote E-voting		Number of votes cast	Percentage to total votes cast
Remote E-voting	13	10068998	100
<b>Total</b>	<b>13</b>	<b>10068998</b>	<b>100</b>

**Voted against the resolution:**

Number of Members who cast their votes at the AGM and through Remote E-voting		Number of votes cast	Percentage to total votes cast
Remote E-voting	NIL	NIL	NIL
<b>Total</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>



**Invalid votes:**

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

**Resolution No. 2 – To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2025 and the reports of the Auditors thereon - Ordinary Resolution.**

**Voted in favour of the resolution:**

Number of Members who cast their votes at the AGM and through Remote E-voting	Number of votes cast	Percentage to total votes cast
Remote E-voting	13	10068998
<b>Total</b>	<b>13</b>	<b>100</b>

**Voted against the resolution:**

Number of Members who cast their votes at the AGM and through Remote E-voting	Number of votes cast	Percentage to total votes cast
Remote E-voting	NIL	NIL
<b>Total</b>	<b>NIL</b>	<b>NIL</b>

**Invalid votes:**

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

**Resolution No. 3 – To declare a final dividend of INR 2 per equity shares for the Financial Year ended March 31, 2025 - Ordinary Resolution.**

**Voted in favour of the resolution:**

Number of Members who cast their votes at the AGM and through Remote E-voting	Number of votes cast	Percentage to total votes cast
Remote E-voting	13	10068998
<b>Total</b>	<b>13</b>	<b>100</b>

**Voted against the resolution:**

Number of Members who cast their votes at the AGM and through Remote E-voting	Number of votes cast	Percentage to total votes cast
Remote E-voting	NIL	NIL
<b>Total</b>	<b>NIL</b>	<b>NIL</b>

**Invalid votes:**

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

**Resolution No. 4 – To appoint a director, in place of Mr. Shyamak Kulkarni (DIN: 09552445), who retires by rotation and being eligible, offers himself for reappointment – Ordinary Resolution.**

**Voted in favour** of the resolution:

Number of Members who cast their votes at the AGM and through Remote E-voting		Number of votes cast	Percentage to total votes cast
Remote E-voting	13	10068998	100
<b>Total</b>	<b>13</b>	<b>10068998</b>	<b>100</b>

**Voted against** the resolution:

Number of Members who cast their votes at the AGM and through Remote E-voting		Number of votes cast	Percentage to total votes cast
Remote E-voting	NIL	NIL	NIL
<b>Total</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

**Invalid votes:**

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

**Resolution No. 5 – To appoint Mrs. Prajakta Kotasthane (DIN: 00713512) as an Independent Director of the Company - Ordinary Resolution.**

**Voted in favour** of the resolution:

Number of Members who cast their votes at the AGM and through Remote E-voting		Number of votes cast	Percentage to total votes cast
Remote E-voting	13	10068998	100
<b>Total</b>	<b>13</b>	<b>10068998</b>	<b>100</b>

**Voted against** the resolution:

Number of Members who cast their votes at the AGM and through Remote E-voting		Number of votes cast	Percentage to total votes cast
Remote E-voting	NIL	NIL	NIL
<b>Total</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

**Invalid votes:**

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



5. The Register, all other papers and relevant records relating to voting shall remain in my custody until the Chairman considers, approves and signs the minutes of Twentieth Annual General Meeting and the same will be handed over to the Company Secretary thereafter.

**Result:**

All the five (5) resolutions have been passed unanimously.

All the five (5) resolution are passed as an "Ordinary Resolutions".

The Chairman of Annual General Meeting or Company Secretary of the Company may accordingly declare the voting result.

Thanking You.  
Yours faithfully,



**Abhijit Dakhare**  
**Company Secretary**

FCS # 6126

CP # 4474

PR No: 5690/2024

UDIN: F006126G000955261

Place: Pune

Date: 07-AUG-2025

**For Fidel Softech Limited**




**Sunil Kulkarni**  
**Chairman**



The Scrutinizer unblocked the votes from the e-voting system of NSDL in our presence at 11.46 am on Thursday, August 7, 2025.



**Kirtida Kale**  
**Witness**



**Devika Kharde**  
**Witness**