

SE/2025/1074

Date: May 29,2025

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

Ref: Symbol: FIDEL

SUB: Submission Voting results of Postal Ballot and Consolidated Report of Scrutinizers on Remote E-voting conducted through Postal Ballot

Ref: Regulation 44(3) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015

Dear Sir/Madam,

Pursuant to the provisions of Regulations 30(6) and 44(3) read with Schedule III of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), we hereby inform you that the Company had sought approval of the Members by way of Postal Ballot through electronic means (remote e voting) for the following Resolution:

Ordinary Resolutions :

1. Approval for acquisition of shares of Fidel Technologies KK by the Company as a Related party transaction under Section 188 of the Companies Act, 2013.
2. Material Related Party Transaction(s) with Fidel Technologies KK
3. Material Related Party Transaction(s) with Fidel Consultancy KK

Special Resolution :

4. To consider and approve Investments, Give Loans, Guarantees and Security in excess of Limits Specified under Section 186 of the Companies Act 2013.

The remote e-voting period concluded on 28th May, 2025 at 5.00 p.m. (IST), post which Mr. Abhijit Dakhawe, Practicing Company Secretary (FCS: 6126 CP: 4474) Scrutinizer submitted the Report on the voting results of the Postal Ballot on Thursday 29th May 2025. Based on the Report of the Scrutinizer, we hereby inform that the above Resolutions (1 to 4) has been approved and passed by the Members with a requisite majority on 28th May 2025 (i.e. the last date of remote e-voting).

Accordingly, we are enclosing herewith the following:

Fidel Softech Limited

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



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 Scrutinizer's Report dated 29th May 2025, pursuant to Sections 108 and 110 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 - **Annexure B.**

This intimation is also being uploaded on the Company's website at , <https://www.fidelsoftech.com/other-disclosures/> on the website of National Securities Depository Limited at www.evoting.nsdl.com and will This intimation shall also be deemed to be Disclosure of Proceedings under Regulation 30 read with Schedule III, Part A, Para A (13) of the SEBI Listing Regulations.

For Fidel Softech Limited

Sneha Ratnaparkhi
Company Secretary
(A42657)

Fidel Softech Limited

Record date For Postal Ballot	25-04-2025
Total number of shareholders on record date	811
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:	NOT ARRANGED
Promoters and promoter Group:	
Public:	

Resolution 1 :Approval for acquisition of shares of Fidel Technologies KK by the Company as a Related party transaction under Section 188 of the Companies Act, 2013

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	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	10033997	0	0.00	0	0	0.00	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	217001	5.84	217001	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	217001	5.84	217001	0	100.00	0.00
TOTAL		13750560	217001	1.58	217001	0	100.00	0.00



Resolution 2 : Material Related Party Transaction(s) with Fidel Technologies KK.

Resolution required : (Ordinary / Special) Ordinary Resolution

Whether promoter/promoter group are interested in the agenda/resolution ? Yes

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	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	10033997	0	0.00	0	0	0.00	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	217001	5.84	217001	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	217001	5.84	217001	0	100.00	0.00
TOTAL		13750560	217001	1.58	217001	0	100.00	0.00



Resolution 3 :Material Related Party Transaction(s) with Fidel Consultancy KK.

Resolution required : (Ordinary / Special) Ordinary Resolution

Whether promoter/promoter group are interested in the agenda/resolution ? Yes

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	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	10033997	0	0.00	0	0	0.00	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	217001	5.84	217001	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	217001	5.84	217001	0	100.00	0.00
TOTAL		13750560	217001	1.58	217001	0	100.00	0.00



Resolution 4 :To consider and approve Investments, Give Loans, Guarantees and Security in excess of Limits Specified under Section 186 of the Companies Act.

Resolution required :(Ordinary / Special) Special 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	217001	5.84	216001	1000	99.54	0.46
	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	217001	5.84	216001	1000	99.54	0.46
TOTAL		13750560	10250997	74.55	10249997	1000	99.54	0.46



SCRUTINIZER'S REPORT

[Pursuant to Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended]

To

Fidel Softech Limited

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

Marisoft IT Park 3,

Kalyani Nagar, Vadgaon Sheri,

Pune - 411014

Kind Attn: Ms. Sneha Ratnaparkhi, Company Secretary / Authorised Person.

Sub: Report of Scrutinizer on Postal Ballot voting process through remote E-voting conducted in terms of Sections 108 and 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014.

Dear Madam,

I, undersigned, refer to my appointment as scrutinizer for the postal ballot through remote E-voting conducted in respect of the following resolutions:

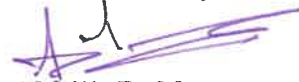
1. Approval for acquisition of shares of Fidel Technologies KK by the Company as a Related party transaction under Section 188 of the Companies Act, 2013.
2. Material Related Party Transaction(s) with Fidel Technologies KK.
3. Material Related Party Transaction(s) with Fidel Consultancy KK.
4. To consider and approve Investments, Give Loans, Guarantees and Security in excess of Limits specified under Section 186 of the Companies Act, 2013.

I now enclose the following:

- a. My report addressed to the Company Secretary / Authorised Person of the Company on the result of the postal ballot process conducted only through remote E-voting process;
- 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.

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: F006126G000467136

Place: Pune

Date: 29-MAY-2025



To

Ms. Sneha Ratnaparkhi
Company Secretary /Authorised Person
Fidel Softech Limited
Unit No. 202, 2nd Floor, West Wing,
Marisoft IT Park 3,
Kalyani Nagar, Vadgaon Sheri,
Pune - 411014

Report of Scrutinizer on Postal Ballot voting process through remote E-voting conducted in terms of Sections 108 and 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014.

Dear Madam,

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 Fidel Softech Limited ("the Company") vide resolution passed on April 21, 2025 as required under Section 108 and 110 of the Companies Act, 2013 and Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 for the purpose of scrutinizing remote E-Voting process, in a fair and transparent manner and ascertaining the requisite majority for passing of resolutions as contained in the postal ballot notice dated April 21, 2025.

The Postal Ballot Notice dated April 21, 2025 along with statement setting out material facts under Section 102 of the Act in respect of the above mentioned resolutions, as confirmed by the Company, was sent, in electronic form to those Members whose e-mail addresses were registered with the Company/Depositories/Registrar and Share Transfer Agent and whose names were recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on Friday, April 25, 2025 ('Cut-Off date').

The Management of the Company is responsible for ensuring compliance with the requirements of the Companies Act, 2013 and rules made thereunder, SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and such other applicable provisions relating to postal ballot through remote E-voting on the resolutions for approval of the company. 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 Company had availed the e-voting facility offered by National Securities Depository Limited (NSDL) for conducting remote e-voting by the shareholders of the Company.

In this regard, I submit my report as under:

1. The shareholders of the Company holding shares as per the Register of Members of the Company/List of Beneficial Owners of the Company as received from the depositories/Company's Registrar and Share Transfer Agent as on the 'Cut-Off' date of Friday, April 25, 2025 were entitled to vote on the resolutions as contained in the Notice.



2. The voting period for remote e-voting commenced on Tuesday, April 29, 2025 at 9:00 A.M. (IST) and ends on Wednesday, May 28, 2025 at 5:00 P.M. (IST). The e-voting module was disabled by NSDL thereafter
3. The votes cast under remote e-voting facility were thereafter unblocked. .
4. I have scrutinized and reviewed the votes cast through remote e-voting based on the data downloaded from the e-voting system of NSDL and have maintained a register in which necessary entries have been made in accordance with the Companies (Management and Administration) Rules, 2014, as amended.
5. The consolidated results of the e-voting process are as follows:

Resolution No. 1 – Approval for acquisition of shares of Fidel Technologies KK by the Company as a Related party transaction under Section 188 of the Companies Act, 2013 – Ordinary resolution.

Voted **in favour** of the resolution:

Number of Members who cast their votes through Remote E-voting		Number of votes cast	Percentage to total votes cast
Remote E-voting	13	217001	100%

Voted **against** the resolution:

Number of Members who cast their votes through Remote E-voting		Number of votes cast	Percentage to total votes cast
Remote E-voting	NIL	NIL	NIL

Invalid votes:

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

Resolution No. 2 – Material Related Party Transaction(s) with Fidel Technologies KK – Ordinary Resolution.

Voted **in favour** of the resolution:

Number of Members who cast their votes through Remote E-voting		Number of votes cast	Percentage to total votes cast
Remote E-voting	13	217001	100%

Voted **against** the resolution:

Number of Members who cast their votes through Remote E-voting		Number of votes cast	Percentage to total votes cast
Remote E-voting	NIL	NIL	NIL

Invalid votes:

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

Resolution No. 3 – Material Related Party Transaction(s) with Fidel Consultancy KK – Ordinary Resolution.

Voted **in favour** of the resolution:

Number of Members who cast their votes through Remote E-voting		Number of votes cast	Percentage to total votes cast
Remote E-voting	13	217001	100%

Voted **against** the resolution:

Number of Members who cast their votes through Remote E-voting		Number of votes cast	Percentage to total votes cast
Remote E-voting	NIL	NIL	NIL

Invalid votes:

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

Resolution No. 4 – To consider and approve Investments, Give Loans, Guarantees and Security in excess of Limits Specified under Section 186 of the Companies Act, 2013. – Special Resolution.

Voted **in favour** of the resolution:

Number of Members who cast their votes through Remote E-voting		Number of votes cast	Percentage to total votes cast
Remote E-voting	15	10249997	99.99%

Voted **against** the resolution:

Number of Members who cast their votes through Remote E-voting	Number of votes cast	Percentage to total votes cast
Remote E-voting	1	0.01%

Invalid votes:

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


Result:

All the four (4) resolutions have been passed with a requisite majority.

Resolution No. 1, 2 & 3 considered to have been passed as “Ordinary Resolution”.

Resolution No. 4 considered to have been passed as “Special Resolutions”

Thanking You.
Yours faithfully,


Abhijit Dakhare
Company Secretary




FCS # 6126
CP # 4474
PR No: 5690/2024
UDIN: F006126G000467136
Place: Pune
Date: 29-MAY-2025

For Fidel Softech Limited


Sneha Ratnaparkhi
Authorised Person



The Scrutinizer unblocked the votes from the e-voting system of NSDL in our presence at 10:32 am on Thursday, May 29, 2025.


Kirtida Kale
Witness


Dishit Patel
Witness