

SE/2025/1065

Date: April 15,2025

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 and Consolidated Report of Scrutinizers on Remote E-voting conducted at the Extraordinary General Meeting (EGM) (1-2025-26)

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

Dear Sir/Madam,

Pursuant to abovementioned regulation read with circular issued by SEBI dated 4th November 2015 we are enclosing herewith a disclosure of voting results and a report of the Scrutinizer, (which has been counter signed by the Chairman of the meeting) confirming details of voting through remote E-voting (E-votes cast prior to and at the EGM).

Date of EGM	14 th April, 2025
Number of shareholders as on cut-off date (8 th April 2025)	809
Number of shareholders present at the meeting through Video Conferencing	07
▪ Promoter and Promoter group	02
▪ Public	05

This is for your information and records.

Thanking you,

For **Fidel Softech Limited**

Sneha Ratnaparkhi
Company Secretary
(A42657)



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: Consolidated Report of Scrutinizer on Remote E-voting conducted at the Extraordinary General Meeting (EGM) (1-2025-2026) (E-votes cast prior to and at the EGM).

Dear Sir,

I refer to my appointment as Scrutinizer to scrutinize the remote E-voting in respect of the following resolutions contained in the Notice of Extraordinary General Meeting (1-2025-26) of your company held on Monday, April 14, 2025, at 11:00 AM (IST) through two-way Video Conferencing ('VC') facility / Other Audio Visual Means ('OAVM').

Special Business

1. Re-appointment of Mrs. Prachi Kulkarni as Managing Director;
2. Re-appointment of Dr. Girish Desai as Independent Director for Second Term of 2 years.
3. Re-appointment of Mr. Pradeep Dharme as Independent Director for Second Term of 2 years.

I now enclose the following:

- a. My Consolidated Report addressed to the Chairman of the Company on the result of the remote E-voting process prior to and at the EGM;
- 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 EGM and at the EGM) 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: F006126G000108591

Place: Pune

Date: 15-APRIL-2025



Consolidated Report of Scrutinizer on Remote E-voting process
[Remote E-voting conducted at the Extraordinary General Meeting (EGM) (1-2025-2026)
held through two-way 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 conducted at the Extraordinary General Meeting (EGM) (1-2025-2026)] held through two-way 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 March 15, 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 Extraordinary General Meeting ('EGM') held on April 14, 2025 by way of Remote E-voting at the said EGM.

Members who have not voted during remote E-voting period but attended the EGM, were allowed to cast their vote by e-voting at the EGM. 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 EGM.

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 March 15, 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 EGM of the Company held on Monday, April 14, 2025 at 11:00 AM (IST) and the same are reproduced herein below:



Special Business

1. Re-appointment of Mrs. Prachi Kulkarni as Managing Director;
2. Re-appointment of Dr. Girish Desai as Independent Director for Second Term of 2 years.
3. Re-appointment of Mr. Pradeep Dharne as Independent Director for Second Term of 2 years.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules thereunder relating to remote E-voting at the EGM. 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 EGM and engaged by the company for that purpose.

The Notice dated March 15, 2025 convening the Extraordinary General Meeting of the Company to be held at through two-way Video Conferencing ('VC') facility / Other Audio Visual Means ('OAVM'), on Monday, April 14, 2025 at 11.00 AM, was sent through electronic mode to the members of the Company on Friday, March 21, 2025 and the members of the Company holding shares on the cut-off date i.e. Tuesday, April 8, 2024 were entitled to vote on the above-mentioned resolutions as set out in the Notice of Extraordinary General Meeting.

In this regard, I submit my report as under:

1. The remote E-voting period commenced from Friday, April 11, 2025 at 9.00 a.m. (IST) and ended on Sunday, April 13, 2025 at 5.00 p.m. (IST).
2. 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.nsd.com/>)
3. After the conclusion of EGM on April 14, 2025, I have downloaded, scrutinized and counted the Votes cast through Remote E-voting for the purpose of this report.
4. The consolidated results of the e-voting process are as follows:

Resolution No. 1 – Re-appointment of Mrs. Prachi Kulkarni as Managing Director – 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	10	10023997 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 – Re-appointment of Dr. Girish Desai as Independent Director for Second Term of 2 years – 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	10	10023997	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 – Re-appointment of Mr. Pradeep Dharne as Independent Director for Second Term of 2 years – 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	10	10023997	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

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 Extraordinary General Meeting and the same will be handed over to the Company Secretary thereafter.

Result:

All the three (3) resolutions have been passed with a requisite majority.

Resolution No. 1 considered to have been passed as "Ordinary Resolution".

Resolution No. 2 & 3 considered to have been passed as "Special Resolutions"

The Chairman of Extraordinary 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: F006126G000108591
Place: Pune
Date: 15-APRIL-2025

For Fidel Softech Limited



Sunil Kulkarni
Chairman

The Scrutinizer unblocked the votes from the e-voting system of NSDL in our presence at 11:26 am on Monday, April 14, 2025.


Kirtida Kale
Witness


Dishit Patel
Witness

FIDEL SOFTECH LIMITED

Date of the AGM/EGM	14-04-25
Total number of shareholders on record date	809
No. of shareholders present in the meeting either in person or through proxy: Promoters and promoter Group: Public:	No arrangement for a physical meeting or appointment of proxy was made as the Meeting was held through VC/DAVM.
No. of shareholders attended the meeting through Video Conferencing: Promoters and promoter Group: Public:	07 02 05

Resolution 1 :Re-appointment of Mrs. Prachi Kulkarni as Managing Director

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	10006996	99.73	10006996	0	100.00	0.00
	POLL		0	0.00	0	0	0.00	0.00
	POSTAL BALLOT		0	0.00	0	0	0.00	0.00
	TOTAL		10006996	99.73	10006996	0	100.00	0.00
Public - Institutions	E-VOTING	0	0	0.00	0	0	0.00	0.00
	POLL		0	0.00	0	0	0.00	0.00
	POSTAL BALLOT		0	0.00	0	0	0.00	0.00
	TOTAL		0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-VOTING	3716563	17001	0.46	17001	0	100.00	0.00
	POLL		0	0.00	0	0	0.00	0.00
	POSTAL BALLOT		0	0.00	0	0	0.00	0.00
	TOTAL		17001	0.46	17001	0	100.00	0.00
TOTAL		13750560	10023997	72.90	10023997	0	100.00	0.00

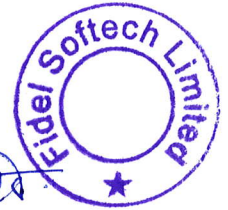
Resolution 2 : Re-appointment of Dr. Girish Desal as Independent Director for Second Term of 2 years

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	10006996	99.73	10006996	0	100.00	0.00
	POLL		0	0.00	0	0	0.00	0.00
	POSTAL BALLOT		0	0.00	0	0	0.00	0.00
	TOTAL		10006996	99.73	10006996	0	100.00	0.00
Public - Institutions	E-VOTING	0	0	0.00	0	0	0.00	0.00
	POLL		0	0.00	0	0	0.00	0.00
	POSTAL BALLOT		0	0.00	0	0	0.00	0.00
	TOTAL		0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-VOTING	3716563	17001	0.46	17001	0	100.00	0.00
	POLL		0	0.00	0	0	0.00	0.00
	POSTAL BALLOT		0	0.00	0	0	0.00	0.00
	TOTAL		17001	0.46	17001	0	100.00	0.00


Sneha Rathaparkhi
 ACS: 42657
 Company Secretary

TOTAL		13750560	10023997	72.90	10023997	0	100.00	0.00
Resolution 3 : Re-appointment of Mr. Pradeep Dharane as Independent Director for Second Term of 2 years								
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	10006996	99.73	10006996	0	100.00	0.00
	POLL		0	0.00	0	0	0.00	0.00
	POSTAL BALLOT		0	0.00	0	0	0.00	0.00
	TOTAL		10006996	99.73	10006996	0	100.00	0.00
Public - Institutions	E-VOTING	0	0	0.00	0	0	0.00	0.00
	POLL		0	0.00	0	0	0.00	0.00
	POSTAL BALLOT		0	0.00	0	0	0.00	0.00
	TOTAL		0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-VOTING	3716563	17001	0.46	17001	0	100.00	0.00
	POLL		0	0.00	0	0	0.00	0.00
	POSTAL BALLOT		0	0.00	0	0	0.00	0.00
	TOTAL		17001	0.46	17001	0	100.00	0.00
TOTAL		13750560	10023997	72.90	10023997	0	100.00	0.00



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Sheha Rathnaparkhi
ACS: 42657
Company Secretary

Based on the scrutinizers Report dated April 14, 2025 I declare that Resolutions No 1 to 3 are passed with a requisite majority.

For **Fidel Softech Limited**


Sunil Kulkarni
Chairman and Executive Director

15/04/2025

