



September 19, 2021

**The Listing Department  
Bombay Stock Exchange Limited**

Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai - 400 001  
Scrip Code: 538772

Dear Sir/ Madam,

**Sub:** Disclosure of Voting Results under Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the 'Listing Regulations')

In continuation to our letter dated September 17, 2021 wherein we had submitted the outcome of the 33<sup>rd</sup> Annual General Meeting ('AGM') of the Company, we wish to inform you that all the resolutions have been passed by the Members with requisite majority.

Pursuant to Regulation 44(3) of the Listing Regulations, please find enclosed herewith voting results of the business transacted at the AGM along with the consolidated report of the Scrutiniser.

The said results along with the consolidated report of the Scrutiniser are also being uploaded on the website of the Company at [www.niyogin.com](http://www.niyogin.com).

Kindly take the same on record.

Thanking you,

**For Niyogin Fintech Limited**

**Neha Agarwal  
Company Secretary & Compliance Officer  
ACS 41425**

Encl: a/a

**Niyogin Fintech Limited**

(CIN L65910TN1988PLC131102)

**Regd. Office:** M.I.G 944, Ground Floor, TNHB Colony, 1st Main road, Velachery, Chennai, Tamil Nadu – 600042

**Corporate office:** Neelkanth Corporate IT Park, 311/312, 3rd Floor, Kirol Road, Vidyavihar (w), Mumbai – 400086

email : [info@niyogin.in](mailto:info@niyogin.in) | Website : [www.niyogin.com](http://www.niyogin.com)

**Details of voting results of the Postal Ballot and Remote e-voting pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

<b>Sr. No.</b>	<b>Particulars</b>	<b>Details</b>
1.	Date of 33 <sup>rd</sup> AGM	September 17, 2021
2.	Date of declaration of result	September 18, 2021
3.	Total number of shareholders on record date (cut-off date i.e. Friday, September 10, 2021)	2201
4.	Number of shareholders present in the meeting in person or through proxy  Promoter and Promoter Group Public	Not Applicable
5.	Number of shareholders attending the meeting through Video Conferencing  Promoter and Promoter Group Public	3 51

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## SUMMARY OF VOTING RESULTS

Description of resolution considered				To consider and adopt the audited financial statement of the Company for the financial year ended March 31, 2021 along with the reports of the Board of Directors and the Auditors thereon				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	36255957	34440128	94.9916	34440128	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		36255957	34440128	94.9916	34440128	0	100.0000
Public-Institutions	E-Voting	15099798	5848819	38.7344	5848819	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		15099798	5848819	38.7344	5848819	0	100.0000
Public-Non Institutions	E-Voting	42200786	31339140	74.2620	31339138	2	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		42200786	31339140	74.2620	31339138	2	100.0000
<b>Total</b>	<b>Total</b>	93556541	71628087	76.5613	71628085	2	100.0000	0.0000

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Description of resolution considered				To appoint a Director in place of Mr. Makarand Patankar (DIN: 01584128), who retires by rotation and being eligible, offers himself for re-appointment.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	36255957	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		36255957	0	0.0000	0	0	0.0000
Public-Institutions	E-Voting	15099789	5848819	38.7344	5848819	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		15099789	5848819	38.7344	5848819	0	100.0000
Public-Non Institutions	E-Voting	42200786	31339140	74.2620	31339138	2	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		42200786	31339140	74.2620	31339138	2	100.0000
<b>Total</b>	<b>Total</b>	93556532	37187959	39.7492	37187957	2	100.0000	0.0000

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Description of resolution considered				To approve appointment of M/s. Pijush Gupta & Co., Chartered Accountants, (Firm Registration No: 309015E), as the Statutory Auditors of the Company to fill in the casual vacancy.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	36255957	34440128	94.9916	34440128	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		36255957	34440128	94.9916	34440128	0	100.0000
Public-Institutions	E-Voting	15099789	5848819	38.7344	5848819	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		15099789	5848819	38.7344	5848819	0	100.0000
Public-Non Institutions	E-Voting	42200786	31339140	74.2620	31339138	2	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		42200786	31339140	74.2620	31339138	2	100.0000
<b>Total</b>	<b>Total</b>	93556532	71628087	76.5613	71628085	2	100.0000	0.0000

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Description of resolution considered				To approve appointment of M/s. Pijush Gupta & Co., Chartered Accountants, (Firm Registration No: 309015E), as the Statutory Auditor of the Company for a period of 5 years.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	36255957	34440128	94.9916	34440128	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	36255957	34440128	94.9916	34440128	0	100.0000	0.0000
Public-Institutions	E-Voting	15099789	5848819	38.7344	5848819	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	15099789	5848819	38.7344	5848819	0	100.0000	0.0000
Public-Non Institutions	E-Voting	42200786	31339140	74.2620	31339138	2	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	42200786	31339140	74.2620	31339138	2	100.0000	0.0000
<b>Total</b>	<b>Total</b>	93556532	71628087	76.5613	71628085	2	100.0000	0.0000

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Description of resolution considered				To appoint Mr. Gaurav Makarand Patankar (DIN: 02640421) as the Director (Non-Executive Non-Independent) of the Company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	36255957	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	36255957	0	0.0000	0	0	0.0000	0.0000
Public-Institutions	E-Voting	15099789	5848819	38.7344	5848819	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	15099789	5848819	38.7344	5848819	0	100.0000	0.0000
Public-Non Institutions	E-Voting	42200786	31339140	74.2620	31339138	2	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	42200786	31339140	74.2620	31339138	2	100.0000	0.0000
<b>Total</b>	<b>Total</b>	93556532	37187959	39.7492	37187957	2	100.0000	0.0000

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Description of resolution considered				To appoint Mr. Noorallah Charania (DIN: 08812239) as a Whole Time Director of the Company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	36255957	34440128	94.9916	34440128	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	36255957	34440128	94.9916	34440128	0	100.0000	0.0000
Public-Institutions	E-Voting	15099789	5848819	38.7344	5848819	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	15099789	5848819	38.7344	5848819	0	100.0000	0.0000
Public-Non Institutions	E-Voting	42200786	31339140	74.2620	31339138	2	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	42200786	31339140	74.2620	31339138	2	100.0000	0.0000
<b>Total</b>	<b>Total</b>	93556532	71628087	76.5613	71628085	2	100.0000	0.0000

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Description of resolution considered				To re-appoint Mr. Kapil Kapoor (DIN: 00178966) as an Independent Director of the Company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	36255957	34440128	94.9916	34440128	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		36255957	34440128	94.9916	34440128	0	100.0000
Public-Institutions	E-Voting	15099789	5848819	38.7344	5848819	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		15099789	5848819	38.7344	5848819	0	100.0000
Public-Non Institutions	E-Voting	42200786	30849088	73.1007	30849086	2	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		42200786	30849088	73.1007	30849086	2	100.0000
<b>Total</b>	<b>Total</b>	93556532	71138035	76.0375	71138033	2	100.0000	0.0000

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Description of resolution considered				To approve material related party transactions with Iserveu Technology Private Limited				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	36255957	34440128	94.9916	34440128	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		34440128	94.9916	34440128	0	100.0000	0.0000
Public-Institutions	E-Voting	15099789	5848819	38.7344	5848819	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		5848819	38.7344	5848819	0	100.0000	0.0000
Public-Non Institutions	E-Voting	42200786	24007308	56.8883	24007306	2	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		24007308	56.8883	24007306	2	100.0000	0.0000
<b>Total</b>	<b>Total</b>	93556532	64296255	68.7245	64296253	2	100.0000	0.0000

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**FORM MGT-13**

**SCRUTINIZER'S COMBINED REPORT ON REMOTE E-VOTING & E-VOTING**

[Pursuant to Section 108 of the Companies Act, 2013 and rule 20 of the Companies (Management and Administration) Rules, 2014]

To,

The Chairman

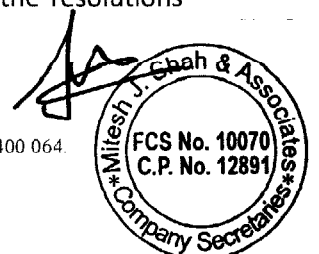
**33rd Annual General Meeting ("AGM") of the Equity Shareholders of Niyogin Fintech Limited held on Friday, September 17, 2021 through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").**

**Dear Sir/Madam,**

I, Mitesh J. Shah, Proprietor of M/s. Mitesh J. Shah & Associates, Practicing Company Secretary, had been appointed as the Scrutinizer by the Board of Directors of Niyogin Fintech Limited at its meeting held on May 19, 2021, for the purpose of scrutinizing the remote electronic voting including electronic voting at the 33<sup>rd</sup> Annual General Meeting of the Company held on Friday, September 17, 2021 at 4:30 p.m. (IST) pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014.

1. The notice dated August 05, 2021, as confirmed by the Company was sent to the shareholders in respect of the below mentioned resolutions passed at the AGM of the Company through electronic mode to those Members whose email addresses are registered with the Company/Depositories, in compliance with the MCA Circular No. 14/2020 dated April 8, 2020, General Circular No.17/2020 dated April 13, 2020, General Circular No. 20/2020 dated May 5, 2020 and General Circular No. 02/2021 dated January 13, 2021 (hereinafter collectively referred to as "MCA Circulars").
2. The Shareholders of the Company holding shares as on the "cut-off" date i.e. Friday, September 10, 2021, were entitled to vote on the proposed resolution(s) as set out in the item nos. 1 to 8 in the Notice of 33<sup>rd</sup> Annual General Meeting of Niyogin Fintech Limited.
3. The Company had availed the e-voting facility offered by National Securities Depository Limited ("NSDL"). The voting period for remote e-voting commenced on Tuesday, September 14, 2021 at 09:00 a.m. (IST) and ended on Thursday, September 16, 2021 at 05:00 p.m. (IST) and the NSDL e-voting platform was blocked thereafter.
4. The Company also provided e-voting facility to the shareholders present at the AGM held through VC / OAVM. The votes cast under remote e-voting before the AGM and e-voting done at the time of AGM were unblocked and calculated after the conclusion of 33<sup>rd</sup> Annual General Meeting.
5. Based on the data downloaded from the official website of the NSDL for the remote e-voting and e-Voting process, we have scrutinized and reviewed the remote e-voting and e-voting process and votes tendered therein.

The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting prior and e -voting during the AGM on the resolutions contained in the notice of the AGM.



My responsibility as scrutinizer for the remote e-voting and e-voting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolutions.

I now submit my combined Report as under on the result of the remote e-voting and e-voting in respect of all the resolutions proposed in the Notice of 33<sup>rd</sup> Annual General Meeting:

**Item No. 1: Ordinary Resolution**

**To consider and adopt the audited financial statement of the Company for the financial year ended March 31, 2021 along with the reports of the Board of Directors and the Auditors thereon.**

**Voting results for resolution (E-voting including Remote E-Voting):**

	Number of Shareholders	Number of votes cast by them	Percentage (%)
Votes in favour of the Resolution	51	71,628,085	100.00%
Votes against the Resolution	1	2	0.00%
Invalid Votes	0	0	0.00%
Total	52	71,628,087	100.00%

Based on the aforesaid results, we report that the Ordinary Resolution as contained in Item No. 1 of the Notice of 33<sup>rd</sup> Annual General Meeting has been passed with requisite majority.

**Item No. 2: Ordinary Resolution**

**To appoint a Director in place of Mr. Makarand Patankar (DIN: 01584128), who retires by rotation and being eligible, offers himself for re-appointment.**

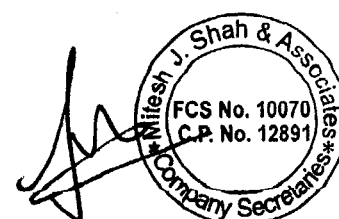
**Voting results for resolution (E-voting including Remote E-Voting):**

	Number of Shareholders	Number of votes cast by them	Percentage (%)
Votes in favour of the Resolution	49	37,187,957	51.92%
Votes against the Resolution	1	2	0.00%
Invalid Votes	2	34,440,128	48.08%
Total	52	71,628,087	100.00%

Based on the aforesaid results, we report that the Ordinary Resolution as contained in Item No. 2 of the Notice of 33<sup>rd</sup> Annual General Meeting has been passed with requisite majority.

**Item No. 3: Ordinary Resolution**

**To approve appointment of M/s. Pijush Gupta & Co., Chartered Accountants, (Firm Registration No: 309015E), as the Statutory Auditors of the Company to fill in the casual vacancy.**



**Voting results for resolution (E-voting including Remote E-Voting):**

	Number of Shareholders	Number of votes cast by them	Percentage (%)
Votes in favour of the Resolution	51	71,628,085	100.00%
Votes against the Resolution	1	2	0.00%
Invalid Votes	0	0	0.00%
Total	52	71,628,087	100.00%

Based on the aforesaid results, we report that the Ordinary Resolution as contained in Item No. 3 of the Notice of 33<sup>rd</sup> Annual General Meeting has been passed with requisite majority.

**Item No. 4: Ordinary Resolution**

**To approve appointment of M/s. Pijush Gupta & Co., Chartered Accountants, (Firm Registration No: 309015E), as the Statutory Auditor of the Company for a period of 5 years.**

**Voting results for resolution (E-voting including Remote E-Voting):**

	Number of Shareholders	Number of votes cast by them	Percentage (%)
Votes in favour of the Resolution	51	71,628,085	100.00%
Votes against the Resolution	1	2	0.00%
Invalid Votes	0	0	0.00%
Total	52	71,628,087	100.00%

Based on the aforesaid results, we report that the Ordinary Resolution as contained in Item No. 4 of the Notice of 33<sup>rd</sup> Annual General Meeting has been passed with requisite majority.

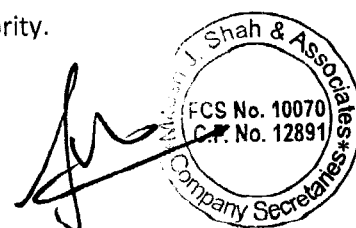
**Item No. 5: Ordinary Resolution**

**To appoint Mr. Gaurav Makarand Patankar (DIN: 02640421) as the Director (Non-Executive Non-Independent) of the Company.**

**Voting results for resolution (E-voting including Remote E-Voting):**

	Number of Shareholders	Number of votes cast by them	Percentage (%)
Votes in favour of the Resolution	49	37,187,957	51.92%
Votes against the Resolution	1	2	0.00%
Invalid Votes	2	34,440,128	48.08%
Total	52	71,628,087	100.00%

Based on the aforesaid results, we report that the Ordinary Resolution as contained in Item No. 5 of the Notice of 33<sup>rd</sup> Annual General Meeting has been passed with requisite majority.



**Item No. 6: Special Resolution**

**To appoint Mr. Noorallah Charania (DIN: 08812239) as a Whole Time Director of the Company.**

**Voting results for resolution (E-voting including Remote E-Voting):**

	Number of Shareholders	Number of votes cast by them	Percentage (%)
Votes in favour of the Resolution	51	71,628,085	100.00%
Votes against the Resolution	1	2	0.00%
Invalid Votes	0	0	0.00%
Total	52	71,628,087	100.00%

Based on the aforesaid results, we report that the Special Resolution as contained in Item No. 6 of the Notice of 33<sup>rd</sup> Annual General Meeting has been passed with requisite majority.

**Item No. 7: Special Resolution**

**To re-appoint Mr. Kapil Kapoor (DIN: 00178966) as an Independent Director of the Company.**

**Voting results for resolution (E-voting including Remote E-Voting):**

	Number of Shareholders	Number of votes cast by them	Percentage (%)
Votes in favour of the Resolution	50	71,138,033	99.32%
Votes against the Resolution	1	2	0.00%
Invalid Votes	1	490,052	0.68%
Total	52	71,628,087	100.00%

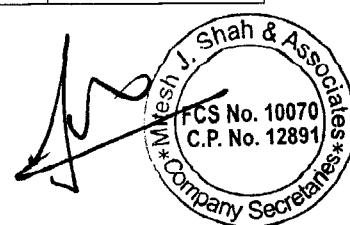
Based on the aforesaid results, we report that the Special Resolution as contained in Item No. 7 of the Notice of 33<sup>rd</sup> Annual General Meeting has been passed with requisite majority.

**Item No. 8: Ordinary Resolution**

**To approve material related party transactions with Iserveu Technology Private Limited.**

**Voting results for resolution (E-voting including Remote E-Voting):**

	Number of Shareholders	Number of votes cast by them	Percentage (%)
Votes in favour of the Resolution	44	58,447,434	81.60%
Votes against the Resolution	3	5,848,821	8.17%
Invalid Votes	5	7,331,832	10.24%
Total	52	71,628,087	100.00%



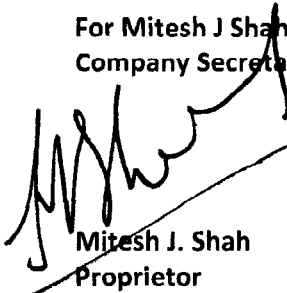
Based on the aforesaid results, we report that the Ordinary Resolution as contained in Item No. 8 of the Notice of 33<sup>rd</sup> Annual General Meeting has been passed with requisite majority.

The relevant records relating to remote e-voting and e-voting were handed over to the Company Secretary authorized by the Board for safe keeping.

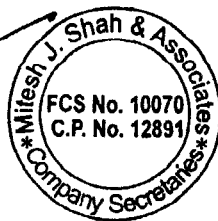
Thanking you,

Yours faithfully,

**For Mitesh J Shah & Associates  
Company Secretaries**



**Mitesh J. Shah  
Proprietor**



**FCS No. 10070  
CP No. 12891  
UDIN: F010070C000967092**

**Date: 18<sup>th</sup> September, 2021  
Place: Mumbai**

**Countersigned  
For Niyogin Fintech Limited**



**Amit Vijay Rajpal  
Director  
DIN: 07557866**