

Ref No.: NACL/09/AUG/2025-26

August 25, 2025

To, National Stock Exchange of India Ltd., Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E) Mumbai - 400 051 Scrip Symbol: NORTHARC	To, BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400001 Scrip Code: 544260
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Sub.: E- Voting Results and Scrutinizer's Report of 17th Annual General Meeting of Northern Arc Capital Limited ("the Company") held on Monday, 25th August 2025 through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM").

Ref.: Disclosure under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

With reference to above, we hereby submit the following documents in respect of the 17th Annual General Meeting (AGM) of Northern Arc Capital Limited held on Monday, 25th August 2025, at 11.00 a.m. through Video Conferencing (VC)/Other Audio Visual Means (OAVM):

1. Scrutinizer's Report pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014.
2. E-voting results under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The resolution set out in the AGM Notice dated July 02, 2025, was approved by the Shareholders with requisite majority.

The voting results are also being displayed on Company website at www.northernarc.com and on the e-voting website of NSDL at www.evoting.nsdl.com

For Northern Arc Capital Limited

Prakash Chandra Panda
Company Secretary & Compliance Officer

Date of the AGM/EGM	Monday, August 25, 2025
Total Number of Shareholders as on record date (i.e. Tuesday, August 19, 2025 - cut-off date for voting purposes)	109684
No. of Shareholders present in the meeting either in person or through proxy:	<p style="text-align: center;">Not Applicable</p> <p style="text-align: center;">(The meeting is conducted through Video Conferencing or Other Audio-Visual Means)</p>
Promoter and Promoter Group:	
Public:	
No. of Shareholders attended the meeting through Video Conferencing:	58
Promoter and Promoter Group:	Nil
Public:	58

Northern Arc Capital Limited

Registered Office:

10th Floor, Phase-I, IIT-Madras Research Park, Kanagam Village, Taramani, Chennai - 600 113, India
+91 44 6668 7000 | contact@northernarc.com | www.northernarc.com
CIN.: L65910TN1989PLCO17021

The details of Voting Results with regard to the Ordinary/Special Resolution as required under Regulation 44 of the SEBI Listing Regulations, as under:

Resolution No.		1. To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2025, together with the Reports of the Board of Directors and 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 favour (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 and Promoter Group	E-Voting	NIL	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot, if applicable		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Institutions	E-Voting	2,38,61,907	89,45,637	37.4892	89,45,637	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot, if applicable		0	0	0	0	0	0
	Total		2,38,61,907	89,45,637	37.4892	89,45,637	0	100
Public- Non-Institutions	E-Voting	13,76,77,468	5,66,13,745	41.1206	5,66,12,659	1086	99.9980	0.0019
	Poll		0	0	0	0	0	0
	Postal Ballot, if applicable		0	0	0	0	0	0

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	applicable							
	Total	13,76,77,468	5,66,13,745	40.5841	5,66,12,659	1086	99.9981	0.0019
Total		16,15,39,375	6,55,59,382	40.5841	6,55,58,296	1086	99.9983	0.0017
Resolution No.			2. Re-appointment of Mr. Michael Fernandes (DIN: 00064088), as a director, liable to retire by rotation.					
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 favour (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 and Promoter Group	E-Voting	NIL	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot, if applicable		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Institutions	E-Voting	2,38,61,907	89,45,637	37.4892	89,45,637	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot, if applicable		0	0	0	0	0	0
	Total		2,38,61,907	89,45,637	37.4892	89,45,637	0	100
Public- Non-Institutions	E-Voting		5,66,13,745	41.1206	5,65,67,297	46,448	99.9108	0.082
	Poll		0	0	0	0	0	0

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	Postal Ballot, if applicable	13,76,77,468	0	0	0	0	0	0
	Total	13,76,77,468	5,66,13,745	41.1206	5,65,67,297	46,448	99.9108	0.0820
Total		16,15,39,375	6,55,59,382	40.5841	6,55,12,934	46,448	99.9292	0.0708
Resolution No.			3. To appoint Secretarial Auditors 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 (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes in favour (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 and Promoter Group	E-Voting	NIL	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot, if applicable		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Institutions	E-Voting	2,38,61,907	89,45,637	37.4892	89,45,637	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot, if applicable		0	0	0	0	0	0
	Total		2,38,61,907	89,45,637	37.4892	89,45,637	0	100
Public- Non-	E-Voting		5,66,13,745	41.1206	5,66,12,058	1,687	99.9970	0.003

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Institutions	Poll	13,76,77,468	0	0	0	0	0	0
	Postal Ballot, if applicable		0	0	0	0	0	0
	Total	13,76,77,468	5,66,13,745	41.1206	5,66,12,058	1,687	99.9970	0.0030
Total		16,15,39,375	6,55,59,382	40.5841	6,55,57,695	1,687	99.9974	0.0026
Resolution No.			4. To approve Creation of charges on the assets of the Company under Section 180(1)(a) of the Companies Act, 2013.					
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 favour (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 and Promoter Group	E-Voting	NIL	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot, if applicable		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Institutions	E-Voting	2,38,61,907	89,45,637	37.4892	89,45,637	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot, if applicable		0	0	0	0	0	0
	Total		2,38,61,907	89,45,637	37.4892	89,45,637	0	100
Public- Non-	E-Voting		5,66,13,745	41.1206	5,66,12,161	1,584	99.997	0.002

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Institutions	Poll	13,76,77,468	0	0	0	0	0	0
	Postal Ballot, if applicable		0	0	0	0	0	0
	Total	13,76,77,468	5,66,13,745	41.1206	5,66,12,161	1,584	99.9972	0.0028
Total		16,15,39,375	6,55,59,382	40.5841	6,55,57,798	1,584	99.9976	0.0024
Resolution No.			5. To Approve increase in borrowing powers in excess of the paid-up share capital, free reserves and securities premium of the Company pursuant to Section 180(1)(c) of the Companies Act, 2013					
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 favour (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 and Promoter Group	E-Voting	NIL	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot, if applicable		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Institutions	E-Voting	2,38,61,907	89,45,637	37.4892	89,45,637	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot, if applicable		0	0	0	0	0	0
	Total		2,38,61,907	89,45,637	37.4892	89,45,637	0	100

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Public- Non-Institutions	E-Voting	13,76,77,468	5,66,13,688	41.1205	5,66,10,756	2,932	99.9948	0.0052
	Poll		0	0	0	0	0	0
	Postal Ballot, if applicable		0	0	0	0	0	0
	Total	13,76,77,468	5,66,13,688	41.1205	5,66,10,756	2,932	99.9948	0.0052
Total		16,15,39,375	6,55,59,325	40.5841	6,55,56,393	2,932	99.9955	0.0045
Resolution No.			6. To approve the Offer and Issue of Non-Convertible Debentures, in one or more tranches on a private placement basis.					
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 favour (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 and Promoter Group	E-Voting	NIL	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot, if applicable		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Institutions	E-Voting	2,38,61,907	89,45,637	37.4892	89,45,637	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot, if applicable		0	0	0	0	0	0
	Total		2,38,61,907	89,45,637	37.4892	89,45,637	0	100

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Public- Non-Institutions	E-Voting	13,76,77,468	5,66,13,820	41.1206	5,66,11,382	2,438	99.9957	0.0043
	Poll		0	0	0	0	0	0
	Postal Ballot, if applicable		0	0	0	0	0	0
	Total	13,76,77,468	5,66,13,820	41.1206	5,66,11,382	2,438	99.9957	0.0043
Total		16,15,39,375	6,55,59,457	40.5852	6,55,57,019	2,438	99.9963	0.0037
Resolution No.			7. Approval for Increase of ESOP Options under Northern Arc Employee Stock Option Plan 2016.					
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 favour (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 and Promoter Group	E-Voting	NIL	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot, if applicable		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Institutions	E-Voting	2,38,61,907	86,68,348	36.3271	83,01,330	3,67,018	95.7659	4.2340
	Poll		0	0	0	0	0	0
	Postal Ballot, if applicable		0	0	0	0	0	0
	Total	2,38,61,907	86,68,348	36.3271	83,01,330	3,67,018	95.7659	4.2340

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Public- Non-Institutions	E-Voting	13,76,77,468	5,66,13,745	41.1206	5,65,61,563	52,182	99.9078	0.0922
	Poll		0	0	0	0	0	0
	Postal Ballot, if applicable		0	0	0	0	0	0
	Total	13,76,77,468	5,66,13,745	41.1206	5,65,61,563	52,182	99.9078	0.0922
Total		16,15,39,375	6,52,82,093	40.4125	6,48,62,893	4,19,200	99.3579	0.6421
Resolution No.		8. Revision in payment of remuneration by way of commission to Mr. P S Jayakumar (DIN: 01173236) as Non-Executive Independent Director and Chairperson of the Company.						
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 favour (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 and Promoter Group	E-Voting	NIL	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot, if applicable		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Institutions	E-Voting	2,38,61,907	86,68,348	36.3271	83,01,330	3,67,018	95.7659	4.2340
	Poll		0	0	0	0	0	0
	Postal Ballot, if applicable		0	0	0	0	0	0

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	Total	2,38,61,907	86,68,348	36.3271	83,01,330	3,67,018	95.7659	4.2340
Public- Non-Institutions	E-Voting	13,76,77,468	4,67,98,521	33.9914	4,67,50,483	48,038	99.8974	0.1026
	Poll		0	0	0	0	0	0
	Postal Ballot, if applicable		0	0	0	0	0	0
	Total		13,76,77,468	4,67,98,521	33.9914	4,67,50,483	48,038	99.8974
Total		16,15,39,375	5,54,66,869	34.3364	5,50,51,813	4,15,056	99.2517	0.7483
Resolution No.			9. Revision in the terms of managerial remuneration of Mr. Ashish Mehrotra (DIN: 07277318), Managing Director and Chief Executive Officer of the Company.					
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 favour (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 and Promoter Group	E-Voting	NIL	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot, if applicable		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Institutions	E-Voting	2,38,61,907	86,68,348	36.3271	83,01,330	3,67,018	95.7659	4.2340
	Poll		0	0	0	0	0	0
	Postal Ballot, if applicable		0	0	0	0	0	0

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	Total	2,38,61,907	86,68,348	36.3271	83,01,330	3,67,018	95.7659	4.2340
Public- Non- Institutions	E-Voting	13,76,77,468	4,67,98,596	33.9915	4,67,50,039	48,557	99.8962	0.1038
	Poll		0	0	0	0	0	0
	Postal Ballot, if applicable		0	0	0	0	0	0
	Total		13,76,77,468	4,67,98,596	33.9915	4,67,50,039	48,557	99.8962
Total		16,15,39,375	5,54,66,944	34.3365	5,50,51,369	4,15,575	99.2508	0.7492

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CONSOLIDATED REPORT OF THE SCRUTINIZER

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

To
The Chairman,
Northern Arc Capital Limited
No.1, Kanagam Village,
10th Floor IITM Research Park,
Taramani, Chennai 600113

Sub: Consolidated Scrutinizer's Report of the Remote e-Voting and e-Voting conducted at the Seventeenth (17th) Annual General Meeting (AGM) of Northern Arc Capital Limited held on Monday, August 25th, 2025, from 11.00 A.M. to 11.47 A.M through Video Conferencing (VC)/ Other Audio Visual Means (OAVM).

1. I, **N A Srinivasan, Advocate/Designated Partner of Genicon Legal LLP, Chennai** was appointed by the Board of Directors of Northern Arc Capital Limited ("**the Company**") vide Resolution 08-C, dated July 02, 2025 as Scrutinizer for the purpose of scrutinizing the votes cast through remote e-Voting and e voting during the 17th Annual General Meeting ("**AGM**") on the resolutions contained in the Notice dated July 02, 2025, as prescribed under Section 108 of the Companies Act, 2013 ("**the Act**") as amended from time to time, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**LODR Regulations**"), placed for the approval of members of the Company, be carried out in a fair and transparent manner.
2. The Ministry of Corporate Affairs ("**MCA**") vide its Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 05, 2020, Circular No. 02/2021 dated January 13, 2021, Circular No 21/2021 dated December 14, 2021, Circular No. 02/2022 dated May 05, 2022, Circular No. 10/2022 dated December 28, 2022, Circular No. 09/2023 dated September 25, 2023 and General Circular No. 09/2024 dated September 19, 2024 (Collectively referred to as "**MCA Circulars**") has permitted conducting the AGM through VC or OAVM without the physical presence of the members for the meeting at a common venue. The AGM was held without the physical presence of the members of the Company, hence the facility for appointment of proxies by the members was also dispensed with.

Members attended the meeting through VC or OAVM had been counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

3. As required under Section 101 of the Act read with aforementioned circulars issued by MCA and Securities and Exchange Board of India ("**SEBI**") vide its Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 05, 2023, Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023 and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 03, 2024 (collectively referred to as "**SEBI Circulars**"), the Notice of 17th AGM along with Explanatory Statement under Section 102 of the Act was sent to the Members in compliance



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MCA and SEBI Circulars. The intimation regarding notice was also published in "**Business Standard**" (English) on August 04, 2025, and "**Makkal Kural**" (Tamil) on August 04, 2025.

4. The Company had availed the voting facility offered by National Securities Depository Limited ("**NSDL**"), for facilitating remote e-Voting and e-Voting during the AGM, to enable the members to exercise their right to vote by electronic means.
5. The members of the Company holding shares as on the "**Cut-off**" date (i.e. on Tuesday, August 19, 2025) were entitled to vote on the Resolution as set out in the AGM Notice.
6. The remote e-Voting commenced on Thursday, August 21, 2025, at 9.00 am (IST) and ended on Sunday, August 24, 2025, at 5.00 PM (IST) and the NSDL e-Voting platform was closed in due time.
7. The members who had voted by remote e-Voting through the facility provided by NSDL had been blocked and only those members who were present at the AGM through VC and who had not voted through remote e-Voting were allowed to cast their votes through e-Voting system during the AGM.
8. As confirmed by the Chairperson of the AGM, the Company has conducted the 17th AGM with the presence of requisite quorum throughout the meeting.
9. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules made thereunder, the circulars issued by the MCA and SEBI and the applicable regulations of the SEBI LODR Regulations relating to remote e-Voting and e-Voting at the AGM on the resolutions contained in the aforesaid Notice of the AGM.
10. Our responsibility as a Scrutinizer is to scrutinize and ensure that the vote cast through remote e-Voting and e-Voting at AGM is done in a fair and transparent manner and to make a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions, based on the reports generated from the system related to remote e-Voting and e-Voting as per the facility provided by NSDL, the agency engaged by the Company to provide remote e-Voting facility and e-Voting facility at the AGM.
11. After closure of e-Voting at the AGM, the votes cast through e-Voting at the AGM and through remote e-Voting prior to the date of AGM were unblocked in the presence of two witnesses, who are not in the employment of the company. The e-voting data/results downloaded from the e-voting system of NSDL, were scrutinized and reviewed, the votes were counted, and the results were prepared.
12. Based on the data downloaded from NSDL e-Voting system, we now submit our consolidated report on the results of remote e-Voting and e-Voting at the AGM in respect of the resolutions proposed in the Notice of the AGM as under:



Resolution No.1 – Ordinary Resolution

To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2025, together with the Reports of the Board of Directors and the Auditors thereon.

Details of Votes in favour and against and the resolution.

S. No	Particulars	Total	Assent	Dissent
1.	Number of members voting	185	179	6
2.	Number of votes cast by them	65559382	65558296	1086
3.	% of votes cast	100	99.998	0.002

Result:

We report that the Ordinary Resolution with regard to Resolution No.1, as set out in the Notice of the AGM, has been passed by members through remote e-Voting and e-Voting at the AGM with requisite majority.

Resolution No.2 – Ordinary Resolution

Appointment of Mr. Michael Jude Fernandes (DIN:00064088), as a director, liable to retire by rotation.

Details of Votes in favour and against and the resolution.

S. No	Particulars	Total	Assent	Dissent
1.	Number of members voting	185	166	19
2.	Number of votes cast by them	65559382	65512934	46448
3.	% of votes cast	100	99.929	0.071

Result:

We report that the Ordinary Resolution with regard to Resolution No.2, as set out in the Notice of the AGM, has been passed by members through remote e-Voting and e-Voting at the AGM with requisite majority.



Resolution No.3 – Ordinary Resolution

To appoint Secretarial Auditors of the Company.

Details of Votes in favour and against and the resolution..

S. No	Particulars	Total	Assent	Dissent
1.	Number of members voting	185	177	8
2.	Number of votes cast by them	65559382	65557695	1687
3.	% of votes cast	100	99.997	0.003

Result:

We report that the Ordinary Resolution with regard to Resolution No.3, as set out in the Notice of the AGM, has been passed by members through remote e-Voting and e-Voting at the AGM with requisite majority.

Resolution No.4 – Special Resolution

To approve Creation of charges on the assets of the Company under Section 180(1)(a) of the Companies Act, 2013.

Details of Votes in favour and against and the resolution

S. No	Particulars	Total	Assent	Dissent
1.	Number of members voting	185	172	13
2.	Number of votes cast by them	65559382	65557798	1584
3.	% of votes case	100	99.998	0.002

Result:

We report that the Special Resolution with regard to Resolution No.4, as set out in the Notice of the AGM, has been passed by the members through remote e-Voting and e-Voting at the AGM with requisite majority.



Resolution No.5 - Special Resolution

To Approve increase in borrowing powers in excess of the paid-up share capital, free reserves and securities premium of the Company pursuant to Section 180(1)(c) of the Companies Act, 2013.

Details of Votes in favour and against and the resolution

S. No	Particulars	Total	Assent	Dissent
1.	Number of members voting	184	165	19
2.	Number of votes cast by them	65559325	65556393	2932
3.	% of votes cast	100	99.996	0.004

Result:

We report that the Special Resolution with regard to Resolution No.5, as set out in the Notice of the AGM, has been passed by the members through remote e-Voting and e-Voting at the AGM with requisite majority.

Resolution No.6 – Special Resolution

To approve the Offer and Issue of Non-Convertible Debentures, in one or more tranches, on a private placement basis.

Details of Votes in favour and against and the resolution

S. No	Particulars	Total	Assent	Dissent
1.	Number of members voting	186	171	15
2.	Number of votes cast by them	65559457	65557019	2438
3.	% of votes cast	100	99.996	0.004

Result:

We report that the Special Resolution with regard to Resolution No.6, as set out in the Notice of the AGM, has been passed by the members through remote e-Voting and e-Voting at the AGM with requisite majority.



Resolution No.7 – Special Resolution

Approval for Increase of ESOP Options under Northern Arc Employee Stock Option Plan 2016.

Details of Votes in favour and against and the resolution

S. No	Particulars	Total	Assent	Dissent
1.	Number of members voting	184	153	31
2.	Number of votes cast by them	65282093	64862893	419200
3.	% of votes cast	100	99.358	0.642

Result:

We report that the Special Resolution with regard to Resolution No.7, as set out in the Notice of the AGM, has been passed by the members through remote e-Voting and e-Voting at the AGM with requisite majority.

Resolution No. 8 – Special Resolution

Revision in payment of remuneration by way of commission to Mr. P S Jayakumar (DIN: 01173236) as Non-Executive Independent Director and Chairperson of the Company.

Details of Votes in favour and against and the resolution

S. No	Particulars	Total	Assent	Dissent
1.	Number of members voting	183	146	37
2.	Number of votes cast by them	55466869	55051813	415056
3.	% of votes cast	100	99.252	0.748

Result:

We report that the Special Resolution with regard to Resolution No.8, as set out in the Notice of the AGM, has been passed by the members through remote e-Voting and e-Voting at the AGM with requisite majority.



Resolution No.9 – Special Resolution

Revision in the terms of managerial remuneration of Mr. Ashish Mehrotra (DIN: 07277318), Managing Director & Chief Executive Officer of the Company.

Details of Votes in favour and against and the resolution

S. No	Particulars	Total	Assent	Dissent
1.	Number of members voting	184	152	32
2.	Number of votes cast by them	55466944	55051369	415575
3.	% of votes cast	100	99.251	0.749

Result:

We report that the Special Resolution with regard to Resolution No.9, as set out in the Notice of the AGM, has been passed by the members through remote e-Voting and e-Voting at the AGM with requisite majority.

14. Voting details as required under Regulation 44 of SEBI LODR is enclosed as **Annexure I** of this report.
15. The Electronic data and relevant records relating to remote e-Voting/e-Voting at the AGM shall remain in our safe custody until the Chairperson considers, approves and signs the minutes of the aforesaid Annual General Meeting and thereafter the same will be handed over to the Company Secretary for the safe keeping.

Yours truly

**For Genicon Legal LLP
Advocates & Advisors
LLPIN: ACD-5922**



**CS N.A Srinivasan
Advocate/Designated Partner
FCS: F7257**



Date: August 25, 2025
Place: Chennai

Annexure I

Date of the AGM/EGM	Monday, August 25, 2025
Total Number of Shareholders as on record date (i.e. Tuesday, August 19, 2025 – cut-off date for voting purposes)	109684
No. of Shareholders present in the meeting either in person or through proxy:	<p style="text-align: center;">Not Applicable</p> <p style="text-align: center;">(The meeting is conducted through Video Conferencing or Other Audio-Visual Means)</p>
Promoter and Promoter Group:	
Public:	
No. of Shareholders attended the meeting through Video Conferencing:	58
Promoter and Promoter Group:	Nil
Public:	58



The details of Voting Results with regard to the Ordinary/Special Resolution as required under Regulation 44 of the SEBI Listing Regulations, as under:

Resolution No.			1. To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2025, together with the Reports of the Board of Directors and 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 favour (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 and Promoter Group	E-Voting	NIL	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot, if applicable		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Institutions	E-Voting	2,38,61,309	89,45,637	37.4892	89,45,637	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot, if applicable		0	0	0	0	0	0
	Total		2,38,61,309	89,45,637	37.4892	89,45,637	0	100
Public- Non-Institutions	E-Voting	13,76,77,468	5,66,13,745	41.1070	5,66,12,659	1086	99.9981	0.0019
	Poll		0	0	0	0	0	0
	Postal Ballot, if applicable		0	0	0	0	0	0
	Total		13,76,77,468	5,66,13,745	41.1070	5,66,12,659	1086	99.9981
Total		16,15,39,375	6,55,59,382	40.5841	6,55,58,296	1086	99.9983	0.0017



Resolution No.			2. Re-appointment of Mr. Michael Fernandes (DIN: 00064088), as a director, liable to retire by rotation.					
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 favour (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 and Promoter Group	E-Voting	NIL	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot, if applicable		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Institutions	E-Voting	2,38,61,907	89,45,637	37.4892	89,45,637	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot, if applicable		0	0	0	0	0	0
	Total		2,38,61,907	89,45,637	37.4892	89,45,637	0	100
Public-Non-Institutions	E-Voting	13,76,77,468	5,66,13,745	41.1206	5,65,67,297	46,448	99.9108	0.082
	Poll		0	0	0	0	0	0
	Postal Ballot, if applicable		0	0	0	0	0	0
	Total		13,76,77,468	5,66,13,745	41.1206	5,65,67,297	46,448	99.9108
Total		16,15,39,375	6,55,59,382	40.5841	6,55,12,934	46,448	99.9292	0.0708



Resolution No.			3. To appoint Secretarial Auditors 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 (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes in favour (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 and Promoter Group	E-Voting	NIL	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot, if applicable		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Institutions	E-Voting	2,38,61,907	89,45,637	37.4892	89,45,637	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot, if applicable		0	0	0	0	0	0
	Total		2,38,61,907	89,45,637	37.4892	89,45,637	0	100
Public- Non-Institutions	E-Voting	13,76,77,468	5,66,13,745	41.1206	5,66,12,058	1,687	99.9970	0.003
	Poll		0	0	0	0	0	0
	Postal Ballot, if applicable		0	0	0	0	0	0
	Total		13,76,77,468	5,66,13,745	41.1206	5,66,12,058	1,687	99.9970
Total		16,15,39,375	6,55,59,382	40.5841	6,55,57,695	1,687	99.9974	0.0026



Resolution No.		4. To approve Creation of charges on the assets of the Company under Section 180(1)(a) of the Companies Act, 2013.						
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 favour (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 and Promoter Group	E-Voting	NIL	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot, if applicable		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Institutions	E-Voting	2,38,61,907	89,45,637	37.4892	89,45,637	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot, if applicable		0	0	0	0	0	0
	Total		2,38,61,907	89,45,637	37.4892	89,45,637	0	100
Public- Non-Institutions	E-Voting	13,76,77,468	5,66,13,745	41.1206	5,66,12,161	1,584	99.997	0.002
	Poll		0	0	0	0	0	0
	Postal Ballot, if applicable		0	0	0	0	0	0
	Total		13,76,77,468	5,66,13,745	41.1206	5,66,12,161	1,584	99.9972
Total		16,15,39,375	6,55,59,382	40.5841	6,55,57,798	1,584	99.9976	0.0024



Resolution No.		5. To Approve increase in borrowing powers in excess of the paid-up share capital, free reserves and securities premium of the Company pursuant to Section 180(1)(c) of the Companies Act, 2013						
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 favour (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 and Promoter Group	E-Voting	NIL	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot, if applicable		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Institutions	E-Voting	2,38,61,907	89,45,637	37.4892	89,45,637	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot, if applicable		0	0	0	0	0	0
	Total		2,38,61,907	89,45,637	37.4892	89,45,637	0	100
Public- Non-Institutions	E-Voting	13,76,77,468	5,66,13,688	41.1205	5,66,10,756	2,932	99.9948	0.0052
	Poll		0	0	0	0	0	0
	Postal Ballot, if applicable		0	0	0	0	0	0
	Total		13,76,77,468	5,66,13,688	41.1205	5,66,10,756	2,932	99.9948
Total		16,15,39,375	6,55,59,325	40.5841	6,55,56,393	2,932	99.9955	0.0045



Resolution No.			6. To approve the Offer and Issue of Non-Convertible Debentures, in one or more tranches on a private placement basis.					
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 favour (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 and Promoter Group	E-Voting	NIL	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot, if applicable		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Institutions	E-Voting	2,38,61,907	89,45,637	37.4892	89,45,637	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot, if applicable		0	0	0	0	0	0
	Total		2,38,61,907	89,45,637	37.4892	89,45,637	0	100
Public- Non-Institutions	E-Voting	13,76,77,468	5,66,13,820	41.1206	5,66,11,382	2,438	99.9957	0.0043
	Poll		0	0	0	0	0	0
	Postal Ballot, if applicable		0	0	0	0	0	0
	Total		13,76,77,468	5,66,13,820	41.1206	5,66,11,382	2,438	99.9957
Total		16,15,39,375	6,55,59,457	40.5852	6,55,57,019	2,438	99.9963	0.0037



Resolution No.		7. Approval for Increase of ESOP Options under Northern Arc Employee Stock Option Plan 2016.						
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 favour (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 and Promoter Group	E-Voting	NIL	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot, if applicable		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Institutions	E-Voting	2,38,61,907	86,68,348	36.3271	83,01,330	3,67,018	95.7659	4.2340
	Poll		0	0	0	0	0	0
	Postal Ballot, if applicable		0	0	0	0	0	0
	Total		2,38,61,907	86,68,348	36.3271	83,01,330	3,67,018	95.7659
Public- Non-Institutions	E-Voting	13,76,77,468	5,66,13,745	41.1206	5,65,61,563	52,182	99.9078	0.0922
	Poll		0	0	0	0	0	0
	Postal Ballot, if applicable		0	0	0	0	0	0
	Total		13,76,77,468	5,66,13,745	41.1206	5,65,61,563	52,182	99.9078
Total		16,15,39,375	6,52,82,093	40.4125	6,48,62,893	4,19,200	99.3579	0.6421



Resolution No.			8. Revision in payment of remuneration by way of commission to Mr. P S Jayakumar (DIN: 01173236) as Non-Executive Independent Director and Chairperson of the Company.					
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 favour (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 and Promoter Group	E-Voting	NIL	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot, if applicable		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Institutions	E-Voting	2,38,61,907	86,68,348	36.3271	83,01,330	3,67,018	95.7659	4.2340
	Poll		0	0	0	0	0	0
	Postal Ballot, if applicable		0	0	0	0	0	0
	Total		2,38,61,907	86,68,348	36.3271	83,01,330	3,67,018	95.7659
Public- Non-Institutions	E-Voting	13,76,77,468	4,67,98,521	33.9914	4,67,50,483	48,038	99.8974	0.1026
	Poll		0	0	0	0	0	0
	Postal Ballot, if applicable		0	0	0	0	0	0
	Total		13,76,77,468	4,67,98,521	33.9914	4,67,50,483	48,038	99.8974
Total		16,15,39,375	5,54,66,869	34.3364	5,50,51,813	4,15,056	99.2517	0.7483



Resolution No.		9. Revision in the terms of managerial remuneration of Mr. Ashish Mehrotra (DIN: 07277318), Managing Director and Chief Executive Officer of the Company.						
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 favour (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 and Promoter Group	E-Voting	NIL	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot, if applicable		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Institutions	E-Voting	2,38,61,907	86,68,348	36.3271	83,01,330	3,67,018	95.7659	4.2340
	Poll		0	0	0	0	0	0
	Postal Ballot, if applicable		0	0	0	0	0	0
	Total	2,38,61,907	86,68,348	36.3271	83,01,330	3,67,018	95.7659	4.2340
Public- Non-Institutions	E-Voting	13,76,77,468	4,67,98,596	33.9915	4,67,50,039	48,557	99.8962	0.1038
	Poll		0	0	0	0	0	0
	Postal Ballot, if applicable		0	0	0	0	0	0
	Total	13,76,77,468	4,67,98,596	33.9915	4,67,50,039	48,557	99.8962	0.1038
Total		16,15,39,375	5,54,66,944	34.3365	5,50,51,369	4,15,575	99.2508	0.7492

