Voting Results of Postal Ballot	
Particulars	**Details**
Name of the Company	Tracxn Technologies Limited
Date of Postal Ballot Notice	20-12-2022
Record Date	16-12-2022
Voting Start Date	23-12-2022
Voting End Date	21-01-2023
Total number of shareholders on Record Date	26157
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	NA
b) Public	NA
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	NA
b) Public	NA

Tracxn Technologies Limited

Resolution Required : Special	1 - Ratification of Tracxn Employee Stock Option Plan 2016
Whether promoter/ promoter group are interested in the agenda/resolution?	No

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	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	35759058	35759058	100.0000	35759058	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**35759058**	**100.0000**	**35759058**	**0**	**100.0000**	**0.0000**
Public Institutions	E-Voting	29214222	26036244	89.1218	14121024	11915220	54.2360	45.7640
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**26036244**	**89.1218**	**14121024**	**11915220**	**54.2360**	**45.7640**
Public Non Institutions	E-Voting	35336905	23848413	67.4887	23848403	10	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		2411203	6.8235	2411203	0	100.0000	0.0000
	Total		**26259616**	**74.3122**	**26259606**	**10**	**100.0000**	**0.0000**
Total		**100310185**	**88054918**	**87.7826**	**76139688**	**11915230**	**86.4684**	**13.5316**

Tracxn Technologies Limited

Resolution Required : Special	2 - Approval of Article 180 of the Articles of Association of the Company
Whether promoter/ promoter group are interested in the agenda/resolution?	No

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	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	35759058	35759058	100.0000	35759058	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**35759058**	**100.0000**	**35759058**	**0**	**100.0000**	**0.0000**
Public Institutions	E-Voting	29214222	26036244	89.1218	21663370	4372874	83.2047	16.7953
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**26036244**	**89.1218**	**21663370**	**4372874**	**83.2047**	**16.7953**
Public Non Institutions	E-Voting	35336905	23848413	67.4887	23848361	52	99.9998	0.0002
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		2411203	6.8235	2411203	0	100.0000	0.0000
	Total		**26259616**	**74.3122**	**26259564**	**52**	**99.9998**	**0.0002**
Total		**100310185**	**88054918**	**87.7826**	**83681992**	**4372926**	**95.0339**	**4.9661**

Tracxn Technologies Limited

Resolution Required : Special	3 - Ratification of appointment of Mr. Vivek Kumar Mathur (DIN: 03581311) as Nominee Director
Whether promoter/ promoter group are interested in the agenda/resolution?	No

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	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	35759058	35759058	100.0000	35759058	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**35759058**	**100.0000**	**35759058**	**0**	**100.0000**	**0.0000**
Public Institutions	E-Voting	29214222	26036244	89.1218	26036244	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**26036244**	**89.1218**	**26036244**	**0**	**100.0000**	**0.0000**
Public Non Institutions	E-Voting	35336905	23848413	67.4887	23848361	52	99.9998	0.0002
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		2411203	6.8235	2411203	0	100.0000	0.0000
	Total		**26259616**	**74.3122**	**26259564**	**52**	**99.9998**	**0.0002**
Total		**100310185**	**88054918**	**87.7826**	**88054866**	**52**	**99.9999**	**0.0001**

Tracxn Technologies Limited

Resolution Required : Special	4 - Authorization to Company to charge for service of documents to members under Section 20 of the Companies Act, 2013
Whether promoter/ promoter group are interested in the agenda/resolution?	No

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	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	35759058	35759058	100.0000	35759058	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**35759058**	**100.0000**	**35759058**	**0**	**100.0000**	**0.0000**
Public Institutions	E-Voting	29214222	26036244	89.1218	25444340	591904	97.7266	2.2734
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**26036244**	**89.1218**	**25444340**	**591904**	**97.7266**	**2.2734**
Public Non Institutions	E-Voting	35336905	23848413	67.4887	23848351	62	99.9997	0.0003
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		2411188	6.8234	2411188	0	100.0000	0.0000
	Total		**26259601**	**74.3121**	**26259539**	**62**	**99.9998**	**0.0002**
Total		**100310185**	**88054903**	**87.7826**	**87462937**	**591966**	**99.3277**	**0.6723**

Manish Ghia & associates
COMPANY SECRETARIES

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: www.mgconsulting.in

REPORT OF THE SCRUTINIZER

[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]

To,
The Chairperson
Tracxn Technologies Limited
L-248, 2nd Floor, 17th Cross,
Sector 6, HSR Layout,
Bengaluru - 560102

Dear Sir,

Sub: Scrutinizer's Report for the resolutions passed through Postal Ballot Means including "Remote E-voting" by the members of Tracxn Technologies Limited ("the Company")

1. I, CS Mannish L. Ghia, Partner at M/s. Manish Ghia & Associates, Company Secretaries, Mumbai was appointed as a Scrutinizer by the Board of Directors of the Company at its meeting held on 9th November, 2022 for the purpose of scrutinizing the voting process through postal ballot and e-voting pursuant to the provisions of Section 108 and Section 110 of the Companies Act, 2013 (**"the Act"**) read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 (**"the Rules"**) as amended from time to time and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**"SEBI LODR"**) in a fair and transparent manner, for the purpose of passing of special resolutions as mentioned in the Postal Ballot Notice dated 20th December, 2022 (**"the Notice"**), issued by the Company.

2. The management of the Company is responsible to ensure the applicable compliances with the requirements of the Act, the Rules framed thereunder and the applicable regulation(s) of the SEBI LODR relating to voting by postal ballot including remote e-voting, on the resolutions contained in the Notice. My responsibility as a Scrutinizer for the voting process is restricted to make a Scrutinizer's Report of the votes cast 'in favour' or 'against' the resolutions stated in the Notice, based on the scrutiny of the reports generated from the e-voting system provided by Link Intime India Private Limited, the agency engaged by the Company to provide E-voting facility and the scrutiny of the Postal Ballot Forms received from the Members and that the voting is conducted in a fair and transparent manner.

3. As per the confirmation received from the Company, the Company had completed the dispatch of the Notice along with the Postal Ballot Form and self-addressed postage pre-paid business reply envelope to its members on 21st December, 2022 through e-mail whose email addresses are registered with the Registrar and Share Transfer Agent/ Depositories and through speed post to those Members who have not registered their e-mail addresses.

Manish Ghia & Associates MUMBAI Company Secretaries

4. The said Notice was sent on the basis of Register of Members and the list of beneficial owners made available by the Registrar and Share Transfer Agent/ Depositories as on Friday, 16th December, 2022 (**"cut-off date"**).

5. As per the provisions of applicable rules of the Companies (Management and Administration) Rules, 2014, the Company had published an advertisement in the English newspaper **"Financial Express"** and in the vernacular Newspaper **"Vishwavani"** (Kannada language) on Thursday, 22nd December, 2022 regarding completion of dispatch of the Notice to the members and other information on the voting process.

6. The voting rights of members was considered in proportion to the shares held by them in the paid up equity share capital of the Company as on the cut-off date i.e. Friday, 16th December, 2022.

7. In terms of the Notice, voting through Postal Ballot form and remote e-voting was kept open for the shareholders from Friday, 23rd December, 2022 (9:00 a.m. IST) till Saturday, 21st January, 2023 (5:00 p.m. IST).

8. Particulars of all the Postal Ballot Forms received from the members have been entered in a register maintained separately for the purpose.

9. All Postal Ballot Forms received upto 5:00 p.m. on Saturday, 21st January, 2023, being the last date and time fixed by the Company for receipt of the forms, were considered for my scrutiny.

10. The Postal Ballot Forms were duly opened on Saturday, 21st January, 2023 after 5:00 p.m. in the presence of Mr. Pradeep Mokale and Mr. Sanketh Shetty who are not in the employment of the Company and the Scrutinizer. The Shareholding was matched/confirmed with the Register of Members of the Company/ List of Beneficiaries as on Friday, 16th December, 2022.

11. The Company has not received any envelope containing Postal Ballot Form after 5.00 p.m. on Saturday, 21st January, 2023.

12. As required under the said rules, after closure of voting by postal ballot means, the votes cast by remote e-voting were unblocked in the presence of Mr. Bhavya Gala and Ms. Shikha Chaurasia who are not in employment with the Company.

13. I have scrutinized and reviewed the votes casted, through the e-voting process based on the data downloaded from the Link Intime Private India Limited, e-voting system, and the postal ballot means, and the summary of the voting through Postal Ballot Forms and e-voting means

Manish Ghia & Associates
MUMBAI
Company Secretaries

is as follows:

SPECIAL BUSINESS (ES)

Item No.1: Special Resolution: To ratify Tracxn Employee Stock Option Plan 2016

Mode of voting	In favour of the Resolution			Against the Resolution			Invalid votes	
	No. of members voted	No. of valid votes cast by them	% of total number of valid votes cast	No. of members voted	No. of valid votes cast by them	% of total number of valid votes cast	No. of members whose votes were declared invalid	No. of invalid votes cast by them
Remote E-voting	58	73728485	86.09	4	11915230	13.91	0	0
Ballot Forms	12	2411203	100.00	0	0	0.00	3	422
Combined	**70**	**76139688**	**86.47**	**4**	**11915230**	**13.53**	**3**	**422**
Result: Since combined number of votes cast in favour of the resolution is more than three times the votes cast against the resolution, the said special resolution may be declared passed.								

Item No.2: Special Resolution: To approve Article 180 of the Articles of Association of the Company.

Mode of voting	In favour of the Resolution			Against the Resolution			Invalid votes	
	No. of members voted	No. of valid votes cast by them	% of total number of valid votes cast	No. of members voted	No. of valid votes cast by them	% of total number of valid votes cast	No. of members whose votes were declared invalid	No. of invalid votes cast by them
Remote E-voting	59	81270789	94.89	3	4372926	5.11	0	0
Ballot Forms	12	2411203	100.00	0	0	0.00	3	422
Combined	**71**	**83681992**	**95.03**	**3**	**4372926**	**4.97**	**3**	**422**
Result: Since combined number of votes cast in favour of the resolution is more than three times the votes cast against the resolution, the said special resolution may be declared passed.								

Manish Ghia & Associates MUMBAI Company Secretaries

Item No.3: Special Resolution: To ratify appointment of Mr. Vivek Kumar Mathur (DIN: 03581311) as Nominee Director.

Mode of voting	In favour of the Resolution			Against the Resolution			Invalid votes	
	No. of members voted	No. of valid votes cast by them	% of total number of valid votes cast	No. of members voted	No. of valid votes cast by them	% of total number of valid votes cast	No. of members whose votes were declared invalid	No. of invalid votes cast by them
Remote E-voting	61	85643663	100.00	1	52	0.00	0	0
Ballot Forms	12	2411203	100.00	0	0	0.00	3	422
Combined	**73**	**88054866**	**100.00**	**1**	**52**	**0.00**	**3**	**422**
Result: Since combined number of votes cast in favour of the resolution is more than three times the votes cast against the resolution, the said special resolution may be declared passed.								

Item No.4: Special Resolution: To authorize Company to charge for service of documents to members under Section 20 of the Companies Act, 2013.

Mode of voting	In favour of the Resolution			Against the Resolution			Invalid votes	
	No. of members voted	No. of valid votes cast by them	% of total number of valid votes cast	No. of members voted	No. of valid votes cast by them	% of total number of valid votes cast	No. of members whose votes were declared invalid	No. of invalid votes cast by them
Remote E-voting	59	85051749	99.31	3	591966	0.69	0	0
Ballot Forms	12	2411188	100.00	0	0	0.00	3	422
Combined	**71**	**87462937**	**99.33**	**3**	**591966**	**0.67**	**3**	**422**
Result: Since combined number of votes cast in favour of the resolution is more than three times the votes cast against the resolution, the said special resolution may be declared passed.								

Manish Ghia & Associates MUMBAI Company Secretaries

I further report that the electronic data and all other relevant records including the postal ballot votes received in the system and postal ballot forms, shall remain in my safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid business item as mentioned in the postal ballot notice dated 20th December, 2022 and thereafter the same will be handed over to the Chairperson of the Company for safe keeping or any person authorized by the Chairperson for such purpose.

Thanking You,

For **Manish Ghia & Associates**
Company Secretaries
(Unique ID: P2006MH007100)

Manish Ghia & Associates MUMBAI Company Secretaries

Place: Mumbai
Date: 24/01/2023
UDIN: F006252D003039249

CS Mannish L. Ghia
Partner
M. No. FCS 6252 C. P. No. 3531
PR 822/2020

Countersigned by

Neha Singh
Digitally signed by Neha Singh
Date: 2023.01.24 14:05:43 +05'30'

Neha Singh
Chairperson & Managing Director (DIN: 05331824)
Tracxn Technologies Limited

Place: Bengaluru
Date: 24/01/2023