



## Newgen Software Technologies Limited

CIN: L72200DL1992PLC049074, Registered Office: E-44/13, Okhla Phase II, New Delhi 110020, India  
Tel: +91 11 46533200, 26384060, 26384146 Fax: +91 11 26383963

**Date: 28<sup>th</sup> February 2025**

<b>To,</b> <b>BSE Limited</b> Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400001	<b>To,</b> <b>National Stock Exchange of India Limited</b> Exchange Plaza, Plot No. C/1, G Block, Bandra- Kurla Complex Bandra (E), Mumbai – 400051
Ref.: Newgen Software Technologies Limited (NEWGEN/INE619B01017) Scrip Code – 540900	Ref.: Newgen Software Technologies Limited (NEWGEN/INE619B01017)

**Sub.: Outcome of Postal Ballot results under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

Dear Sir/Ma'am,

Further to our Postal Ballot Notice dated January 20, 2025, this is to inform you that the Company had provided the facility of E-voting to its members for seeking their approval for the following matter through Postal Ballot Notice:

1. Re-Appointment of Mrs. Padmaja Krishnan (Din: 03155610) as a Non-Executive Independent Director of the Company for The Second Term of Five (5) Years
  - The record date/cut-off date: Friday, 24<sup>th</sup> January 2025
  - Total no. of Members as on record date: 1,48,793

In terms of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, We would like to inform you that the resolution as mentioned in the Postal Ballot Notice have been passed by the Members on 28<sup>th</sup> February 2025 with requisite majority through E-voting.

Please find enclosed herewith the Scrutinizer's Report dated 28<sup>th</sup> February 2025 and same will also be available on the website of the Company at <https://newgensoft.com>.

This is for your information and records.

Thanking you,

**For Newgen Software Technologies Limited**

**Aman Mourya**  
Digitally signed  
by Aman Mourya  
Date: 2025.02.28  
22:29:17 +05'30'  
**Aman Mourya**  
**Company Secretary**

**Encl.: a/a**



## DPV & ASSOCIATES LLP

COMPANY SECRETARIES, LLPIN: AAV-8350

Corporate Off: 1A/1, Second Floor, Geeta Colony, Delhi-110031 /  
Regd. Off.: B-285, First Floor, Green Fields, Sector-43, Faridabad-121010

E-mail: [dpv@dpvassociates.com](mailto:dpv@dpvassociates.com) / [devesh@dpvassociates.com](mailto:devesh@dpvassociates.com)

### SCRUTINIZER'S REPORT ON POSTAL BALLOT (THROUGH REMOTE E-VOTING)

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

To,  
The Chairman  
**Newgen Software Technologies Limited**  
(CIN: L72200DL1992PLC049074)  
E-44/13 Okhla Phase II,  
New Delhi -110020

Dear Sir,

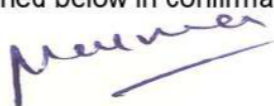
I, **Devesh Kumar Vasisht**, Managing Partner of M/s DPV & Associates LLP, Company Secretaries, having office at B-285, First Floor, Green Fields, Sector-43, Faridabad-121010 was appointed as Scrutinizer by the Board of Directors of **Newgen Software Technologies Limited** ("the Company") on January 20, 2025, for the purpose of scrutinizing Postal Ballot process in a fair and transparent manner under the provisions of Sections 108 and 110 of the Companies Act, 2013 (the "Act") and rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("Rules") read with the Rules and General Circular Nos. 14/2020, 17/2020, 20/2020, 02/2021, 21/2021, 10/2022, 9/2023 and 9/2024 issued by the Ministry of Corporate Affairs on April 08, 2020, April 13, 2020, may 05, 2020, January 13, 2021 and December 14, 2021, December 28, 2022, September 25, 2023 and September 19, 2024 respectively ("MCA Circulars"), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') read with SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 05, 2023 and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023 ('SEBI Circulars'), Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India and other applicable laws and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) in respect of the resolution mentioned in Postal Ballot Notice dated January 20, 2025 ("Postal Ballot Notice").

#### I submit my report as under:

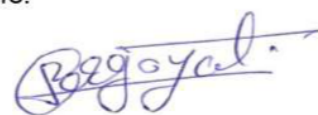
1. The Management of the Company is responsible to ensure the compliance with the requirements of (i) the Act and the Rules made thereunder and (ii) the MCA Circulars; (iii) SEBI Circulars and (iv) the Listing Regulations related to e-voting in respect of the resolution contained in the Postal Ballot Notice and the dispatch of Postal Ballot Notice to the shareholders and also to ensure a secured framework for e-voting.
2. My responsibility as Scrutinizer is restricted to make a consolidated scrutinizer's report of the votes cast in 'Favour' or 'Against' the resolution contained in the Postal Ballot Notice, based on

the report generated from the e-voting platform provided by KFin Technologies Limited ("KFintech").

3. The Company has published an advertisement on January 29, 2025 regarding service of Postal Ballot Notice to eligible members in "Financial Express" in English Language and "Jansatta" in Regional-Hindi Language as per Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014.
4. The remote e-voting period commenced on Thursday, January 30, 2025 at 9:00 A.M. (IST) and ended on Friday, February 28, 2025 at 5:00 P.M. (IST) via e-voting platform provided by KFintech on its designated website i.e. <https://evoting.kfintech.com/>.
5. The Members of the Company as on the "Cut-off Date" i.e. Friday, January 24, 2025 were entitled to avail the facility of remote e-voting on the proposed resolution as set out in Postal Ballot Notice.
6. The remote e-voting was unblocked on February 28, 2025 after 05:00 P.M. in the presence of two witnesses i.e. Mr. Mukesh Sharma and Mr. Parveen Kumar, who are not in the employment of the Company and have signed below in confirmation of the same:



Mukesh Sharma



Parveen Kumar

7. Thereafter, the data of remote e-voting was diligently scrutinized and reconciled with the register of members of the Company as on cut-off date as maintained by KFin Technologies Limited, RTA of the Company. Detailed registers are maintained containing the summary of results of remote e-voting.
8. As on cut-off date, the total paid up Equity Share Capital of the Company was Rs. 1,40,29,18,020 (One Hundred Forty Crore Twenty-Nine Lakh, Eighteen Thousand and Twenty only) divided into 14,02,91,802 (Fourteen Crore Two Lakh Ninety-One Thousand Eight Hundred and Two) Equity Shares of Rs. 10/- (Rupees Ten Only) each.
9. The result of the remote e-voting in respect of the resolution contained in the Postal Ballot Notice is as under:

**Resolution No. 1      Re-Appointment of Mrs. Padmaja Krishnan (Din: 03155610) as a Non-Executive Independent Director of the Company for The Second Term of Five (5) Years**

Special Resolution				
Particulars	Number of Valid Votes			Percentage
	Remote e-voting	Postal Ballot	Total	
<b>Assent</b>	10,08,96,858	-	10,08,96,858	99.5977
<b>Dissent</b>	4,07,578	-	4,07,578	0.4023
<b>Total</b>	<b>101,304,436</b>	-	<b>101,304,436</b>	<b>100</b>

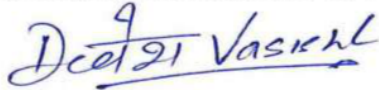
Therefore, the above-mentioned Resolution has been approved with requisite majority and further details of e-votes are given in 'Annexure A'.

10. Based on the aforesaid results, the resolution as mentioned above is deemed to have been passed on February 28, 2025 being the last date of remote e-voting for the Members of the Company.
11. The register containing the details of e-voting will be handed over to the Chairperson of the Company, for preserving safely after the Chairperson considers, approves and signs the minutes of the Postal Ballot.

Thanking You,

**For DPV & Associates LLP  
Company Secretaries**

Firm Registration No.: L2021HR009500  
Peer Review Certificate No. 6189/2024



**Devesh Kumar Vasisht**

Managing Partner

CP No.: 13700 / Mem. No. F8488

UDIN: F008488F004025193

Date: February 28, 2025

Place: Faridabad



**Countersigned by  
Authorised Signatory**

**Aman** Digitally signed  
by Aman Mourya  
**Mourya** Date: 2025.02.28  
22:27:09 +05'30'

**Aman Mourya**  
Company Secretary

Date: February 28, 2025

Place: New Delhi

\*\*\*\*\*This space has left blank intentionally\*\*\*\*\*

**Annexure-A**

Detailed summary of the voting through e-voting for Resolution No.-1 is given herein below:

<b>VOTING THROUGH REMOTE E-VOTING:</b>			
<b>Particulars</b>	<b>No. of Voters</b>	<b>No. of Equity Shares</b>	<b>Paid-up value of Equity Shares in ₹</b>
<b>a) Total votes received</b>	<b>719</b>	<b>10,13,04,436</b>	<b>1,01,30,44,360</b>
<b>b) Less: Invalid votes</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>c) Net Valid votes cast</b>	<b>719</b>	<b>10,13,04,436</b>	<b>1,01,30,44,360</b>
<b>d) Votes with assent for the resolution</b>	<b>671</b>	<b>10,08,96,858</b>	<b>1,00,89,68,580</b>
<b>e) Votes with dissent for the resolution</b>	<b>48</b>	<b>4,07,578</b>	<b>40,75,780</b>

\*\*\*\*\*End of report\*\*\*\*\*