DiGiSPICE

Date: **29th September, 2025**

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai – 400 001
Scrip Code: 517214

National Stock Exchange of India Limited
Exchange Plaza, Plot No. C/1, G Block
Bandra – Kurla Complex, Bandra (E)
Mumbai – 400 051
Scrip Code: DIGISPICE

Sub.: **Disclosure of the Voting Results as per Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Scrutinizer's Report**

Dear Sir/Madam,

Further to proceedings of 37th Annual General Meeting ('AGM'), submitted by DiGiSPICE Technologies Limited (the 'Company') on 29th September, 2025, this is to inform that the members of the Company have accorded their approval with requisite majority, by way of e-voting at AGM/remote e-voting to the Resolutions set out in the Notice dated 5th September, 2025 convening the said AGM.

In this regard, please find enclosed herewith the following:

a. The voting result in the format prescribed under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 **(Annexure- 1)**; and

b. Copy of the Scrutinizer's Report **(Annexure -2)**.

You are requested to kindly take the above on record and acknowledge the receipt of the same.

Thanking you.

Yours faithfully,
For **DiGiSPICE Technologies Limited**

RUCHI MEHTA

(Ruchi Mehta)
Company Secretary & Compliance Officer

DiGiSPICE Technologies Limited
CIN – L72900DL1986PLC330369
Regd. Office: JA-122, 1st Floor, DLF Tower A, Jasola, New Delhi – 110025, Tel: +91 11 41251965
Corp. Office: Spice Global Knowledge Park, 19A & 19B, Sector – 125, Noida – 201301, Uttar Pradesh, India – Tel: +91 120 5029101
Email ID: Complianceofficer@digispice.com|**Website:** www.digispice.com

Annexure - 1

DiGiSPICE TECHNOLOGIES LIMITED

Voting Results of Annual General Meeting	
Details of e-voting results as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the following resolutions:	
Date of the AGM	September 29, 2025
Total number of shareholders on Cut-off date i.e. September 22, 2025	42,156
No. of shareholders present in the meeting either in person or through Proxy: Promoters and Promoter Group: Public:	NA
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public:	1 406

1. Ordinary Resolution: To receive, consider and adopt:
a. the Audited Financial Statements for the financial year ended 31st March, 2025 along with the Board of Directors' and Auditors' Report thereon;
b. the Audited Consolidated Financial Statements for the financial year ended 31st March, 2025 and the Auditors' Report thereon.

Whether promoter/ promoter group are intersted in the Agenda/resolution							No	
Category	**Mode of Voting**	**No. of Shares held**	**No. of Valid 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**
Promoters and Promoter Group	E-voting	170,460,115	169,447,570	99.4060	169,447,570	-	100.0000	0.0000
	Poll		-	0.0000	-	-	0.0000	0.0000
	Total		**169,447,570**	**99.4060**	**169,447,570**	**0**	**100.0000**	**0.0000**
Public-Institutions	E-voting	169,340	-	0.0000	-	-	0.0000	0.0000
	Poll		-	0.0000	-	-	0.0000	0.0000
	Total		**0**	**0.0000**	**0**	**0**	**0.0000**	**0.0000**
Public-Non Institutions	E-voting	63,016,651	37,543	0.0596	37,458	85	99.7736	0.2264
	Poll		-	0.0000	-	-	0.0000	0.0000
	Total		**37,543**	**0.0596**	**37,458**	**85**	**99.7736**	**0.2264**
Total		**233,646,106**	**169,485,113**	**72.5392**	**169,485,028**	**85**	**99.9999**	**0.0001**

2. Ordinary Resolution: To consider and appoint a Director in place of Mr. Rohit Ahuja (DIN: 00065417), Executive Director, who retires by rotation and being eligible, offers himself for re-appointment.

Whether promoter/ promoter group are intersted in the Agenda/resolution								No	
Category	**Mode of Voting**	**No. of Shares held**	**No. of Valid 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**
Promoters and Promoter Group	E-voting	170,460,115	169,447,570	99.4060	169,447,570	-	100.0000	0.0000
	Poll		-	0.0000	-	-	0.0000	0.0000
	Total		**169,447,570**	**99.4060**	**169,447,570**	**0**	**100.0000**	**0.0000**
Public-Institutions	E-voting	169,340	-	0.0000	-	-	0.0000	0.0000
	Poll		-	0.0000	-	-	0.0000	0.0000
	Total		**0**	**0.0000**	**0**	**0**	**0.0000**	**0.0000**
Public-Non Institutions	E-voting	63,016,651	37,438	0.0594	36,360	1078	97.1206	2.8794
	Poll		-	0.0000	-	-	0.0000	0.0000
	Total		**37,438**	**0.0594**	**36,360**	**1078**	**97.1206**	**2.8794**
Total		**233,646,106**	**169,485,008**	**72.5392**	**169,483,930**	**1,078**	**99.9994**	**0.0006**

3. Ordinary Resolution: To consider and approve the appointment of M/s Sanjay Grover & Associates, Company Secretaries, as Secretarial Auditor of the Company.

Whether promoter/ promoter group are intersted in the Agenda/resolution								No
Category	**Mode of Voting**	**No. of Shares held**	**No. of Valid 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**
Promoters and Promoter Group	E-voting	170,460,115	169,447,570	99.4060	169,447,570	-	100.0000	0.0000
	Poll		-	0.0000	-	-	0.0000	0.0000
	Total		**169,447,570**	**99.4060**	**169,447,570**	**0**	**100.0000**	**0.0000**
Public-Institutions	E-voting	169,340	-	0.0000	-	-	0.0000	0.0000
	Poll		-	0.0000	-	-	0.0000	0.0000
	Total		**0**	**0.0000**	**0**	**0**	**0.0000**	**0.0000**
Public-Non Institutions	E-voting	63,016,651	37,543	0.0596	37,474	69	99.8162	0.1838
	Poll		-	0.0000	-	-	0.0000	0.0000
	Total		**37,543**	**0.0596**	**37,474**	**69**	**99.8162**	**0.1838**
Total		**233,646,106**	**169,485,113**	**72.5392**	**169,485,044**	**69**	**100.0000**	**0.0000**

SANJAY GROVER & ASSOCIATES
COMPANY SECRETARIES

B-88, 1ST Floor, Defence Colony, New Delhi – 110 024
Tel.: (011) 4679 0000, Fax: (011) 4679 0012
e-mail: contact@cssanjaygrover.in
Website: www.cssanjaygrover.in

Consolidated Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 (**the 'Act'**) and Rule 20 of the Companies (Management and Administration) Rules, 2014 (**the 'Rules'**) read with relevant Circulars issued by Ministry of Corporate Affairs ('**MCA**') & Securities and Exchange Board of India ('**SEBI**')]

To,
The Chairman
DIGISPICE TECHNOLOGIES LIMITED
CIN: L72900DL1986PLC330369
JA-122, 1st Floor, DLF Tower A,
Jasola, New Delhi -110025

Dear Sir,

I, Kapil Dev Taneja (Membership No.F4019), Partner of M/s Sanjay Grover & Associates, Practicing Company Secretaries having office at B-88, First Floor, Defence Colony, New Delhi-110024, was appointed as Scrutinizer by the Board of Directors of DiGiSPICE Technologies Limited ('**the Company**') in its meeting held on 12th August, 2025 for the purpose of scrutinizing the voting process, i.e. remote e-voting and e-voting at 37th Annual General Meeting ('**AGM**') under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended from time to time) and General Circular Nos. 14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020, 20/2020 dated 5th May, 2020, and 09/2024 dated 19th September, 2024 issued by the Ministry of Corporate Affairs ("**MCA Circulars**") and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**LODR Regulations**") and other applicable laws and regulations (including any statutory modifications or re-enactment thereof, for the time being in force) in respect of the resolution(s) mentioned in Notice dated 5th September, 2025 for AGM of the Company held on Monday, 29th September, 2025 at 10:00 A.M. (IST) through Video Conferencing (**'VC'**) / Other Audio Visual Means (**'OAVM'**).

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; (ii) the MCA Circulars; and (iii) the LODR Regulations, related to e-voting in respect of the resolutions contained in the AGM Notice and also for ensuring a secured framework for e-Voting. My responsibilities as scrutinizer is restricted to make a consolidated scrutinizer's report of the votes cast 'For' or 'Against' based on the reports generated from the e-voting system provided by National Securities Depository Limited (**'NSDL'**).

2. The remote e-voting period commenced on Friday, 26th September, 2025 at 9:00 A.M.(IST) and ends on Sunday, 28th September, 2025 at 5:00 P.M. (IST) via remote e-voting platform on the designated website of NSDL, Authorized Agency to provide remote e-voting facility viz: https://www.evoting.nsdl.com/. The Company also provided e-voting facility during the AGM to the Members who attended the meeting through VC/OAVM, to enable them to cast their votes, if they had not casted their vote earlier through remote e-voting.

3. The Members of the Company as on the **"cut off"** date i.e. Monday, 22nd September, 2025 were entitled to avail the facility of remote e-voting as well as e-voting at AGM on the proposed resolution(s) as set out in the AGM Notice.

4. The total paid up Equity Share Capital of the Company as on cut-off date was Rs. 70,09,38,318/- (Rupees Seventy Crores Nine Lakhs Thirty Eight Thousand Three Hundred Eighteen Only) divided into 23,36,46,106 (Twenty Three Crores Thirty Six Lakhs Forty Six Thousand One Hundred Six) equity shares of Rs. 3/- (Rupees Three Only) each.

5. After completion of e-voting at the AGM, the votes cast by the members through e-voting at the AGM and through remote e-voting were unblocked in the presence of two

SANJAY GROVER & ASSOCIATES Firm Registration No. P2001DE052900 Company Secretaries NEW DELHI

witnesses, Mr. Ayush Arya and Ms. Akshita Seth who were not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Mr. Ayush Arya **Ms. Akshita Seth**

6. The data of remote e-voting and e-voting at AGM were reconciled with the records maintained by MAS Services Limited, the Registrar and Transfer Agent ('RTA') of the Company and it was also confirmed by the RTA/Company that the shareholders who have participated in e-voting were holding shares as on cut-off date i.e. 22nd September, 2025. Detailed registers were maintained containing the summary of results of remote e-voting and e-voting at AGM.

7. The shareholders exercised their voting either by remote e-voting or e-voting at AGM.

8. The consolidated summary of results of e-voting at the AGM and remote e-voting are as under:

Resolutions No. 1- To receive, consider and adopt:

a. the Audited Financial Statements for the financial year ended 31st March, 2025 along with the Board of Directors' and Auditors' Report thereon;

b. the Audited Consolidated Financial Statements for the financial year ended 31st March, 2025 and the Auditors' Report thereon.

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage
	e-voting at AGM	e-votes	Total	
Assent	65	16,94,84,963	16,94,85,028	99.9999
Dissent	0	85	85	0.0001
Total	**65**	**16,94,85,048**	**16,94,85,113**	**100**

Therefore, the Resolution No. 1 has been approved with requisite majority. Details of e-voting at AGM & remote e-voting are given in **Annexure- A.**

Resolution No. 2- To consider and appoint a Director in place of Mr. Rohit Ahuja (DIN: 00065417), Executive Director, who retires by rotation and being eligible, offers himself for re-appointment.

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage
	e-voting at AGM	e-votes	Total	
Assent	55	16,94,83,875	16,94,83,930	99.9994
Dissent	10	1,068	1,078	0.0006
Total	**65**	**16,94,84,943**	**16,94,85,008**	**100**

Therefore, the Resolution No. 2 has been approved with requisite majority. Details of e-voting at AGM & remote e-voting are given in **Annexure- B.**

Resolution No. 3- To consider and approve the appointment of M/s Sanjay Grover & Associates, Company Secretaries, as Secretarial Auditor of the Company.

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage
	e-voting at AGM	e-votes	Total	
Assent	64	16,94,84,980	16,94,85,044	100.0000
Dissent	1	68	69	0.0000
Total	**65**	**16,94,85,048**	**16,94,85,113**	**100**

Therefore, the Resolution No. 3 has been approved with requisite majority. Details of e-voting at AGM & remote e-voting are given in **Annexure- C.**

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9. The register related to remote e-voting and e-voting at the AGM shall remain in my safe custody until the Chairman considers, approves and signs the minutes and thereafter, I, shall hand over the register and all other related papers to the Chairman or Company Secretary or any other authorized person.

Thanking You,

For **SANJAY GROVER & ASSOCIATES**
COMPANY SECRETARIES
Firm Registration No:. P2001DE05900
Peer Review Certificate No:. 4268/2023

Kapil Dev Taneja
Partner
CP No.: 22944 / Mem No. F4019
UDIN: F004019G001383738
September 29, 2025
New Delhi

SANJAY GROVER & ASSOCIATES
Firm Registration No. P2001DE052900
Company Secretaries
NEW DELHI

Countersigned by

Dilip Kumar Modi
(Chairman)
DIN: 00029062
DiGiSPICE Technologies Limited
September 29, 2025
New Delhi

Annexure - A

Details of e-voting at AGM & remote e-voting for Resolution No.-1 are as under:

A1. VOTING THROUGH E-VOTING AT AGM:

Particulars	No. of voters	No. of Equity Shares	Paid-up value of the Equity Shares (In Rs.)
a) Total Votes received	14	65	195
b) Less: Invalid Votes	-	-	-
c) Net Valid votes	14	65	195
d) Votes with Assent	14	65	195
e) Votes with Dissent	0	0	0

A2. VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of e-voters	No. of Equity Shares	Paid-up value of the Equity Shares (In Rs.)
a) Total Votes received	445	16,94,85,048	50,84,55,144
b) Less: Invalid Votes	-	-	-
c) Net Valid Votes	445	16,94,85,048	50,84,55,144
d) Votes with Assent	440	16,94,84,963	50,84,54,889
e) Votes with Dissent	5	85	255

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<u>Annexure - B</u>

Details of e-voting at AGM & remote e-voting for Resolution No.-2 are as under:

B1. VOTING THROUGH E-VOTING AT AGM:

Particulars	No. of voters	No. of Equity Shares	Paid-up value of the Equity Shares (In Rs.)
a) Total Votes received	14	65	195
b) Less: Invalid Votes	-	-	-
c) Net Valid Votes	14	65	195
d) Votes with Assent	13	55	165
e) Votes with Dissent	1	10	30

B2. VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of e-voters	No. of Equity Shares	Paid-up value of the Equity Shares (In Rs.)
a) Total Votes received	444	16,94,84,943	50,84,54,829
b) Less: Invalid Votes	-	-	-
c) Net Valid Votes	444	16,94,84,943	50,84,54,829
d) Votes with Assent	439	16,94,83,875	50,84,51,625
e) Votes with Dissent	5	1,068	3,204

SANJAY GROVER & ASSOCIATES
Firm Registration No. P2001DE052900
Company Secretaries
NEW DELHI

Annexure - C

Details of e-voting at AGM & remote e-voting for Resolution No.-3 are as under:

C1. VOTING THROUGH E-VOTING AT AGM:

Particulars	No. of voters	No. of Equity Shares	Paid-up value of the Equity Shares (In Rs.)
a) Total Votes received	14	65	195
b) Less: Invalid Votes	-	-	-
c) Net Valid Votes	14	65	195
d) Votes with Assent	13	64	192
e) Votes with Dissent	1	1	3

C2. VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of e-voters	No. of Equity Shares	Paid-up value of the Equity Shares (In Rs.)
a) Total Votes received	445	16,94,85,048	50,84,55,144
b) Less: Invalid Votes	-	-	-
c) Net Valid Votes	445	16,94,85,048	50,84,55,144
d) Votes with Assent	441	16,94,84,980	50,84,54,940
e) Votes with Dissent	4	68	204

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