



eClerx/SECD/SE/2025/107

September 10, 2025

BSE Limited Corporate Relationship Department, Phiroze Jeejeebhoy Towers, 25 th Floor, Dalal Street, Fort, Mumbai - 400 001	National Stock Exchange of India Limited Exchange Plaza, Plot No. C/1, Block G, Bandra - Kurla Complex Bandra (East), Mumbai – 400 051
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Dear Sir/Madam,

Sub: Voting results of the 25th Annual General Meeting of the Company held on Wednesday, September 10, 2025

Reg: Compliance under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 [“Listing Regulations”]

**Stock Code: BSE - 532927
NSE – ECLERX**

Pursuant to Regulation 44 of the Listing Regulations, please find appended below the voting results of the business transacted at the 25th Annual General Meeting (“AGM”) of the Company held on Wednesday, September 10, 2025 at 12:30 p.m. through Video Conferencing/Other Audio Visual Means in accordance with the circular(s) issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India.

Also, enclosed is the consolidated report of the Scrutinizer on remote e-voting and e-voting during the AGM (“Instapoll”).

Date of AGM	Wednesday, September 10, 2025
Total number of shareholders as on cut-off date i.e. September 3, 2025	68511

No. of shareholders present in meeting either in person or proxy	
Promoters and Promoter Group	Not Applicable
Public	

No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	2
Public	54

Agenda- wise disclosure

Resolution No. 1:

To receive, consider, approve and adopt:

- a. The Audited 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;
- b. The Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2025, together with the Reports of the Auditors thereon.

Resolution required								Ordinary Resolution
Whether promoter/ promoter group are interested in the agenda/resolution?								No
Category	Mode of Voting	Shares Held (1)	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	Remote E-voting	25,640,279	25,584,411	99.7821	25,584,411	0	100.0000	0.0000
	Instapoll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		25,584,411	99.7821	25,584,411	0	100.0000	0.0000
Public – Institutions	Remote E-voting	17,449,918	11,302,885	64.7733	11,302,885	0	100.0000	0.0000
	Instapoll		4,685,083	26.8487	4,685,083	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		15,987,968	91.622	15,987,968	0	100.0000	0.0000
Public - Non Institutions	Remote E-voting	4,560,162	71,163	1.5605	70,652	511	99.2819	0.7180
	Instapoll		31,271	0.6857	31,235	36	99.8848	0.1151
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		102,434	2.2462	101,887	547	99.4660	0.5340
Total		47,650,359	41,674,813	87.4596	41,674,266	547	99.9987	0.0013



Resolution No. 2:

To declare dividend for the year ended March 31, 2025 amounting to Re. 1/- per share.

Resolution required								Ordinary Resolution
Whether promoter/ promoter group are interested in the agenda/resolution?								No
Category	Mode of Voting	Shares Held (1)	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	Remote E-voting	25,640,279	25,584,411	99.7821	25,584,411	0	100.0000	0.0000
	Instapoll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		25,584,411	99.7821	25,584,411	0	100.0000	0.0000
Public – Institutions	Remote E-voting	17,449,918	11,378,265	65.2053	11,378,265	0	100.0000	0.0000
	Instapoll		4,685,083	26.8487	4,685,083	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		16,063,348	92.054	16,063,348	0	100.0000	0.0000
Public - Non Institutions	Remote E-voting	4,560,162	71,163	1.5605	70,663	500	99.2973	0.7026
	Instapoll		31,271	0.6857	31,235	36	99.8848	0.1151
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		102,434	2.2462	101,898	536	99.4767	0.5233
Total		47,650,359	41,750,193	87.6178	41,749,657	536	99.9987	0.0013



Resolution No. 3:

To appoint a Director in place of Mr. Priyadarshan Mundhra (DIN: 00281165), who retires by rotation and being eligible, offers himself for re-appointment.

Resolution required								Ordinary Resolution
Whether promoter/ promoter group are interested in the agenda/resolution?								Yes
Category	Mode of Voting	Shares Held (1)	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	Remote E-voting	25,640,279	25,584,411	99.7821	25,584,411	0	100.0000	0.0000
	Instapoll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		25,584,411	99.7821	25,584,411	0	100.0000	0.0000
Public – Institutions	Remote E-voting	17,449,918	11,378,265	65.2053	10,198,986	1,179,279	89.6356	10.3643
	Instapoll		4,685,083	26.8487	4,685,083	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		16,063,348	92.054	14,884,069	1,179,279	92.6586	7.3414
Public - Non Institutions	Remote E-voting	4,560,162	71,163	1.5605	70,615	548	99.2299	0.7700
	Instapoll		31,271	0.6857	31,235	36	99.8848	0.1151
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		102,434	2.2462	101,850	584	99.4299	0.5701
Total		47,650,359	41,750,193	87.6178	40,570,330	1,179,863	97.1740	2.8260



Resolution No. 4:

To appoint M/s. Mehta & Mehta, Company Secretaries (Firm Registration Number: P1996MH007500) as the Secretarial Auditor of the Company for a term of 5 (five) years and to fix their remuneration.

Resolution required								Ordinary Resolution
Whether promoter/ promoter group are interested in the agenda/resolution?								No
Category	Mode of Voting	Shares Held (1)	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	Remote E-voting	25,640,279	25,584,411	99.7821	25,584,411	0	100.0000	0.0000
	Instapoll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		25,584,411	99.7821	25,584,411	0	100.0000	0.0000
Public – Institutions	Remote E-voting	17,449,918	11,367,314	65.1425	11,367,314	0	100.0000	0.0000
	Instapoll		4,685,083	26.8487	4,685,083	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		16,052,397	91.9912	16,052,397	0	100.0000	0.0000
Public - Non Institutions	Remote E-voting	4,560,162	71,163	1.5605	70,652	511	99.2819	0.7180
	Instapoll		31,271	0.6857	31,235	36	99.8848	0.1151
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		102,434	2.2462	101,887	547	99.4660	0.5340
Total		47,650,359	41,739,242	87.5948	41,738,695	547	99.9987	0.0013



Resolution No. 5:

To approve payment of remuneration by way of commission to Non-Executive Independent Directors of the Company.

Resolution required								Special Resolution
Whether promoter/ promoter group are interested in the agenda/resolution?								No
Category	Mode of Voting	Shares Held (1)	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	Remote E-voting	25,640,279	25,584,411	99.7821	25,584,411	0	100.0000	0.0000
	Instapoll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		25,584,411	99.7821	25,584,411	0	100.0000	0.0000
Public – Institutions	Remote E-voting	17,449,918	11,378,265	65.2053	11,378,265	0	100.0000	0.0000
	Instapoll		4,685,083	26.8487	4,685,083	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		16,063,348	92.054	16,063,348	0	100.0000	0.0000
Public - Non Institutions	Remote E-voting	4,560,162	71,163	1.5605	70,609	554	99.2215	0.7784
	Instapoll		31,271	0.6857	31,235	36	99.8848	0.1151
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		102,434	2.2462	101,844	590	99.4240	0.5760
Total		47,650,359	41,750,193	87.6178	41,749,603	590	99.9986	0.0014

This is for your information and records.

Thanking you,

Yours truly,
For eClerx Services Limited



Pratik Bhanushali
VP- Legal & Company Secretary
F8538

Encl.: as above

COMPANY SECRETARIES

201-206, SHIV SMRITI, 2ND FLOOR, 49/A, DR. ANNIE BESANT ROAD, ABOVE CORPORATION BANK, WORLI, MUMBAI - 400 018
TEL : +91-22-6611 9696. • E-mail: dipti@mehta-mehta.com • Visit us : www.mehta-mehta.com

AUTHORISED AGENTS FOR TRADEMARK, COPYRIGHT AND PATENT

Scrutinizer's Report

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

To,
The Chairman
eClerx Services Limited
Sonawala Building, 1st Floor,
29 Bank Street, Fort,
Maharashtra, India
Mumbai – 400023.

Twenty-Fifth (25th) Annual General Meeting ("AGM") of the Members of eClerx Services Limited held on Wednesday, September 10, 2025 at 12.30 P.M. (IST) through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM")

Dear Sir,

I, Alifya Sapatwala, Partner, M/s. Mehta & Mehta, Company Secretaries have been appointed by the Board of Directors of eClerx Services Limited ("the Company") to act as the Scrutinizer for the purpose of scrutinizing the process of remote e-voting and voting through electronic voting system during the 25th AGM of the Company held on Wednesday, September 10, 2025 at 12.30 P.M. IST through VC/OAVM pursuant to Section 108 of the Companies Act, 2013 ("Act") and Rule 20 of the Companies (Management and Administration) Rules, 2014 read with the General Circular No. 14/2020 dated April 8, 2020, the General Circular No. 17/2020 dated April 13, 2020, the General Circular No. 20/2020 dated May 05, 2020, the General Circular No. 02/2021 dated January 13, 2021, the General Circular No. 19/2021 dated December 08, 2021, the General Circular No. 21/2021 dated December 14, 2021, the General Circular No. 02/2022 dated May 05, 2022, the General Circular No. 10/2022 dated December 28, 2022, General Circular No. 09/2023 dated September 25, 2023 and the General Circular No. 09/2024 dated September 19, 2024 issued by the Ministry of Corporate Affairs, Government of India (hereinafter referred to as "MCA Circulars") and 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/CFD-PoD-2/P/CIR/2023/4 dated January 5, 2023, Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 7, 2023 and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024 issued by Securities and Exchange Board of India ("SEBI") vide its (collectively referred to as "SEBI Circulars") and Secretarial Standards on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India in respect of the Resolutions as set out in the Notice convening the 25th AGM, do hereby submit the report as follows:

1. The Notice dated July 24, 2025 of the 25th AGM was sent on Tuesday, August 19, 2025 through electronic mode to those Members whose email addresses were registered with the Company or the Depositories/ Depository Participants/ Registrar and Transfer Agent of the Company in compliance with MCA and SEBI circulars.

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2. The Resolutions were transacted through the process of remote e-voting and through electronic voting system during the AGM. For the purpose of remote e-voting, the Company had engaged the services of M/s. KFin Technologies Limited ("KFinTech").
3. The members of the Company holding shares as on the "cut off" date i.e. Wednesday, September 03, 2025 were entitled to vote on the resolutions stated in the Notice of the 25th AGM.
4. The period for remote e-voting commenced on Sunday, September 07, 2025 (09:00 A.M. IST) and ended on Tuesday, September 09, 2025 (05:00 P.M. IST). The Remote e-voting module was disabled by KFinTech for voting thereafter.
5. The facility for e-voting was made available during the AGM for the members attending the meeting through VC/OAVM and who did not cast their vote through remote e-voting.
6. After the closure of e-voting at the AGM, the report on the voting done at the AGM and votes cast through remote e-voting facility done prior to the AGM were unblocked, in the presence of two witnesses Ms. Krishi Bafna and Mr. Aaryan Jarande neither of whom are in the employment of the Company and generated from KFinTech e-voting website <https://evoting.kfintech.com/>.
7. The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules thereunder, MCA Circulars and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to remote e-voting prior and during the AGM on the resolutions contained in the Notice of the 25th AGM.
8. My responsibility as a scrutinizer for the e-voting process (i.e., remote e-voting and e-voting during AGM) is restricted to making a Consolidated Scrutinizer's Report of the votes cast in favour or against the resolutions.
9. The consolidated results of remote e-voting and voting through electronic voting system at the 25th AGM are enclosed as an Annexure to this report.

Thanking You,

For Mehta & Mehta
Company Secretaries

(ICSI Unique code: P1996MH007500)

PR No. 3686/2023

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SAPATWALA

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Date: 2025.09.10
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Alifya Sapatwala
Scrutinizer

ACS No: 24091

COP No: 24895

UDIN: A024091G001220473

Place: Mumbai

Date: September 10, 2025



Enclosed: Annexure

We, the undersigned have witnessed that the votes cast through remote e-voting and voting through electronic voting system at the 25th AGM were unblocked from KFintech e-voting website <https://evoting.kfintech.com/> in our presence on Wednesday, September 10, 2025



Name : Ms. Krishi Bafna

Address: 201-206, Shiv Smriti Chambers,
2nd Floor, Dr. Annie Besant Road,
Worli, Mumbai - 400018



Name : Mr. Aaryan Jarande

Address: 201-206, Shiv Smriti Chambers,
2nd Floor, Dr. Annie Besant Road,
Worli, Mumbai - 400018

Countersigned by

Shailesh
Sharad Kekre

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Shailesh Sharad Kekre
Date: 2025.09.10
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Mr. Shailesh Kekre
Chairman and Non-Executive Independent Director
DIN: 07679583
eClerx Services Limited

Place: Mumbai

Date: September 10, 2025

Item No. 1: Ordinary Resolution

To receive, consider, approve and adopt:

- a. The Audited 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;
b. The Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2025, together with the Reports of the Auditors thereon.

Particulars	Remote e-voting		Voting through electronic voting system during the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	326	3,69,57,948	27	47,16,318	353	4,16,74,266	99.9987
Votes against the resolution	3	511	2	36	5	547	0.0013
Invalid votes/ Abstained	2	75,380	0	0	2	75,380	0

The above resolution has been passed by requisite majority since more than half of the votes were casted in favour of the resolution.

Item No. 2: Ordinary Resolution

To declare dividend for the year ended March 31, 2025 amounting to Re. 1/- per share.

Particulars	Remote e-voting		Voting through electronic voting system during the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	329	3,70,33,339	27	47,16,318	356	4,17,49,657	99.9987
Votes against the resolution	2	500	2	36	4	536	0.0013
Invalid votes/ Abstained	0	0	0	0	0	0	0

The above resolution has been passed by requisite majority since more than half of the votes were casted in favour of the resolution.

Item No. 3: Ordinary Resolution

To appoint a Director in place of Mr. Priyadarshan Mundhra (DIN: 00281165), who retires by rotation and being eligible, offers himself for re-appointment.

Particulars	Remote e-voting		Voting through electronic voting system during the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	294	3,58,54,012	27	47,16,318	321	4,05,70,330	97.1740
Votes against the resolution	42	11,79,827	2	36	44	11,79,863	2.8260
Invalid votes/ Abstained	0	0	0	0	0	0	0

The above resolution has been passed by requisite majority since more than half of the votes were casted in favour of the resolution.

Item No. 4: Ordinary Resolution

To appoint M/s. Mehta & Mehta, Company Secretaries (Firm Registration Number: P1996MH007500) as the Secretarial Auditor of the Company for a term of 5 (five) years and to fix their remuneration.

Particulars	Remote e-voting		Voting through electronic voting system during the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	326	3,70,22,377	27	47,16,318	353	4,17,38,695	99.9987
Votes against the resolution	3	511	2	36	5	547	0.0013
Invalid votes/ Abstained	2	10,951	0	0	2	10,951	0

The above resolution has been passed by requisite majority since more than half of the votes were casted in favour of the resolution.

Item No. 5: Special Resolution

To approve payment of remuneration by way of commission to Non-Executive Independent Directors of the Company.

Particulars	Remote e-voting		Voting through electronic voting system during the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	325	3,70,33,285	27	47,16,318	352	4,17,49,603	99.9986
Votes against the resolution	6	554	2	36	8	590	0.0014
Invalid votes/ Abstained	0	0	0	0	0	0	0

The above resolution has been passed by requisite majority since more than three-fourth of the votes were casted in favour of the resolution.

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