S.V. KULKARNI AND ASSOCIATES
Practicing Company Secretaries
[F.C.S., CA Final, M. Com., D.T.L, **Certified CSR Professional (ICSI)**]
e-mail-acssagarvk@yahoo.com, acssagarvk@gmail.com
Contact No-9011376614, 8380056616
Add: (Flat No.-02, Ground Floor, Urvashi Apartment, Shrirang Chowk, Near Lotus Hospital, Off. Vidya Circle, Gangapur Road, Nashik-422003)

REPORT OF SCRUTINIZER

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014]

October 14, 2026

To,
The Chairman
ESDS SOFTWARE SOLUTION LIMITED
(CIN: U72200MH2005PLC155433)
Plot No. B-24 & 25, NICE AREA, M.I.D.C. SATPUR., NASIK,
Maharashtra, India, 422007.

Dear Sir,

Sub.: Result of the Second (2nd) Postal Ballot (remote e-voting) (FY 2026-27) conducted to obtain the approval of Shareholders of ESDS Software Solution Limited (the 'Company')

The Board of Directors of **ESDS Software Solution Limited** (hereinafter referred to as "**the Company**") at their meeting held on September 09, 2026, approved the draft notice of Postal Ballot (the "**Postal Ballot Notice**") to be sent to the Members and had appointed myself, Sagar Kulkarni, Proprietor of M/s. S. V. Kulkarni and Associates, Practicing Company Secretary (FCS:11770; CP:18046), Nashik (FRN: S2018MH640200) to act as Scrutinizer for the purpose of scrutinizing the Postal Ballot remote e-voting process ("**e-voting process**") in a fair and transparent manner.

In compliance with the provisions of Section 108, 102 and 110 of Companies Act, 2013 ('Act') read with the Companies (Management and Administration) Rules, 2014, read with the General Circular No.14/2020 dated April 08, 2020 and 17/2020 dated April 13, 2020, the General Circular No.22/2020 dated June 15, 2020, the General Circular No.33/2020 dated September 28, 2020, the General Circular No.39/2020 dated December 31, 2020, the General Circular No.10/2021 dated June 23, 2021, the General Circular No.20/2021 dated December 08, 2021, the General Circular No.03/2022 dated May 05, 2022, the General Circular No.11/2022 dated December 28, 2022, General Circular No.09/2023 dated September 25, 2023 and General Circular No.09/2024 dated September 19, 2024, 03/2025 dated September 22, 2025 issued by the Ministry of Corporate Affairs ("MCA Circulars") and SEBI Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 and Circular number SEBI/HO/CFD/CFD-PoD-2/P/CIR/ 2023/167 dated October 7, 2023 issued by Securities and Exchange Board of India (SEBI) and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing Regulations"), Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India and other applicable laws, rules and regulations, (including any statutory modification(s) or re-enactment(s) / amendments thereof for the time being in force and as

SAGAR V. KULKARNI FCS 11770 COP 18046

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amended from time to time, the Company had, accordingly provided facility of e-voting to all the Members of the Company to enable them to cast their votes electronically on the businesses mentioned in the Postal Ballot Notice.

We, hereby report that,

The Management of the Company is responsible for ensuring compliance with the requirements of the Act and the Rules there under and SEBI (LODR) Regulations, 2015, relating to the items being placed for approval of the shareholders through Postal Ballot by e-voting.

My responsibility as the Scrutinizer of the voting process (through e-voting), was restricted to scrutinize the e-voting process, in a fair and transparent manner and to prepare a Scrutinizer's Report of the votes cast in favour and against the resolution stated in the Notice, based on votes cast through e-voting as also the reports generated from the e-voting system provided by MUFG Intime India Private Limited.

In terms of the MCA Circulars, the Company had sent the Postal Ballot Notice in only electronic form to those shareholders whose email IDs were registered with the Depositories and MUFG Intime India Private Limited (formerly Link Intime India Private Limited) ("**MUFG**" or "Registrar and Share Transfer Agent" or "RTA") and hard copy of Postal Ballot Notice along with Postal Ballot Forms and pre-paid business envelope were not sent to the Members as per the exemptions provided in the MCA Circulars & SEBI circular mentioned above. Accordingly, the communication of the assent or dissent of the Members had to take place through the E-voting system only.

All the required instructions in relation to e-voting by the shareholders were duly mentioned in the Postal Ballot Notice sent to the Members of the Company through e-mail, wherever e-mail IDs were available.

As per applicable provisions of the Companies Act, 2013 and Rules made thereunder, SEBI (LODR) Regulations, 2015 and as provided in the MCA circulars mentioned above, an advertisement was published by the Company in Financial Express (English) and Gavakari (Vernacular -Marathi) newspapers, on Sunday, September 13, 2026, informing about dispatch of the Postal Ballot Notice by e-mail.

The Company and the RTA had uploaded the Notice together with the explanatory statement on their respective websites - www.esds.co.in and https://instavote.linkintime.co.in. The said Notice were also uploaded on websites of Stock Exchanges viz. BSE Limited and National Stock Exchange of India ("**Stock Exchanges**") to facilitate the Members to cast their votes through remote e-voting. The Company had generated Event Number: 260886 on the portal of Instavote of MUFG for casting votes through e-voting mode.

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The Shareholders holding the shares as on the "**cut-off date**" i.e., Thursday, September 10, 2026, were entitled to vote on the proposed resolutions through e-voting.

The remote e-voting period of thirty (30) days commenced on Sunday, September 13, 2026 at 9.00 A.M. (IST) and ended on Monday, October 12, 2026 at 5.00 P.M. (IST) for the shareholders exercising their vote through remote e-voting. The remote e-voting module was disabled by MUFG for voting thereafter. All votes cast by e-voting received till 5.00 P.M. (IST) on Monday, October 12, 2026, being last date fixed by the Company for exercise of vote by e-voting, were considered for my scrutiny.

In view of the above scrutiny, we report that the businesses as set forth in the Postal Ballot Notice dated September 12, 2026 has been approved by the Members with requisite majority as set out in Annexure 1 to this report. The resolutions are deemed to be passed on the last date for e-voting i.e. Monday, October 12, 2026.

The result along with Scrutinizer's report will be posted on the Company's website- www.esds.co.in and website of MUFG Intime - https://instavote.linkintime.co.in. The results will also be forwarded to the BSE Limited ("BSE") and Notional Stock Exchange of India Limited ("NSE") and will be hosted on their respective websites. The results along with the Scrutinizer's Report will also be displayed at the Registered Office of the Company.

We further report that the Board of Directors in its meeting held on September 09, 2026, has authorised the Chairman and Managing Director or the Company Secretary to declare and confirm the results of voting by Postal Ballot in respect of the resolutions referred in Postal Ballot Notice.

The Report of the Postal Ballot was duly compiled and accordingly the results of Postal Ballot through remote e-voting for the resolutions are furnished in **Annexure 1** to this report:

Thanking You,

Yours Faithfully,

For S.V. KULKARNI AND ASSOCIATES
PRACTICING COMPANY SECRETARIES
FRN-S2018MH640200

CS SAGAR V. KULKARNI
COMPANY SECRETARY
FCS No.:-11770, C.P No.:- 18046
UDIN:- F011770H001842907
PRB- 26/12/2022

CS SAGAR V. KULKARNI
FCS 11770
COP 18046

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Date: October 14, 2026
Place: Nashik

Counter signed
For **ESDS SOFTWARE SOLUTION LIMITED**

Prasad Deochand Deokar
Company Secretary and Compliance Officer
M. No. A34350

Encl: Annexure-1

Annexure -1

ESDS SOFTWARE SOLUTION LIMITED

(CIN-U72200MH2005PLC155433)

Second (2nd) Postal Ballot (FY 2026-27)

RESULTS OF VOTES CAST THROUGH REMOTE E-VOTING

RESOLUTION No.			1					
Resolution Required: (Ordinary/Special)			**SPECIAL BUSINESS:** To consider and approve the revision of remuneration payable to Mr. Piyush Prakashchandra Somani (DIN: 02357582), Managing Director of the Company.					
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	46156742	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	**46156742**	0	0	0	0	0	0
Public-Institutions	E-Voting	5712768	5712768	100	5712768	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	**5712768**	**5712768**	**100**	**5712768**	**0**	**100**	**0**
Public- Non Institutions	E-Voting	18196644	18196213	99.9976	18182356	13857	99.9238	0.0762
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	**18196644**	18196213	99.9976	18182356	13857	99.9238	0.0762
Total		**70066154**	**23908981**	**34.1234**	**23895124**	**13857**	**99.942**	**0.058**

Note:

*4 (Four) folios holding in aggregate 4,61,56,742 Equity Shares of face value of Rs.1/- each of the Company, being interested persons, **abstained** from voting in this resolution.*

*2 (Two) folios holding in aggregate 57 Equity Shares of face value of Rs.1/- each of the Company, **abstained** from voting in this resolution.*

*3 (Three) folio holding in aggregate 382 Equity Shares of face value of Rs.1/- each of the Company, **Less Voted** by 362 Equity Shares in this Resolution.*

*1 (One) folio holding 12 Equity Shares of face value of Rs.1/- each of the Company, **did not vote** in this resolution.*

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RESOLUTION No.			2					
Resolution Required: (Ordinary/Special)			**SPECIAL BUSINESS:** To consider and approve the revision of remuneration payable to Ms. Komal Piyush Somani (DIN: 08477154), Whole-time Director of the Company.					
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	46156742	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	**46156742**	0	0	0	0	0	0
Public-Institutions	E-Voting	5712768	5712768	100	5712768	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	**5712768**	**5712768**	**100**	**5712768**	**0**	**100**	**0**
Public- Non Institutions	E-Voting	18196644	18196179	99.9974	18182328	13851	99.9239	0.0761
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	**18196644**	**18196179**	**99.9974**	**18182328**	**13851**	**99.9239**	**0.0761**
Total		**70066154**	**23908947**	**34.1234**	**23895096**	**13851**	**99.9421**	**0.0579**
		Note: *4 (Four) folios holding in aggregate 4,61,56,742 Equity Shares of face value of Rs.1/- each of the Company, being interested persons, **abstained** from voting in this resolution.* *3 (Three) folios holding in aggregate 91 Equity Shares of face value of Rs.1/- each of the Company, **abstained** from voting in this resolution.* *4 (Four) folio holding in aggregate 394 Equity Shares of face value of Rs.1/- each of the Company, **Less Voted** by 374 Equity Shares in this Resolution.*						

SAGAR V. KULKARNI
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RESOLUTION No.			3					
Resolution Required: (Ordinary/Special)			**ORDINARY BUSINESS:** To consider and approve the appointment of Mr. Sameer Suresh Redij (DIN: 11790311) as a Director of the Company, liable to retire by rotation.					
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	46156742	46156742	100	46156742	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	**46156742**	**46156742**	**100**	**46156742**	**0**	**100**	**0**
Public-Institutions	E-Voting	5712768	5712768	100	5712768	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	**5712768**	**5712768**	**100**	**5712768**	**0**	**100**	**0**
Public- Non Institutions	E-Voting	18196644	18161703	99.808	18148950	12753	99.9298	0.0702
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	**18196644**	**18161703**	**99.808**	**18148950**	**12753**	**99.9298**	**0.0702**
Total		**70066154**	**70031213**	**99.9501**	**70018460**	**12753**	**99.9818**	**0.0182**
		Note: *1 (One) folios holding in aggregate 34500 Equity Shares of face value of Rs.1/- each of the Company, being interested person, abstained from voting in this resolution.* *3 (Three) folios holding in aggregate 67 Equity Shares of face value of Rs.1/- each of the Company, abstained from voting in this resolution.* *3 (Three) folio holding in aggregate 382 Equity Shares of face value of Rs.1/- each of the Company, Less Voted by 362 Equity Shares in this Resolution.* *1 (One) folio holding 12 Equity Shares of face value of Rs.1/- each of the Company, did not vote in this resolution.*					

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FCS 11770
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RESOLUTION No.			4					
Resolution Required: (Ordinary/Special)			**SPECIAL BUSINESS:** To consider and approve the appointment of Mr. Sameer Suresh Redij (DIN: 11790311), as a Whole-time Director (designated as Chief Business Officer) of the Company including remuneration thereof for a period of three (3) years effective from July 13, 2026.					
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	46156742	46156742	100	46156742	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	**46156742**	**46156742**	**100**	**46156742**	**0**	**100**	**0**
Public-Institutions	E-Voting	5712768	5712768	100	5712768	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	**5712768**	**5712768**	**100**	**5712768**	**0**	**100**	**0**
Public- Non Institutions	E-Voting	18196644	18161669	99.8078	18148891	12778	99.9296	0.0704
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	**18196644**	**18161669**	**99.8078**	**18148891**	**12778**	**99.9296**	**0.0704**
Total		**70066154**	**70031179**	**99.9501**	**70018401**	**12778**	**99.9818**	**0.0182**
		Note: *1 (One) folios holding in aggregate 34500 Equity Shares of face value of Rs.1/- each of the Company, being interested person, abstained from voting in this resolution.* *4 (Four) folios holding in aggregate 101 Equity Shares of face value of Rs.1/- each of the Company, abstained from voting in this resolution.* *3 (Three) folio holding in aggregate 382 Equity Shares of face value of Rs.1/- each of the Company, Less Voted by 362 Equity Shares in this Resolution.* *1 (One) folio holding 12 Equity Shares of face value of Rs.1/- each of the Company, did not vote in this resolution.*					

SAGAR V. KULKARNI
FCS 11770
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Based on the aforesaid result, we report that, the aforesaid Special Resolutions at Item No.1,2 & 4, as contained in the Notice of Postal Ballot dated September 12, 2026 and Ordinary Resolution at item No. 3 has been passed with requisite majority by the Members of the Company in accordance with the provisions of the Companies Act, 2013.

For S.V. KULKARNI AND ASSOCIATES
PRACTICING COMPANY SECRETARIES
FRN- F011770H000650639

CS SAGAR V. KULKARNI
COMPANY SECRETARY
FCS No.:-11770, C.P No.:- 18046

UDIN:- F011770G003076141
PRB- 2612/2022

Counter signed by
ESDS SOFTWARE SOLUTION LIMITED

Prasad Deokar
Managing Director
M. No. A34350

Place- Nashik
Date- 14.10.2026

ESDS Software Solution Limited

CS SAGAR V. KULKARNI
FCS 11770
COP 18046