



On Path of  
Professional  
Excellence  
Since 2000

**P.C. JAIN & CO.**

**Company Secretaries**

(Corporate Law & Insolvency Resolution Advisor)

Consolidated 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  
Netweb Technologies India Limited  
(CIN: L72100HR1999PLC103911)  
Plot No H-1, Pocket 9, Faridabad Industrial Town (FIT),  
Sector-57, Ballabhgarh,  
Faridabad- 121004  
Haryana

**Subject: Passing of Resolution(s) through remote e-voting and voting electronically at the 26<sup>th</sup> Annual General Meeting ("AGM") of "Netweb Technologies India Limited" held through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM") on Saturday, 30th August 2025 pursuant to section 108 of Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and pursuant to the General Circulars dated 8th April 2020; 13th April 2020; 5th May 2020; 13th January 2021; 5<sup>th</sup> May 2022; 28<sup>th</sup> December 2022, 25<sup>th</sup> September 2023 as well as Circular dated 19<sup>th</sup> September 2024, issued by the Ministry of Corporate Affairs ("MCA") and Circular Number SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January 2021 issued by the Securities and Exchange Board of India (SEBI) (hereinafter collectively referred to as "the Circulars"), in continuation of SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May 2020, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 13 May 2022 and SEBI/HO/CFD/PoD-2/P/CIR/2023/ dated 05 January 2023 and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024 respectively (collectively referred to as "SEBI Circulars") commonly referred to as "MCA & SEBI CIRCULARS".**

The Board of Directors of Netweb Technologies India Limited (hereinafter referred to as the "**Company**") has appointed us as the Scrutinizer for the remote e-voting process as well as to scrutinize the electronic voting conducted at the Annual General Meeting ("AGM") pursuant to Section 108 of the Companies Act, 2013 ("Act") read with rule 20 of the companies (Management and Administration) as amended and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") as amended by the "**MCA AND SEBI CIRCULARS**" issued in this connection both by the MCA and SEBI, providing relaxation for the manner in which AGM shall be held and conducted. We are familiar and well versed with the concept of electronic voting Systems as prescribed under the said Rules and the relaxations as provided in the MCA & SEBI CIRCULARS.

As mentioned in the Notice, the proceeding of the AGM will be deemed to be conducted at the

registered office of the Company  
Head Office: #2382, Sector-16, Faridabad (NCR)-121002, India | +91 99530 08338 | ☎ 0129-4043338

Branch Office: #1515, LGF, DLF City, Phase IV, Opposite Galleria Market, Gurugram-122009, India | ☎ 0124-4044338

corporatelegal@cspcjain.com

www.cspcjain.com





### Report on Scrutiny:

- i. The Company had appointed MUFG Intime India Private Limited (Formerly known as M/s. Link Intime India Private Limited) as the Service Provider for the purpose of extending the facility of Remote E-voting to the Members of the Company and for voting electronically at the meeting ('Service Provider').
- ii. MUFG Intime India Private Limited (Formerly known as M/s. Link Intime India Private Limited) is the Registrar and Transfer Agent ('RTA') of the Company.
- iii. The Service Provider had provided a system for recording the votes of the Members electronically through remote e-voting as well as at the meeting on all the items of the business sought to be transacted in the 26<sup>th</sup> AGM of the Company, which was held on Saturday, 30<sup>th</sup> August 2025.
- iv. The Service Provider had set up an electronic voting facility on their website <https://instavote.linkintime.co.in>. The Company had uploaded notice consisting of all the items of the business to be transacted at the AGM on the website of the Company and also its Service Provider and also on the websites of Stock Exchange viz. BSE Limited & National Stock Exchange of India Limited (NSE) to facilitate their Members to cast their vote through Remote e-voting.
- v. The Management of the Company is responsible for ensuring compliance with the requirements of the Act and Rules thereunder and SEBI Listing Regulations.
- vi. Our responsibility as the Scrutinizer of the voting process (through e-voting), was restricted to scrutinize and e-voting process, in a fair and transparent manner and to preparing a Scrutinizer's Report of the votes cast in favour and against the resolution in respect of business items stated in the Notice, based on the reports generated from the e-voting system provided by MUFG Intime India Private Limited (Formerly known as M/s. Link Intime India Private Limited), the service provider.
- vii. As provided in the **MCA & SEBI CIRCULARS**, the Company had advertised in the newspapers, asking members who have not registered their email IDs with the Company or MUFG Intime India Private Limited (Formerly known as Link Intime India Private Limited) or with the respective Depository Participant(s) viz. **Central Depository Services (India) Limited** ("CDSL") and **National Securities Depository Limited** ("NSDL") to do so and to the extent, details provided by the shareholders were considered for sending the Notice of the 26<sup>th</sup> AGM and Annual Report 2024-25.
- viii. The service provider had sent the Notice of the 26<sup>th</sup> AGM along with the Annual Report 2024-25 and e-voting details by email to the Members, whose email IDs were made available by the Depositories or were registered with the Company's RTA i.e. MUFG Intime India Private Limited (Formerly known as Link Intime India Private Limited). As per Regulation 36 (1) (b) of SEBI (LODR) Regulations, 2015, a letter providing a weblink for accessing the Notice and Annual Report for FY 2024-2025 has been sent to those shareholders who have not registered their email address with the Company and RTA/ Depository Participants. The





Notice sent through email contained the detailed procedure to be followed by the Members who were desirous of casting their votes electronically as provided in Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and as provided in the **MCA & SEBI CIRCULARS**.

- ix. The Company completed the dispatch of Notice of AGM and Annual Report 2024-25 by email to the Members on 05<sup>th</sup> August 2025.
- x. The cut-off date for the purposes of identifying the Members who will be entitled to vote on the resolutions placed for approval of the Members was **Friday, 22<sup>nd</sup> August 2025**.
- xi. As prescribed in the aforesaid Rules, the Remote e-voting was kept open for four days from Tuesday, August 26, 2025, at 9:00 a.m. to Friday, August 29, 2025, at 5:00 p.m.
- xii. As prescribed in Clause IV of the Circular dated 5<sup>th</sup> May 2020 issued by MCA, which is forming part of the MCA & SEBI CIRCULARS, the Company has released an advertisement prior to sending Notice of AGM to the Members which was published in the "Financial Express" (English) and "Jansatta" (Hindi) edition dated August 02, 2025.
- xiii. The votes for remote e-voting as well as e-voting at the 26<sup>th</sup> Annual General Meeting were unlocked on Saturday, 30<sup>th</sup> August 2025 after the 15 minutes from conclusion of the e-voting in the AGM in the presence of two witnesses; Ms. Radhika Mohta and Ms. Nisha Tripathi who are not in the employment of the company.
- xiv. Thereafter, we as scrutinizer duly compiled details of the Remote E-Voting carried out by the Members and the electronic voting done at the AGM, the details of which are as follows:

<b>Name of the Company</b>	Netweb Technologies India Limited
<b>Date of the AGM</b>	Saturday, 30 <sup>th</sup> August, 2025
<b>Total number of shareholders on Record date</b>	181662
<b>No. of shareholders present in the meeting either in person or through proxy:</b>	NIL
• Promoters and Promoter Group:	NIL
• Public:	NIL
<b>No. of Shareholders attended the meeting through Video Conferencing</b>	118
• Promoters and Promoter Group:	06
• Public:	112





The Consolidated Report on the results of voting through remote e-voting and voting through electronic means during the AGM is as under:

<b>Resolution No.</b>	1		
Resolution required: (Ordinary/Special)	<b>ORDINARY RESOLUTION-</b>  <b>To receive, consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2025, together with the reports of the Board and the Auditor thereon.</b>		
Whether promoter/promoter group are interested in the agenda/resolution?	NO		
<b>Category</b>	<b>Mode of Voting</b>	<b>No. Of Shares held</b>	<b>No. of E-votes cast</b>
Promoter and Promoter Group	E-voting	40239977	40145477
	Poll		48450
	Postal Ballot(if applicable)		
Public- Institutions	E-voting	7766441	7300496
	Poll		
	Postal Ballot(if applicable)		
Public - Non Institutions	E-voting	8647450	320080
	Poll		53119
	Postal Ballot(if applicable)		
	<b>Total</b>	<b>56653868</b>	<b>47867622</b>





<b>Resolution No.</b>	2		
Resolution required: (Ordinary/Special)	<b>ORDINARY RESOLUTION–</b>  <b>To declare a final dividend of ₹2.50/- (i.e. 125% of the face value of equity shares of the Company) per equity share for the financial year ended on March 31, 2025.</b>		
Whether promoter/promoter group are interested in the agenda/resolution?	NO		
<b>Category</b>	<b>Mode of Voting</b>	<b>No. Of Shares held</b>	<b>No. of E-votes casted</b>
Promoter and Promoter Group	E-voting	40239977	40145477
	Poll		48450
	Postal Ballot(if applicable)		
Public- Institutions	E-voting	7766441	7300496
	Poll		
	Postal Ballot(if applicable)		
Public- Non Institutions	E-voting	8647450	320080
	Poll		53119
	Postal Ballot(if applicable)		
	<b>Total</b>	<b>56653868</b>	<b>47867622</b>



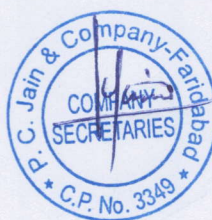


<b>Resolution No.</b>	3		
Resolution required: (Ordinary/Special)	<b>ORDINARY RESOLUTION-</b>  <b>To appoint a director in place of Mr. Niraj Lodha (DIN:00746701), who retires by rotation, and being eligible, offers himself for re-appointment.</b>		
Whether promoter/promoter group are interested in the agenda/resolution?	Yes		
<b>Category</b>	<b>Mode of Voting</b>	<b>No. Of Shares held</b>	<b>No. of E-votes casted</b>
Promoter and Promoter Group	E-voting	40239977	40145477
	Poll		48450
	Postal Ballot(if applicable)		
Public- Institutions	E-voting	7766441	7300496
	Poll		
	Postal Ballot(if applicable)		
Public- Non Institutions	E-voting	8647450	320080
	Poll		53119
	Postal Ballot(if applicable)		
	<b>Total</b>	<b>56653868</b>	<b>47867622</b>





<b>Resolution No.</b>	4		
Resolution required: (Ordinary/Special)	<b>ORDINARY RESOLUTION –</b>  <b>Ratification of the Cost Auditors' remuneration for the financial year 2025-26</b>		
Whether promoter/promoter group are interested in the agenda/resolution?	<b>NO</b>		
<b>Category</b>	<b>Mode of Voting</b>	<b>No. Of Shares held</b>	<b>No. of E-votes casted</b>
Promoter and Promoter Group	E-voting	40239977	40145477
	Poll		48450
	Postal Ballot(if applicable)		
Public- Institutions	E-voting	7766441	7300496
	Poll		
	Postal Ballot(if applicable)		
Public- Institutions Non	E-voting	8647450	320080
	Poll		53119
	Postal Ballot(if applicable)		
	<b>Total</b>	<b>56653868</b>	<b>47867622</b>





<b>Resolution No.</b>	5		
Resolution required: (Ordinary/Special)	<b>SPECIAL RESOLUTION–</b>  <b>Payment of commission on Profits of the Company to Mr. Sanjay Lodha, Managing Director of the Company for FY 24-25</b>		
Whether promoter/promoter group are interested in the agenda/resolution?	<b>Yes</b>		
<b>Category</b>	<b>Mode of Voting</b>	<b>No. Of Shares held</b>	<b>No. of E-votes casted</b>
Promoter and Promoter Group	E-voting	40239977	24112325
	Poll		45450
	Postal Ballot(if applicable)		
Public- Institutions	E-voting	7766441	7300496
	Poll		
	Postal Ballot(if applicable)		
Public- Institutions Non	E-voting	8647450	319980
	Poll		53119
	Postal Ballot(if applicable)		
	<b>Total</b>	<b>56653868</b>	<b>31831370</b>





<b>Resolution No.</b>	6		
Resolution required: (Ordinary/Special)	<b>SPECIAL RESOLUTION–</b>  <b>Payment of commission on Profits of the Company to Mr. Navin Lodha, Whole Time Director of the Company for FY 24-25</b>		
Whether promoter/promoter group are interested in the agenda/resolution?	<b>Yes</b>		
<b>Category</b>	<b>Mode of Voting</b>	<b>No. Of Shares held</b>	<b>No. of E-votes casted</b>
Promoter and Promoter Group	E-voting	40239977	32129352
	Poll		48450
	Postal Ballot(if applicable)		
Public- Institutions	E-voting	7766441	7300496
	Poll		
	Postal Ballot(if applicable)		
Public- Institutions Non	E-voting	8647450	319980
	Poll		53119
	Postal Ballot(if applicable)		
	<b>Total</b>	<b>56653868</b>	<b>39851397</b>





<b>Resolution No.</b>	7		
Resolution required: (Ordinary/Special)	<b>SPECIAL RESOLUTION–</b>  <b>Payment of commission on Profits of the Company to Mr. Vivek Lodha, Whole Time Director of the Company for FY 24-25</b>		
Whether promoter/promoter group are interested in the agenda/resolution?	<b>Yes</b>		
<b>Category</b>	<b>Mode of Voting</b>	<b>No. Of Shares held</b>	<b>No. of E-votes casted</b>
Promoter and Promoter Group	E-voting	40239977	32266338
	Poll		48450
	Postal Ballot(if applicable)		
Public- Institutions	E-voting	7766441	7300496
	Poll		
	Postal Ballot(if applicable)		
Public- Institutions Non	E-voting	8647450	319980
	Poll		53119
	Postal Ballot(if applicable)		
	<b>Total</b>	<b>56653868</b>	<b>39988383</b>





<b>Resolution No.</b>	8		
Resolution required: (Ordinary/Special)	<b>SPECIAL RESOLUTION–</b>  <b>Payment of commission on Profits of the Company to Mr. Niraj Lodha, Whole Time Director of the Company for FY 24-25</b>		
Whether promoter/promoter group are interested in the agenda/resolution?	<b>Yes</b>		
<b>Category</b>	<b>Mode of Voting</b>	<b>No. Of Shares held</b>	<b>No. of E-votes casted</b>
Promoter and Promoter Group	E-voting	40239977	40145477
	Poll		48450
	Postal Ballot(if applicable)		
Public- Institutions	E-voting	7766441	7300496
	Poll		
	Postal Ballot(if applicable)		
Public- Institutions Non	E-voting	8647450	319980
	Poll		53119
	Postal Ballot(if applicable)		
	<b>Total</b>	<b>56653868</b>	<b>47867522</b>





<b>Resolution No.</b>	9		
Resolution required: (Ordinary/Special)	<b>ORDINARY RESOLUTION-</b>  <b>Appointment of M/s P.C Jain &amp; Co as the Secretarial Auditors of the Company</b>		
Whether promoter/promoter group are interested in the agenda/resolution?	<b>No</b>		
<b>Category</b>	<b>Mode of Voting</b>	<b>No. Of Shares held</b>	<b>No. of E-votes casted</b>
Promoter and Promoter Group	E-voting	40239977	40145477
	Poll		48450
	Postal Ballot(if applicable)		
Public- Institutions	E-voting	7766441	7300496
	Poll		
	Postal Ballot(if applicable)		
Public- Institutions Non	E-voting	8647450	320080
	Poll		53119
	Postal Ballot(if applicable)		
	<b>Total</b>	<b>56653868</b>	<b>47867622</b>





## CONSOLIDATED RESULTS

### 1) Item No. 1 of the Notice (As an Ordinary Resolution)

To receive, consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2025, together with the reports of the Board and the Auditor thereon.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%) Votes
	Number of Shareholder	Votes	Number of Shareholder	Votes	Number of Shareholder	Votes	
Assent	352	47765997	11	101569	363	47867566	99.99
Dissent	04	56	0	0	04	56	0.01
Total	356	47766053	11	101569	367	47867622	100

### 2) Item No. 2 of the Notice (As an Ordinary Resolution)

To declare a final dividend of ₹2.50/- (i.e. 125% of the face value of equity shares of the Company) per equity share for the financial year ended on March 31, 2025.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%) Votes
	Number of Shareholder	Votes	Number of Shareholder	Votes	Number of Shareholder	Votes	
Assent	352	47765997	11	101569	363	47867566	99.99
Dissent	04	56	0	0	04	56	0.01
Total	356	47766053	11	101569	367	47867622	100





3) Item No. 3 of the Notice (As an Ordinary Resolution)

To appoint a director in place of Mr. Niraj Lodha (DIN:00746701), who retires by rotation, and being eligible, offers himself for re-appointment.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%) Votes
	Number of Shareholder	Votes	Number of Shareholder	Votes	Number of Shareholder	Votes	
Assent	274	44682244	11	101569	285	44783813	93.55
Dissent	82	3083809	0	0	82	3083809	6.45
Total	356	47766053	11	101569	367	47867622	100

4) Item No. 4 of the Notice (As an Ordinary Resolution)

Ratification of the Cost Auditors' remuneration for the financial year 2025-26.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%) Votes
	Number of Shareholder	Votes	Number of Shareholder	Votes	Number of Shareholder	Votes	
Assent	351	47765987	11	101569	362	47867556	99.99
Dissent	05	66	0	0	05	66	0.01
Total	356	47766053	11	101569	367	47867622	100

5) Item No. 5 of the Notice (As a Special Resolution)

Payment of commission on Profits of the Company to Mr. Sanjay Lodha, Managing Director

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%) Votes
	Number of Shareholder	Votes	Number of Shareholder	Votes	Number of Shareholder	Votes	
Assent	321	31336153	10	98569	331	31434722	98.75
Dissent	35	396648	0	0	35	396648	1.25
Total	356	31732801	10	98569	366	31831370	100





6) Item No. 6 of the Notice (As a Special Resolution)

Payment of commission on Profits of the Company to Mr. Navin Lodha, Whole Time Director of the Company for FY 24-25

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%) Votes
	Number of Shareholder	Votes	Number of Shareholder	Votes	Number of Shareholder	Votes	
Assent	335	39419624	11	101569	346	39521193	99.17
Dissent	21	330204	0	0	21	330204	0.83
Total	356	39749828	11	101569	367	39851397	100

7) Item No. 7 of the Notice (As a Special Resolution)

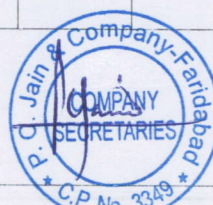
Payment of commission on Profits of the Company to Mr. Vivek Lodha, Whole Time Director of the Company for FY 24-25.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%) Votes
	Number of Shareholder	Votes	Number of Shareholder	Votes	Number of Shareholder	Votes	
Assent	335	39556610	11	101569	346	39658179	99.17
Dissent	21	330204	0	0	21	330204	0.83
Total	356	39886814	11	101569	367	39988383	100

8) Item No. 8 of the Notice (As a Special Resolution)

Payment of commission on Profits of the Company to Mr. Niraj Lodha, Whole Time Director of the Company for FY 24-25.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%) Votes
	Number of Shareholder	Votes	Number of Shareholder	Votes	Number of Shareholder	Votes	
Assent	335	47435749	11	101569	346	47537318	99.31
Dissent	21	330204	0	0	21	330204	0.69
Total	356	47765953	11	101569	367	47867522	100





9) Item No. 9 of the Notice (As a Ordinary Resolution)

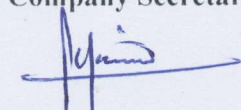
Appointment of M/s P.C Jain & Co as the Secretarial Auditors of the Company

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%) Votes
	Number of Sharehold er	Votes	Number of Shareholder	Votes	Number of Shareholder	Votes	
Assent	352	47765997	11	101569	363	47867566	99.99
Dissent	04	56	0	0	04	56	0.01
Total	356	47766053	11	101569	367	47867622	100

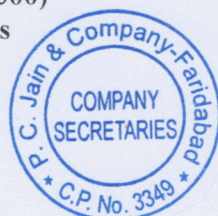
Based on the aforesaid result we report that the Ordinary Resolutions as set out in Item No(s). 1 to 4 & 9 and Special Resolution as set out in Item No(s). 5 to 8 in the Notice of the 26<sup>th</sup> AGM held on Saturday, 30<sup>th</sup> August 2025 have been passed with the requisite majority.

Thanking you,

Yours Sincerely,  
For P C JAIN & Co.  
(FRN: P2016HR051300)  
Company Secretaries



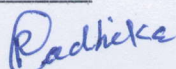
(P C Jain)  
Managing Partner  
CP No. 3349  
M.No. F-4103  
PR Code: 6960/2025



Countersigned By:

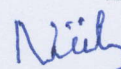
(Lohit Chhabra)  
Company Secretary  
Netweb Technologies India Limited  
M.No. A36610

Witness 1



Name: Radhika Mohta  
Address:  
House No- 8314-A,  
Apna Ghar Society,  
Faridabad-121005

Witness 2



Name: Nisha Tripathi  
Address:  
MCF 890, Sanjay Colony,  
Sector- 23, Faridabad-  
121005

Place: Faridabad  
Date: 31<sup>st</sup> August, 2025  
UDIN: F004103G001123859