

DU Digital Global

Date: January 16, 2024

To,
National Stock Exchange of India Ltd.,
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex,
Bandra (E)
Mumbai – 400 051

Sub. -: Submission of Scrutinizer's Report of the Extraordinary General Meeting of the Company pursuant to Regulation 44(3) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015

Ref. -: Company Code - DUGLOBAL

Dear Sir/Madam,

Pursuan to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("LODR Regulation"), please find attached herewith the Scrutinizer's Report for the e-voting process and voting conducted at the Extraordinary General Meeting of the Company held on Monday, January 15, 2024 through Video Conferencing.

This is for your information and records.

Thanking you,
Yours faithfully,

For Dudigital Global Limited

Rajinder Rai
Managing Director
DIN:00024523

DUDIGITAL GLOBAL LIMITED

Formerly known as **DU Digital Technologies Limited**

REGISTERED ADDRESS: C-4, SDA COMMUNITY CENTRE, HAUZ KHAS, NEW DELHI, DELHI- 110016

Contact No:011-40450533, Website:Dudigitalglobal.com, Mail:cs@Dudigitalglobal.com

CIN: L74110DL2007PLC171939

MAYANK ARORA & Co.

COMPANY SECRETARIES

FORM NO. MGT-13

SCRUTINIZER'S CONSOLIDATED REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,

The Chairperson of the Extraordinary General Meeting (EGM) of **DUDUGITAL GLOBAL LIMITED** held on Monday, January 15, 2024 at 12.30 P.M. (IST) through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM").

Dear Sir,

1. I, Mayank Arora, Practicing Company Secretary, partner of M/s. Mayank Arora & Co., Company Secretaries, have been appointed as Scrutinizer by the Board of Directors of **Dudigital Global Limited ("the Company")** for the purpose of scrutinizing the process of voting through electronic means ("**e-voting**") in a fair and transparent manner on the resolutions contained in the notice dated December 15, 2023 ("**Notice**") issued in accordance with the General Circular Nos. 14/2020 and 17/2020 dated April 08, 2020 and April 13, 2020 respectively, General Circular No. 09/2023 dated September 25, 2023 and all other applicable circulars issued by the Ministry of Corporate Affairs (collectively referred to as "**MCA Circulars**"), calling the Extraordinary General Meeting of its Equity Shareholders ("**the Meeting**" /"**EGM**") through VC / OAVM. The EGM was convened on Monday, January 15, 2024 at 12.30 P.M. IST through VC / OAVM.
2. The said appointment as Scrutinizer is under the provisions of Section 108 of the Companies Act, 2013 ("**the Act**") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("**the Rules**") and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**LODR**") as amended. As a Scrutinizer, I have to scrutinize:
 - (i) process of e-voting remotely, before the EGM, using an electronic voting system on the dates referred to in the Notice calling the EGM ("**Remote e-Voting**"); and
 - (ii) process of e-voting at the EGM ("**e-Voting**").

Management's Responsibility

3. The management of the Company is responsible to ensure compliance with the requirements of (i) the Act and the Rules made thereunder; (ii) the MCA Circulars; and (iii) LODR relating to e-voting on the resolutions contained in the Notice calling the EGM. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

Scrutinizer's Responsibility

4. My responsibility as Scrutinizer for e-voting process (i.e. remote e-Voting and e-Voting) is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions contained in the Notice, based on the reports generated from the e-voting system provided by Bigshare Services Private Limited ("Bigshare") the Agency authorized under the Rules and engaged by the Company to provide e-Voting facility and attendant details / documents furnished to me electronically by the Company and/ or Bigshare for my verification.

Cut-off date

5. The Equity Shareholders of the Company as on the "cut-off" date, as set out in the Notice, i.e., Friday, December 15, 2023 were entitled to vote on the resolutions (Item nos. 1 as set out in the Notice calling the EGM) and their voting rights were in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date.

6. Remote e-Voting process: -

- i. The remote e-Voting period remained open from Friday, January 12, 2024 (9.00 a.m. IST) till Sunday, January 14, 2024 (5.00 p.m. IST).
- ii. The votes cast were unblocked on Monday, January 15, 2024 after the conclusion of the EGM and was witnessed by two witnesses, Ms. Nishita Gandhi and Ms. Prathvika Poojary, who are not in the employment of the Company and/or Bigshare. They have signed below in confirmation of the same.



Nishita Gandhi



Prathvika Poojary

- iii. Thereafter, the details containing, inter-alia, the list of equity shareholders who voted "in favour" or "against" on each of the resolutions that was put to vote, were generated from the e-Voting website of Bigshare. Based on the report generated by Bigshare and relied upon by me, data regarding the remote e-Voting was scrutinized.

7. E-voting process at the EGM:-

- i. After the time fixed for closing of the e-Voting by the Chairperson, the electronic system recording the e-votes was locked under my instructions.
 - ii. The e-Voting system was scrutinized and the e-votes were reconciled with the records maintained by the Company / Bigshare and the authorizations lodged with the Company/ Bigshare.
 - iii. The e-votes cast were unblocked on Monday, January 15, 2024, after the conclusion of the EGM.
8. I submit herewith the Consolidated Scrutinizer's Report on the results of the remote e-Voting and e-Voting, based on the reports generated by Bigshare, scrutinized and relied upon by me as under:-

SPECIAL BUSINESS:

RESOLUTION NO 1: (AS A SPECIAL RESOLUTION)

To consider and approve Issue of Convertible Warrants on a Preferential basis to Non-Promoters.

(I) Voted in favour of the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast i.e. 38283400
Remote E-voting	10	23916440	62.47
Voting at EGM	7	14366960	37.53
Total	17	38283400	100

(II) Voted against the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast i.e. 38283400
Remote E-voting	0	0	0
Voting at EGM	0	0	0
Total	0	0	0

(III) Invalid Votes:

	Total number of members whose votes were declared invalid	Total Number of votes cast by them
Remote E-voting	0	0
Voting at EGM	0	0
Total	0	0

Result: Resolution passed with requisite majority.

9. The electronic data and all other relevant records relating to e-voting are under my safe custody and will be handed over to Mr. Rajinder Rai, Managing Director of the Company, for preserving safely after the Chairperson considers, approves and signs the minutes of the EGM.

Thanking You,
Yours faithfully,

**For Mayank Arora & Co,
Company Secretaries**

For Dudigital Global Limited

**Mayank Arora
Partner
COP No.: 13609
Mem No.: 10378
UDIN: F010378E003224468**

**Rajinder Rai
Managing Director
DIN: 00024523**

Date: 16/01/2024