

Date: September 30, 2025

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| <b>BSE Limited</b><br>Department of Corporate Services<br>Listing Department<br>P J Towers<br>Dalal Street<br>Mumbai – 400001<br><i>Scrip Code: 542367</i> | <b>National Stock Exchange of India Limited</b><br>Listing Department,<br>Exchange Plaza, Plot no. C/1,<br>G Block, Bandra-Kurla Complex,<br>Bandra (E),<br>Mumbai – 400051<br><i>Scrip Symbol: XELPMOC</i> |
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**Re: Proceedings of the 10<sup>th</sup> Annual General Meeting of Xelpmoc Design and Tech Limited (the “Company”) held on Tuesday, September 30, 2025, at 4:00 P.M. through Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”)**

Dear Sir/ Madam,

As per the notice of 10<sup>th</sup> Annual General Meeting (AGM) dated August 12, 2025, the Annual General Meeting of the Company was held on Tuesday, September 30, 2025 at 4:00 P.M. through VC/OAVM, in compliance with the applicable provisions of the Companies Act, 2013 and Rules made thereunder (“Act”), and the General circular dated September 19, 2024, read together with circulars dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, December 8, 2021, and December 14, 2021, May 5, 2022, December 28, 2022 and September 25, 2023 (collectively referred to as ‘MCA Circulars’) and applicable provision of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) and SEBI Circulars and any updates thereto.

The brief details of businesses transacted at the meeting, manner of approval and result thereof are as under:

| <b>Sr. No.</b> | <b>Details of Businesses</b>   | <b>Manner of Approval</b>                      | <b>Result</b>                  |
|----------------|--|--|--------------------------------|
| 1.             | Adoption of the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2025, together with the reports of the Board of Directors and Auditors thereon. (Ordinary Resolution) | Remote e-voting / e-voting (Insta poll) at AGM | Passed with requisite majority |
| 2.             | Appointment of a Director in place of Mr. Srinivas Koora (DIN: 07227584), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment. (Ordinary Resolution)                        | Remote e-voting / e-voting (Insta poll) at AGM | Passed with requisite majority |

**XELPMOC DESIGN AND TECH LIMITED**

**Registered Office:** No.57, 13<sup>th</sup> Cross, Novel Business Park, Hosur Road, Anepalya, Adugodi, Bengaluru - 560030

**Corporate Office:** 8<sup>th</sup> Floor, Raheja Mindspace, Building No. 4, Hyderabad-500081

**CIN NO:** L72200KA2015PLC082873 | **Website:** [www.xelpmoc.in](http://www.xelpmoc.in) | **Email:** [hello@xelpmoc.in](mailto:hello@xelpmoc.in) | **Mob. No:** (+91) 6364316889

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| 3. | Appointment of the Secretarial Auditors. | Remote e-voting / e-voting (Insta poll) at AGM | Passed with requisite majority |
|----|--|--|--------------------------------|

Pursuant to regulation 30 of the Listing Regulations, the proceedings of the AGM are enclosed and is being also available on the website of the Company at <https://www.xelpmoc.in/investorrelations> .

This is for your records and dissemination. You are requested to take the same on record as the gist of proceedings of AGM and not consider the attached as minutes of the AGM.

Thanking you,

Yours truly,

For **Xelpmoc Design and Tech Limited**

**Vaishali Shetty**  
**Company Secretary & Compliance Officer**

**Place: Mumbai**  
**Date: September 30, 2025**

**XELPMOC DESIGN AND TECH LIMITED**

**Registered Office:** No.57, 13<sup>th</sup> Cross, Novel Business Park, Hosur Road, Anepalya, Adegodi, Bengaluru - 560030

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**PROCEEDINGS OF THE 10<sup>TH</sup> ANNUAL GENERAL MEETING OF XELPMOC DESIGN AND TECH LIMITED (THE "COMPANY") HELD ON TUESDAY, SEPTEMBER 30, 2025, AT 4:00 P.M. THROUGH VIDEO CONFERENCING ("VC") / OTHER AUDIO-VISUAL MEANS ("OAVM")**

The 10<sup>th</sup> Annual General Meeting ("**AGM**") of the Company was held on Tuesday, September 30, 2025 at 4:00 P.M.VC/OAVM, in compliance with the applicable provisions of the Companies Act, 2013 and Rules made thereunder ("**Act**"), and the General circular dated September 19, 2024, read together with circulars dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, December 8, 2021, and December 14, 2021, May 5, 2022, December 28, 2022 and September 25, 2023 (collectively referred to as '**MCA Circulars**') and applicable provision of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI Listing Regulations**") and SEBI Circulars and any updated thereto.

Further, in accordance with the Secretarial Standard on General Meetings ("**SS-II**") issued by the Institute of Company Secretaries of India ("**ICSI**") read with Guidance/Clarification dated April 15, 2020, issued by the ICSI, the proceedings of the AGM were deemed to be conducted at the registered office of the Company which was the deemed venue of the AGM.

At 4.00 p.m., Mr. Tushar Trivedi, Chairman of the Company, occupied the Chair of the AGM and stated that he is attending the AGM from USA. He welcomed all the members of the Company ("**Members**") and Directors of the Company at the AGM. He further stated that the AGM was being convened through VC in accordance with the MCA Circulars and SEBI Circulars.

He thereafter introduced all the Directors and Key Managerial Personnel present at the AGM, who were as follows:

1. Mr. Sandipan Chattopadhyay, Managing Director and CEO joined from Delhi.
2. Mr. Srinivas Koora, Whole-time Director and CFO joined from Hyderabad.
3. Mr. Jaison Jose, Whole-time Director joined from Mumbai.
4. Mrs. Vandana Badiany, Independent Director joined from Mumbai.
5. Mr. Pranjal Sharma Non-Executive and Non-Independent Director joined from Delhi.
6. Mrs. Vaishali Shetty, Company Secretary joined from Mumbai.

The Statutory Auditors and Secretarial Auditors of the Company and Scrutinizer for e-voting process were also present at the AGM.

The Chairman further informed that participation of members attending through Video Conferencing was reckoned for the purpose of quorum as per the MCA Circulars and Section 103 of the Companies Act, 2013. Since, the AGM was being held through VC, as per the MCA Circulars, physical attendance of Members was dispensed with. Accordingly, the facility for appointment of proxies by Members was not made available for the AGM. 35 Members were present at the meeting through VC. Accordingly, the requisite quorum was present and the AGM was called to order. The Chairman thereafter requested Mrs. Vaishali Shetty, Company Secretary & Compliance Officer, to read out the arrangements made for the Members at the AGM.

The Company Secretary informed that Notice and Annual Report for FY 2024-2025 were sent by e-mail to all those Members whose names appeared in the Register of Members and whose e-mail addresses were registered with the Company, the Registrar and Share Transfer Agent or the Depository Participants and physical copies of the Notice and Annual Report were sent by the Company to all those members who have requested for the same. Further, in compliance with Regulation 36(1)(b) of the SEBI Listing Regulations, a letter providing the web link, including the exact path to access the complete details of the

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Annual Report for the financial year 2024-25, was sent to those Members whose email addresses were not registered with the Company, the Share Transfer Agent, Depository Participants, or Depositories.

She informed the members that, as stated in the AGM Notice, the Members had been provided the facility to exercise their right to vote by electronic means on the resolutions set out in the AGM Notice, both through remote e-voting and e-voting system ('Insta Poll') at the AGM. The remote e-voting facility was made available to all Members holding shares as on the cut-off date i.e., Tuesday, September 23, 2025 during the period commencing from 9.00 a.m. IST on Friday, September 26, 2025 till 5.00 p.m. IST on Monday, September 29, 2025, and the remote e-voting was blocked on Monday, September 29, 2025 at 5.00 p.m.

She informed that Members joining the AGM through video conferencing, who had not already cast their vote by means of remote e-voting, had the option of voting through 'Insta-Poll' e-voting facility on announcement of the same by the Chairman. Members who had cast their votes by remote e-voting prior to the AGM were not entitled to cast their vote again.

She further informed all those present that the Board of Directors of the Company had appointed Mr. Manish Gupta, partner of VKMG & Associates LLP, Practicing Company Secretaries, as the Scrutinizer for the AGM.

It was informed that the Company had made the best possible efforts for providing the facility of joining the AGM by VC and voting electronically. However, in case of any issues during the AGM, Members were provided details for contacting KFin Technologies Limited for technical support / assistance.

The requisite statutory registers and certificate and other documents relevant to businesses specified in the AGM Notice were made available electronically for inspection during the AGM on the website of KFin Technologies Limited.

Thereafter, she requested the Chairman to continue with the proceedings of the meeting.

The Chairman informed that the annual report and the notice convening the 10<sup>th</sup> AGM were already emailed to all the members and were accordingly taken as read. The independent auditors' report on the Company's standalone and consolidated financial statements is unmodified. He further informed that the Statutory Auditor's Report and Secretarial Auditors' Report have already been sent to the members and did not contain any qualifications or observations or disclaimer or comments or other remarks which has any adverse effect on the functioning of the Company hence the same were taken as read.

At the request of the Chairman, Mr. Sandipan Chattopadhyay, Managing Director and CEO briefed the Members about the business of the Company.

The Managing Director further requested to the Chairman to continue the proceedings of the AGM.

Thereafter, the Chairman briefed all those present about the resolutions stated in the AGM Notice, as follows:

1. Adoption of the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2025, together with the reports of the Board of Directors and Auditors thereon. (Ordinary Resolution)
2. Appointment of a Director in place of Mr. Srinivas Koora (DIN: 07227584), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment. (Ordinary Resolution)
3. Appointment of the Secretarial Auditors (Ordinary Resolution)

Since, the AGM was being held through VC and the resolutions mentioned in the AGM Notice were put to vote through remote e-voting and e-voting system ('Insta Poll') at the AGM, the practice of proposing and seconding of resolutions, which is not mandatory as per applicable law, was not required to be followed and there was no voting by show of hands. Accordingly, the Chairman announced that the members who had not voted through remote e-voting system could cast their votes through ('Insta Poll') e-voting facility provided to the members at AGM.

The Chairman then requested the Company Secretary to conduct the question-and-answer session.

The Company Secretary read out the arrangements made for the Speaker Members at the AGM, explaining a few technical points and requested to Moderator to announce the speakers' name one by one. Thereafter, the Moderator called out the names of registered speaker, however speaker not responded to Moderator and accordingly, Moderator requested the Chairman to proceed further.

Before concluding the AGM, the Chairman informed the Members that the 'Insta Poll' e-voting facility will close 15 minutes after the closure of the AGM and requested the Members who had not already cast their votes, to do so through the 'Insta Poll' facility.

All the proceedings of the AGM were completed, and the AGM concluded at 4:32 P.M. with thanks to the Members.

There was no adjournment or postponement or change in venue of the AGM. The Company has complied with the all the applicable provisions, mechanism and procedures as provided in MCA Circulars and SEBI Circulars, along with other applicable provisions of the Companies Act, 2013 and rules framed therein and the applicable provisions of secretarial standards in respect of calling, convening and conducting of the AGM.

All the resolutions set out in the Notice have been passed with requisite majority.

**Notes:**

- i. The Company will separately intimate the voting results (remote e-voting and voting at the meeting through electronic voting system) to the stock exchanges and will also upload on the website of the Company and KFin Technologies Limited, the authorized agency which provided e-voting facility.
- ii. This document does not constitute to be the minutes of the proceedings and report of the Meeting.

For **Xelpmoc Design and Tech Limited**

**Vaishali Shetty**  
**Company Secretary & Compliance Officer**

**Place: Mumbai**  
**Date: September 30, 2025**