

SAVEN TECHNOLOGIES LIMITED



21st March, 2025

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort
Mumbai-400001

Dear Sir/Madam,

Sub: Regulation 30- Proceedings/Outcome of Postal Ballot

With reference to the subject cited above and pursuant to the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as SEBI (LODR) Regulations, 2015), please find enclosed the Proceedings of Postal Ballot as required under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Request you to take the same on records.

Yours faithfully,
For Saven Technologies Limited

Jayanthi P
Company Secretary



Encl: As above

Proceedings/Outcome of Postal Ballot

Pursuant to Section 110 read with Section 108 of the Companies Act, 2013 (“Act”) and other applicable provisions, if any, of the Act (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 (“Rules”), as amended from time to time, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), General Circular Nos.14/2020 dated 08th April 2020, 17/2020 dated 13th April 2020, 22/2020 dated 15th June 2020, 33/2020 dated 28th September 2020, 39/2020 dated 31st December 2020, 10/2021 dated 23rd June 2021, 20/2021 dated 8th December 2021, 3/2022 dated 5th May 2022, 11/2022 dated 28th December, 2022, 09/2023 dated 25th September,2023 and 09/2024 dated 19th September, 2024 (collectively referred as ‘MCA Circulars’) Securities and Exchange Board of India, SEBI Circular SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024, Secretarial Standard on General Meetings (“SS-2”) issued by the Institute of Company Secretaries of India and any other applicable law, rules and regulations (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the special business as set out hereunder was transacted by way of Postal Ballot and by passing Special Resolutions.

In compliance with the aforesaid MCA Circulars, SEBI Circular, the Company had sent postal ballot notice in electronic form only to those members whose email addresses were registered with the RTA/Company/ Depositories as on Cut-off date, the 14th February, 2025, who were also eligible for voting. Accordingly, physical copy of the notice along with Postal Ballot Form and pre-paid business reply envelope were not being sent to the members for this Postal Ballot. The communication of the assent or dissent of the members took place through the remote e-Voting system.

In compliance with Regulation 44 of the Listing Regulations and pursuant to the provisions of Sections 108 and 110 of the Act read with the Rules, the MCA Circulars and SS-2, the Company provided remote e-Voting facility to its members, to enable them to cast their votes electronically instead of submitting the Postal Ballot Form physically. The Company engaged the services of Central Depository Services (India) Limited (‘CDSL’) for the purpose of providing remote e-Voting facility to its members.

The remote e-voting window commenced from 09:00 A.M (IST) on Wednesday, 19th February, 2025, and ended at 05:00 P.M (IST) on Thursday, 20th March, 2025. The remote e-Voting facility was disabled by CDSL thereafter.



The Board of Directors at their meeting held on 10th February, 2025 appointed M/s. Kuldeep Bengani & Associates LLP, Practicing Company Secretary, Hyderabad, as the Scrutinizer (the “Scrutinizer”) for conducting the Postal Ballot process in a fair and transparent manner. After completion of scrutiny of the votes, Scrutinizer submitted the Report. The results of the voting conducted through Postal Ballot (through the remote e-Voting process) along with the Scrutinizer’s Report, was announced on Friday 21st March, 2025. The same will be available on the website of the Company www.saven.in, the website of CDSL www.evotingindia.com and BSE Limited (‘BSE’), where the Company’s Equity Shares are listed at www.bseindia.com.

The following three special resolutions, were approved by the shareholders and is taken as having been passed effectively on the last date specified for remote e-voting i.e., Thursday, 20th March, 2025.

SPECIAL BUSINESS

Item No.1: Appointment of Mrs. Devesh Anjali Desai (DIN: 08417662) as a Director and as an Independent Director of the Company (Special Resolution)

“**RESOLVED THAT** Mrs. Devesh Anjali Desai (DIN: 08417662), who was appointed by the Board of Directors, as per recommendation of the Nomination and Remuneration Committee as an Additional Director (Non-Executive, Independent Director) of the Company with effect from 10th February, 2025 and who holds office up to the date of Annual General Meeting, in terms of Section 161(1) of the Companies Act, 2013 (“Act”) and in respect of whom the Company has received a notice in writing from a Member under Section 160(1) of the Act, proposing her candidature for the office of Director of the Company, be and is hereby appointed as a Director of the Company.

“**RESOLVED FURTHER THAT** pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV of the Companies Act, 2013, as amended, and the rules and regulations made thereunder (including any statutory modification(s) or reenactment(s) thereof, for the time being in force) (collectively referred to as the “Companies Act”), Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended and other applicable law and pursuant to the provisions of the Articles of Association of the Company, Mrs. Devesh Anjali Desai (DIN: 08417662), has provided consent to act as Non-Executive, Independent Director of the Company, and submitted a declaration that she meets the criteria for appointment as an Independent Director under Section 149(6) of the Companies Act and Regulation 16 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the consent of members of the company be and hereby accorded to appoint Mrs. Devesh Anjali Desai (DIN: 08417662) as Non-Executive Independent Director of the Company for a period of first term of 5 consecutive years commencing from 10th February, 2025 to 09th February, 2030.”



“**RESOLVED FURTHER THAT** the Board of Directors of the Company, be and are hereby severally authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution.”

The details of the results of the Postal Ballot declared, is summarized as follows for Item No.1

	No of votes/shares received in favour of the Resolution (%)	No of votes/shares received against the resolution (%)	Invalid Votes (%)
E-Voting	46,30,958	1,110	0
Total	46,30,958	1,110	0
	No of Shareholders voted in favour of the resolution	No of Shareholders Voted against the resolution	Invalid Votes
	86	5	0

Item No.2: Revision of remuneration of Mr. Murty Gudipati (DIN: 01459606), Managing Director and CEO (Special Resolution)

"**RESOLVED THAT** in accordance with the provisions of Sections 196,197,203, and Schedule V (including any statutory modifications or re-enactment(s) thereof, for the time being in force) and other applicable provisions, if any, of the Companies Act, 2013, read with rules made thereunder, SEBI (listing Obligations and Disclosure Requirement) Regulations, 2015, as recommended by Nomination and Remuneration committee and approved by the Board of Directors, the consent of the members of the company, such other consents and permission as may be necessary, if any, and subject to such modifications variations as may be approved and acceptable to the appointee, the consent of the members be and is hereby accorded to amend the remuneration payable to Mr. Murty Gudipati (DIN:01459606), Managing Director and CEO of the company for a period from 01st April, 2024 to 31st March, 2027 in the following manner:

a. Remuneration:

Salary: Basic pay of Rs.4,00,000/- per month.

Special Allowance: Rs. 4,50,000/- per month.

Annual Incentive Pay: Performance Incentive, as may be decided by the Board, subject to a maximum of Rs.20 lakhs/- (Rupees Twenty Lakhs only) per annum payable at the end of financial year.

b. In addition to the above Remuneration, he shall be entitled to the following perquisites:

- i. Medical: He will be covered under Group Hospitalization for self, spouse, children and dependent parents and Accident Insurance Scheme for self as per the Company's rules.



- ii. Use of Vehicle(s): Company maintained vehicle(s) for use for the Company's business (the expenditures on such vehicle(s) shall not be considered as a perquisite).
 - iii. Communications facility at Residence: Telephone and Communication facilities at the residence, namely, fax, E-mail, internet for the purpose of official work, etc, the expenditure on which will not be considered as a perquisite.
 - iv. Provident Fund: Contribution to the Provident Fund in accordance with the rules of the Company subject to a ceiling of 12% of the Basic salary, as per prevailing rules or as may be notified by the Government from time to time.
 - v. Gratuity: Payable at the rate of half a month's salary for every completed year of service.
 - vi. Leave: Leave with full pay and allowance, in accordance with the rules of the Company.
- c. Termination: Six months' notice shall be required, on either side for termination of service.

"FURTHER RESOLVED THAT notwithstanding the above, in the absence of or inadequacy of profits in any financial year Mr. Murty Gudipati be paid the above remuneration as minimum remuneration in terms of Section II of Part II of Schedule V of the Companies Act, 2013 as may be applicable to the Company from time to time."

"FURTHER RESOLVED THAT Mr. Murty Gudipati shall not be subject to retirement by rotation during his tenure as the Managing Director and Chief Executive Officer of the Company. So long as Mr. Murty Gudipati functions as Managing Director and Chief Executive Officer, he shall not be paid any fees for attending the meetings of the Board or any Committee(s) thereof of the Company.

"RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

The details of the results of the Postal Ballot declared, is summarized as follows for Item No.2

	No of votes/shares received in favour of the Resolution (%)	No of votes/shares received against the resolution (%)	Invalid Votes (%)
E-Voting	46,30,723	1,345	0
Total	46,30,723	1,345	0
	No of Shareholders voted in favour of the resolution	No of Shareholders Voted against the resolution	Invalid Votes
	80	11	0



Item No.3: Approval of Remuneration to be paid to Mr. Rajagopal Ravi (DIN: 06755889), Non-Executive Director (Special Resolution)

"**RESOLVED THAT** in accordance with the provisions of Sections 197 read with Schedule V (including any statutory modifications or re-enactment(s) thereof, for the time being in force) and other applicable provisions, if any, of the Companies Act, 2013, read with rules made thereunder, Regulation 17(6) and other applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modifications or re-enactment(s) thereof, for the time being in force), as recommended by Nomination and Remuneration committee and approved by the Board of Directors, the consent of members is be and hereby accorded for payment of remuneration of Rs.6 lakhs per annum to Mr. Rajagopal Ravi (DIN: 06755889), Non-Executive Director with effect from 01st April, 2025 for a period up to 31st March, 2026, in addition to sitting fee being paid."

"**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

The details of the results of the Postal Ballot declared, is summarized as follows for Item No.3

	No of votes/shares received in favour of the Resolution (%)	No of votes/shares received against the resolution (%)	Invalid Votes (%)
E-Voting	46,30,843	1,225	0
Total	46,30,843	1,225	0
	No of Shareholders voted in favour of the resolution	No of Shareholders Voted against the resolution	Invalid Votes
	80	11	0

For Saven Technologies Limited

Jayanthi P
Company Secretary

