

**Date: 31st May 2025,**  
**To,**  
**The General Manager,**  
**Corporate Relationship Department,**  
**BSE Limited, Phiroz Jeejeebhoy**  
**Tower, Dalal Street, Mumbai — 400001,**  
**Maharashtra, India**

**Reference : ISIN - INE706F01021; Scrip Code-511447; Symbol- SYLPH**

**Subject : Dear Sir/Madam,**

With reference to the captioned subject, we hereby inform you that the approval of the Members of the Company by way of Ordinary/Special resolution was sought by Postal Ballot Process through remote e-voting mode vide notice dated May 29th, 2025. In this regard, please find enclosed the Voting Results and Scrutinizer's Report.

We hereby inform, that the following resolutions have been passed by the Shareholders with requisite majority as mandated under the Companies Act, 2013 and other applicable laws:

Sr. No.	Resolution	Type of resolution
1	To consider and approve the Appointment of mr. Jainish vijaybhai bhavsar (din:10944118) as nonexecutive Independent director of the company.	Sepecial Resolution
2	Appointment of M/s. FHMSV & CO., Chartered Accountants, as Statutory Auditors of the Company to fill up casual vacancy, caused due toresignation of MSCS & Co. Chartered Accountants.	Ordinary Resolution

**FOR SYLPH TECHNOLOGIES LIMITED**

BHAVSAR JAINISH  
VIJAYBHAI

Digitally signed by BHAVSAR  
JAINISH VIJAYBHAI  
Date: 2025.05.31 15:35:11  
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**MR. JAINISH VIJAYBHAI BHAVSAR**  
**DIN: 10944118**

**Sylph Technologies Limited**

CIN L36100MP1992PLC007102

Reg. Office- 228 Part 1 Zodiac Mall Bicholi Mardan-452016 Indore, Madhya Pradesh

E-mail: [sylph.t@yahoo.com](mailto:sylph.t@yahoo.com) Url: [www.sylphtechnologies.com](http://www.sylphtechnologies.com), Contact No. 9977700223

# VISHAKHA AGRAWAL & ASSOCIATES

Practising Company Secretaries

301-G, Goyal Vihar Gate No. 2

Khajrana Road, Indore (M.P.)

E-mail: csvishakhagrawal@gmail.com

Contact No. 9424501155, 8518888114

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## CONSOLIDATED SCRUTINIZER'S REPORT

### (In Lieu of E-Voting at the Postal Ballot)

(Pursuant to Section 108 and Section 110 of the Companies Act, 2013 read with Rule 20 and 21(2) of the Companies (Management and Administration) Rules, 2014

To,  
The Chairman  
**Sylph Technologies Limited**  
CIN: L36100MP1992PLC007102  
B-102, Parth Vasundhra, 325, Sarvsampana Nagar,  
Kanadia Road, Indore (M.P.) - 452016

**Sub: Consolidated Scrutinizer's Report on Postal Ballot process (which includes remote e-voting) conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014.**

1. I, **Vishakha Agrawal**, Proprietor of **M/s Vishakha Agrawal & Associates**, Practicing Company Secretaries, Indore (Membership No. 39298 / C.P. No. 15088) have been appointed as the Scrutinizer by the Board of **SYLPH TECHNOLOGIES LIMITED** in their meeting for scrutinizing the Postal Ballot process (which includes remote e-voting) for passing the following Ordinary / Special resolutions:
  - a. To consider and approve the appointment of Mr. Jainish Vijaybhai Bhavsar (DIN:10944118) as Non-Executive Independent director of the Company.
  - b. Appointment of M/s. FHMSV & CO., Chartered Accountants, as Statutory Auditors of the Company to fill up casual vacancy, caused due to resignation of MSCS & Co. Chartered Accountants.
2. The Board had authorized Mr. Jainish Vijaybhai Bhavsar, Director responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules for the entire postal ballot process and was severally authorized to do all things and to take all incidental and necessary steps for smooth conduct of the entire postal ballot process;
3. The Company has extended the facility of remote e-voting to the Members, by authorizing Central Depository Services Limited (CDSL) as the Authorized Agency to provide remote e-voting facility;

4. Our responsibility as a Scrutinizer for the e-voting is restricted to provide a Scrutinizer's Report of the votes cast "in favour" or "against" the Resolutions stated in Postal Ballot notice dated April 26, 2025 based on the reports generated from the e-voting system provided by (CDSL), the Authorized agency engaged to provide e-voting facilities, engaged by the company;
5. The votes cast by the Members through the remote e-voting facility were scrutinized by verifying it using the scrutinizer's login on the CDSL's e-voting website after the close of the remote e-voting period i.e. 17:00 hours (IST) on Thursday, May 29, 2025.
6. Scrutiny of remote e-voting commenced and ends on the same day i.e. Thursday, May 29, 2025.
7. Particulars of all the remote e-voting received from the members have been entered in the register;
8. All votes casted through remote e-voting facility from 9:00 hours IST on Wednesday, April 30, 2025 up to 17:00 hours IST on Thursday, May 29, 2025, the last date and time fixed by the Company for e-voting were considered for our scrutiny;
9. ~~Envelopes containing postal ballot forms received thereafter were not considered. I have not found any defaced or mutilated ballot paper.~~ (no physical postal ballot forms were dispatched to the Members in view of threat posed by COVID 19 pandemic situation)
10. With reference to the above, we submit our report as under:

On April 29, 2025, the Company has completed the procedure of sending notices (through email) to the Members of the Company whose names were appearing on the Register of Members or list of beneficiaries as on the cut-off date i.e. Friday, April 25, 2025, with Postal Ballot notice dated April 26, 2025 containing the text of the Resolutions along with the Explanatory Statements. The Notice was sent electronically to these **32,774** Members through email, whose email address has been registered with the Company.

Out of total **32,774** members, **49 members** having **140563 equity shares** cast their votes by remote e-voting and NIL members by Postal Ballot Forms.

The result of Postal Ballot through remote e-voting is as under in respect of resolution:

**Resolution No. 1 (Special Resolution): TO CONSIDER AND APPROVE THE APPOINTMENT OF MR. JAINISH VIJAYBHAIR BHAVSAR (DIN:10944118) AS NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY.**

**"RESOLVED THAT** pursuant to the provisions of Sections 149 and 152, Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (the 'Act') and the Rules made thereunder and the applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the 'SEBI Listing Regulations') (including any statutory modification(s) or re-enactment thereof for the time being in force), Jainish Vijaybhai Bhavsar (DIN: 10944118), who was appointed by the Board of Directors, based on the recommendation of the Nomination and Remuneration Committee as an Additional, Non-executive Director under section 161(1) of the Act, designated as an Independent Director, who has submitted a

declaration that he meets the criteria of independence under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act proposing his candidature for the office of a director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, for a term of five consecutive years, i.e., with effect from 10 March 2025 up to 9th March 2030.

**RESOLVED FURTHER THAT** pursuant to the provisions of Sections 149, 197 and other applicable provisions of the Act read with the Rules made thereunder and Regulation 17(6) of the SEBI Listing Regulations, Jainish Vijaybhai Bhavsar, be paid such fees and remuneration as the Board may approve from time to time and subject to such limits prescribed from time to time.

**RESOLVED FURTHER THAT** the Board of Directors and the Company Secretary of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things and execute all such documents, instruments and writings as may be required to give effect to this resolution."

Category	Mode of Voting	No. of shares held  (1)	No. of votes polled  (2)	% of Votes Polled on outstanding shares  (3)=[(2)/(1)]*100	No. of Votes in favor  (4)	No. of Votes against  (5)	% of Votes in favour on votes polled  (6)=[(4)/(2)]*100	% of Votes against on votes polled  (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-VOTING	0	0	0.00	0	0	0.00	0.00
	POLL		0	0.00	0	0	0.00	0.00
	POSTAL BALLOT (if applicable)		0	0.00	0	0	0.00	0.00
	TOTAL	0	0	0.00	0	0	0.00	0.00
Public – Institutions	E-VOTING	0	0	0.00	0	0	0.00	0.00
	POLL		0	0.00	0	0	0.00	0.00
	POSTAL BALLOT (if applicable)		0	0.00	0	0	0.00	0.00
	TOTAL	0	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-VOTING	358666000	140563	0.0392	138999	1564	98.8873	1.1127
	POLL		0	0.00	0	0	0.00	0.00
	POSTAL BALLOT (if applicable)		0	0.00	0	0	0.00	0.00
	TOTAL	358666000	140563	0.0392	138999	1564	98.8873	1.1127
<b>TOTAL</b>		<b>358666000</b>	<b>140563</b>	<b>0.0392</b>	<b>138999</b>	<b>1564</b>	<b>98.8873</b>	<b>1.1127</b>
<b>Whether special resolution passed or not</b>							<b>Yes</b>	

In view of the above scrutiny, we hereby certify that the above Special Resolution has been passed with requisite majority on May 29, 2025. And that 45 members have casted their vote in favor of the resolution and 3 members have casted their vote against the resolution.

**Resolution No. 2 (Ordinary Resolution): Appointment of M/s. FHMSV & CO., Chartered Accountants, as Statutory Auditors of the Company to fill up casual vacancy, caused due to resignation of MSCS & Co. Chartered Accountants.**

**"RESOLVED THAT** pursuant to the provisions of Sections 139,142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors] Rules, 2014 as amended from time to time or any other law for the time being in force (including any statutory modification or amendment thereto or re-enactment thereof for the time being in force) and upon recommendation of the Audit Committee, M/s. FHMSV & CO, Chartered Accountants, be and is hereby appointed as Statutory Auditors of the Company w.e.f February 22, 2025, until the conclusion of the next Annual General Meeting of the Company to fill up the causal vacancy caused by the resignation of M/s MSCS & Co., Chartered Accountants on such remuneration as may be decided by Board of Directors in consultation with Auditors in addition to taxes and re - imbursement for out of pocket expenses incurred by the Auditors on audit.

**RESOLVED FURTHER THAT** any of the Director or Company Secretary of the Company be and is hereby severally authorized to do all such acts, deeds and things as may be necessary to give effect to the foregoing resolution."

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes in favor	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 & Promoter Group	E-VOTING	0	0	0.00	0	0	0.00	0.00
	POLL		0	0.00	0	0	0.00	0.00
	POSTAL BALLOT (if applicable)		0	0.00	0	0	0.00	0.00
	TOTAL	0	0	0.00	0	0	0.00	0.00
Public – Institutions	E-VOTING	0	0	0.00	0	0	0.00	0.00
	POLL		0	0.00	0	0	0.00	0.00
	POSTAL BALLOT (if applicable)		0	0.00	0	0	0.00	0.00
	TOTAL	0	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-VOTING	358666000	140563	0.0392	138999	1564	98.8873	1.1127
	POLL		0	0.00	0	0	0.00	0.00
	POSTAL BALLOT (if applicable)		0	0.00	0	0	0.00	0.00
	TOTAL	358666000	140563	0.0392	138999	1564	98.8873	1.1127
TOTAL		358666000	140563	0.0392	138999	1564	98.8873	1.1127
Whether Ordinary resolution passed or not							Yes	

In view of the above scrutiny, we hereby certify that the above Ordinary Resolution has been passed with requisite majority on May 29, 2025. And that 46 members have casted their vote in favor of the resolution and 3 members have casted their vote against the resolution.

11. We have today handed over all the relevant papers/records and document for safe custody to **Mr. Jainish Vijaybhai Bhavsar (DIN: 10944118)**, Additional Director of the Company who is authorized by the Board to supervise the Postal Ballot process.

You may accordingly declare the result of Postal Ballot.

Thanking you,

**FOR VISHAKHA AGRAWAL & ASSOCIATES**  
**Practicing Company Secretaries**

Vishakha  
Agrawal

Digitally signed by  
Vishakha Agrawal  
Date: 2025.05.29  
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**VISHAKHA AGRAWAL**  
M.No: 39298, C.P. No. 15088  
**UDIN: A039298G000497052**

**Place: INDORE**  
**Date: 29<sup>th</sup> May 2025**

**FOR SYLPH TECHNOLOGIES LIMITED**

BHAVSAR JAINISH  
VIJAYBHAI

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JAINISH VIJAYBHAI  
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**MR. JAINISH VIJAYBHAI BHAVSAR**  
**DIN: 10944118**