SUBEX

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info@subex.com
www.subex.com

September 20, 2022

The Secretary
**BSE Limited**
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai- 400 001
Fax: 022-2272 2037/2039/2041/3121
**BSE Scrip Code: 532348**

The Secretary
**National Stock Exchange of India Limited**
Exchange Plaza, 5th Floor, Plot no. C/l
G Block, Bandra-Kurla Complex
Bandra (E), Mumbai - 400 051
Fax: 022-2659 8237/38; 2659 8347/48
**NSE Symbol: SUBEXLTD**

Dear Sir/Madam,

**Sub: Subex Limited "The Company"- Regulation 44 of the SEBI (LODR), Regulations, 2015, Annual General Meeting "AGM" Voting Results**

In accordance with Regulation 44(3) of the SEBI (LODR) Regulations, 2015, please find enclosed the details of e-voting on resolutions passed by the shareholders at the 28th AGM of the Company held on September 19, 2022, through Video Conference/Other Audio-Visual Means. Shareholders were provided the facility for remote e-voting prior to the AGM and during the AGM.

The details of the e-voting on agenda items along with the Scrutinizers Report are enclosed hereto. Kindly note that all resolutions were passed with requisite majority.

We request you to take the same on record.

Thanking you.

**Yours truly,**
**For Subex Limited**

KRISHNAKANTH VENKATA GANGAVARAPU
Digitally signed by KRISHNAKANTH VENKATA GANGAVARAPU
Date: 2022.09.20 17:23:50 +05'30'

**G V Krishnakanth**
**Company Secretary & Compliance Officer**

**Encl: as above**

| | |
|---|---|
| | SUBEX LIMITED |
| **Date of the AGM/EGM** | 19-09-2022 |
| **Total number of shareholders on record date** | 411261 |
| **No. of shareholders present in the meeting either in person or through proxy:** | |
| **Promoters and Promoter Group:** | Not Applicable |
| **Public:** | Not Applicable |
| **No. of Shareholders attended the meeting through Video Conferencing** | |
| **Promoters and Promoter Group:** | 0 |
| **Public:** | 59 |

| | | | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|---|
| Resolution No. | 1 | | | | | | | | | |
| Resolution required: (Ordinary/ Special) | ORDINARY - Adoption of Financial Statements for the financial year ended March 31, 2022 | | | | | | | | | |
| Whether promoter/ promoter group are interested in the agenda/resolution? | No | | | | | | | | | |
| 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 favour (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 | Votes Invalid | Votes Abstained |
| Promoter and Promoter Group | E-Voting | 0 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Total | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| Public- Institutions | E-Voting | 48,00,802 | 32,96,755 | 68.6709 | 32,96,755 | 0 | 100.0000 | 0.0000 | 0 | 0 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Total | | 32,96,755 | 68.6709 | 32,96,755 | 0 | 100.0000 | 0.0000 | 0 | 0 |
| Public- Non Institutions | E-Voting | 55,72,02,133 | 3,04,10,547 | 5.4577 | 2,99,09,874 | 5,00,673 | 98.3536 | 1.6463 | 0 | 1,36,971 |
| | Poll | | 21,20,541 | 0.3806 | 21,20,479 | 62 | 99.9970 | 0.0029 | 499 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Total | | 3,25,31,088 | 5.8383 | 3,20,30,353 | 5,00,735 | 98.4607 | 1.5393 | 499 | 136971 |
| | Total | 56,20,02,935 | 3,58,27,843 | 6.3750 | 3,53,27,108 | 5,00,735 | 98.6024 | 1.3976 | 499 | 136971 |

SUBEX LIMITED * BANGALORE-560 103 *

| Resolution No. | 2 | | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|---|
| Resolution required: (Ordinary/ Special) | ORDINARY - Re-appointment of Mr. Anil Singhvi as a Director liable to retire by rotation | | | | | | | | | |
| Whether promoter/ promoter group are interested in the agenda/resolution? | No | | | | | | | | | |
| 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 favour (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 | Votes Invalid | Votes Abstained |
| Promoter and Promoter Group | E-Voting | 0 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Total | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| Public- Institutions | E-Voting | 48,00,802 | 32,96,755 | 68.6709 | 32,90,294 | 6,461 | 99.8040 | 0.1959 | 0 | 0 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Total | | 32,96,755 | 68.6709 | 32,90,294 | 6,461 | 99.8040 | 0.1960 | 0 | 0 |
| Public- Non Institutions | E-Voting | 55,72,02,133 | 3,05,44,835 | 5.4818 | 2,98,79,440 | 6,65,395 | 97.8215 | 2.1784 | 0 | 2,673 |
| | Poll | | 21,20,541 | 0.3806 | 21,06,769 | 13,772 | 99.3505 | 0.6494 | 499 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Total | | 3,26,65,376 | 5.8624 | 3,19,86,209 | 6,79,167 | 97.9208 | 2.0792 | 499 | 2673 |
| | Total | 56,20,02,935 | 3,59,62,131 | 6.3989 | 3,52,76,503 | 6,85,628 | 98.0935 | 1.9065 | 499 | 2673 |

| Resolution No. | 3 | | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|---|
| Resolution required: (Ordinary/ Special) | SPECIAL - Re-appointment of Ms. Poornima Prabhu as an Independent Director of the Company | | | | | | | | | |
| Whether promoter/ promoter group are interested in the agenda/resolution? | No | | | | | | | | | |
| 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 favour (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 | Votes Invalid | Votes Abstained |
| Promoter and Promoter Group | E-Voting | 0 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Total | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| Public- Institutions | E-Voting | 48,00,802 | 32,96,755 | 68.6709 | 32,96,755 | 0 | 100.0000 | 0.0000 | 0 | 0 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Total | | 32,96,755 | 68.6709 | 32,96,755 | 0 | 100.0000 | 0.0000 | 0 | 0 |
| Public- Non Institutions | E-Voting | 55,72,02,133 | 3,04,10,480 | 5.4577 | 2,80,65,093 | 23,45,387 | 92.2875 | 7.7124 | 0 | 1,37,028 |
| | Poll | | 21,20,541 | 0.3806 | 21,20,479 | 62 | 99.9970 | 0.0029 | 499 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Total | | 3,25,31,021 | 5.8383 | 3,01,85,572 | 23,45,449 | 92.7901 | 7.2099 | 499 | 137028 |
| | Total | 56,20,02,935 | 3,58,27,776 | 6.3750 | 3,34,82,327 | 23,45,449 | 93.4535 | 6.5465 | 499 | 137028 |

| Resolution No. | 4 | | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|---|
| Resolution required: (Ordinary/ Special) | ORDINARY - To approve requests received from Mr. Subash Menon, Mr. Sudeesh Yezhuvath and Kivar Holdings Private Limited, Persons belonging to Promoter Promoter Group for reclassification from "Promoter/Promoter Group category to "Public category. | | | | | | | | | |
| Whether promoter/ promoter group are interested in the agenda/resolution? | Yes | | | | | | | | | |
| 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 favour (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 | Votes Invalid | Votes Abstained |
| Promoter and Promoter Group | E-Voting | 0 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Total | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| Public- Institutions | E-Voting | 48,00,802 | 32,96,755 | 68.6709 | 32,96,755 | 0 | 100.0000 | 0.0000 | 0 | 0 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Total | | 32,96,755 | 68.6709 | 32,96,755 | 0 | 100.0000 | 0.0000 | 0 | 0 |
| Public- Non Institutions | E-Voting | 55,72,02,133 | 3,04,12,226 | 5.4580 | 2,88,97,326 | 15,14,900 | 95.0187 | 4.9812 | 0 | 1,35,199 |
| | Poll | | 21,20,541 | 0.3806 | 21,20,479 | 62 | 99.9970 | 0.0029 | 499 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Total | | 3,25,32,767 | 5.8386 | 3,10,17,805 | 15,14,962 | 95.3433 | 4.6567 | 499 | 135199 |
| | Total | 56,20,02,935 | 3,58,29,522 | 6.3753 | 3,43,14,560 | 15,14,962 | 95.7717 | 4.2283 | 499 | 135199 |

SUBEX LIMITED ★ BANGALORE-560 103 ★

Date: 19th September 2022

To,

The Chairman,

**SUBEX LIMITED**

CIN: L85110KA1994PLC016663

Pritech Park - SEZ, Block-09, 4th Floor,

B Wing, Sy No. 51-64/4, ORR,

Bellandur Vlg, Varthur Hobli Bengaluru 560103

Dear Sir,

**Sub: Consolidated Scrutinizer's Report on e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") for the 28th Annual General Meeting of Subex Limited held on Monday, September 19, 2022 at 11.00 A.M. (IST) through video conferencing ('VC') / other audio visual means ('OVAM')**

I, Pramod SM, Designated Partner of BMP and Co. LLP, Practicing Company Secretaries, had been appointed as the Scrutinizer by the Board of Directors of Subex Limited pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, for remote e-voting process as well as e-voting at the 28th Annual General Meeting ("AGM") in respect of below mentioned resolutions proposed at the 28th AGM of Subex Limited scheduled to be held on Monday, September 19, 2022 at 11.00 A.M. (IST) through VC / other OVAM.

As confirmed by the Company, the Annual Report along with the notice of the AGM, was sent to the members on August 26, 2022 through electronic mode to whose email addresses are registered with the Company/ Depositories as on August 19, 2022, in compliance with the General Circulars No. 14/2020, 17/2020, 20/2020, 2/2021, 19/2021, 21/2021 and 02/2022 dated 08.04.2020, 13.04.2020, 05.05.2020, 13.01.2021, 8.12.2021 ,14.12.2021 and May 05, 2022 respectively issued by Ministry of Corporate Affairs ("collectively MCA Circulars") read with Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79, SEBI/ HO/ CFD/ CMD2/ CIR/P/2021/11 and SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 12.05.2020, 15.01.2021 and 13.05.2022 respectively issued by the Securities & Exchange Board of India ("SEBI Circulars").

Pramod S M FCS No: 7834 CP No: 13784 Company Secretary



BMP & Co. LLP
Regd Office : # 4272, Sapthagiri, 2nd Floor, Vivekananda Park Road, Near Seetha Circle, Girinagar, Bangalore - 560 085.
: 080 26728442, : biswajit@bmpandco.com, Website : www.bmpandco.com, LLPIN : AAI-4194

The Company had availed the e-voting facility offered by Kfin Technologies Limited ("Kfintech"), for conducting remote e-voting and voting at the AGM by the members of the Company.

The Members of the Company holding shares as on the "cut-off" date i.e; Monday, September 12, 2022, were entitled to vote on the resolutions contained in the Notice of the AGM.

The remote e-voting commenced on Thursday, September 15, 2022 (9.00 a.m. IST) and ended on Sunday, September 18, 2022 (5.00 p.m. IST).

The Company had also provided e-voting facility to the members present at the AGM through VC/OAVM and who had not cast their vote earlier.

After the completion of the proceedings of the AGM and e-voting at the AGM, the votes were unblocked on September 19, 2022, around 12.28 p.m. in the presence of two witnesses, viz., Mr. Naga Shanmukha N.A. #48/2-1, 26th Cross,K.R. Road, Karesandra, BSK-II Stage, Bangalore-560070 and Ms. Anju B currently residing at No. 1, 11th Cross, R.T. Street, Bangalore -560053, who are not in employment of the Company.

I have scrutinized and reviewed the remote e-voting and e-voting during the AGM and votes cast therein based on the data downloaded from KFintech's e-voting system.

**Management's Responsibility**

The Management of the Company is responsible to ensure compliance with requirements of the Act and rules relating to remote e-voting and e-voting during the AGM on the resolutions contained in the notice of the AGM.

**Scrutinizer's Responsibility**

My responsibility as scrutinizer for the remote e-voting and e-voting during the AGM is restricted to making scrutinizers report of the votes cast in favour or against the resolutions.

I now submit my consolidated Report as under on the result of the remote e-voting and e-voting during AGM in respect of the said resolutions.

Pramod S M
FCS No: 7834
CP No: 13784
Company Secretary



**BMP & Co. LLP**
Regd Office : # 4272, Sapthagiri, 2nd Floor, Vivekananda Park Road, Near Seetha Circle, Girinagar, Bangalore - 560 085.
: 080 26728442, : biswajit@bmpandco.com, Website : www.bmpandco.com, LLPIN : AAI-4194

| Sl. No. | Resolution | Remote E-Voting | | E-voting during AGM | | Total | | Percentage (%) | | Result |
|---|---|---|---|---|---|---|---|---|---|---|
| | | For | Against | For | Against | For | Against | For | Against | |
| 1 | Adoption of financial statements **(ORDINARY RESOLUTION)** | 33206629 | 500673 | 2120479 | 62 | 35327108 | 500735 | 98.6024 | 1.3976 | Passed |
| 2. | Re-Appointment of Mr. Anil Singhvi as a Director liable to retire by rotation **(ORDINARY RESOLUTION)** | 33169734 | 671856 | 2106769 | 13772 | 35276503 | 685628 | 98.0935 | 1.9065 | Passed |
| 3. | Re-appointment of Ms. Poornima Prabhu as an Independent Director of the Company **(SPECIAL RESOLUTION)** | 31361848 | 2345387 | 2120479 | 62 | 33482327 | 2345449 | 93.4535 | 6.5465 | Passed |
| 4. | To approve requests received from Mr. Subash Menon, Mr. Sudeesh Yezhuvath and Kivar Holdings Private Limited, Persons belonging to Promoter & Promoter Group for reclassification | 32194081 | 1514900 | 2120479 | 62 | 34314560 | 1514962 | 95.7717 | 4.2283 | Passed |



Pramod S M FCS No: 7834 CP No: 13784 Company Secretary

| | | | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|---|
| | from "Promoter/Promoter Group" category to "Public" category **(ORDINARY RESOLUTION)** | | | | | | | | | |

The Register, all other papers and relevant records relating to remote e-voting shall remain in our safe custody until the chairman considers, approves, and signs the minutes and thereafter the same would be handed over to the Company Secretary of the Company for the safe keeping.

For BMP & Co. LLP,

Company Secretaries

Pramod S M
FCS No: 7834
CP No: 13784
Company Secretary

Pramod S M
Designated Partner

FCS No: 7834
CP No: 13784

Place: Bangalore
Date: 19th September 2022
UDIN: **F007834D000995150**

Based on the above information, you may kindly announce the results.

We the undersigned, witness that the votes were unblocked from the e-voting website of Kfintech (https://evoting.karvy.com) in our presence.

**Naga Shanmukha N.A.**
#48/2-1, 26th Cross,K.R. Road,
Karesandra, BSK-II Stage, Bangalore-560070

**Anju B**
No. 1, 11th Cross, R.T. Street,
Bangalore -560053