

Date: July 31, 2024

To

Listing Compliance Department**M/s. BSE Limited**

Phiroze Jeejeebhoy Towers

Dalal Street

Mumbai- 400001

Scrip code: 539122

Dear Sir/Madam

Sub: Submission of voting results of the Extra-ordinary General Meeting (EGM) including e-voting, as per Regulation 44(3) of SEBI (LODR) Regulations, 2015

We are pleased to inform that the Extra-ordinary General Meeting of the Company was held on July 31, 2024 and all the following resolutions have been passed with the requisite majority through e-voting including ballot voting at the said AGM.

SI No	Description	Resolution Type
Special Business		
1	Appointment of Mr. Ajay Kumar Giri (DIN: 10254489) as an Independent Director of the Company.	Special
2	Appointment of Mr. Nikshit Hemendra Shah (DIN: 07910462) as an Independent Director of the Company.	Special
3	Appointment of Mrs. Bandugula Sucharitha (DIN: 09410952) as a Non-executive Non-independent Woman Director of the Company.	Special
4	Appointment of Mr. Prashanth Mitta (DIN: 02459109) as a Whole-time Director of the Company.	Special

Pursuant to Regulation 44(3) of SEBI (LODR) Regulations, 2015, we furnish below the details / results of the voting at the EGM held on July 31, 2024 in the prescribed format along with combined scrutinizer report (both remote e-voting and ballot).

SI No	Description					
1	Date of 01/2024-25 EGM				July 31, 2024	
2	Total Number of Shareholders on Record date				4743	
4	Number of Shareholders present in the meeting either in person or through proxy				39	
5	Shareholders	Present in Person	Present through proxy	Total	Shares	% to Capital
	Promoter and Promoter Group	1	1	2	16000000	93.17
	Public	37	0	37	47	0
	Total	38	1	39	16000047	93.17
6	Number of shareholders attended the meeting through Video conferencing				Since the meeting was held physically, no facility was made available.	

Category wise Report for each Resolution in the prescribed format is enclosed at **Annexure-I** which was consolidated for the e-voting including voting at AGM along with combined scrutinizer report (both remote e-voting and ballot).

Note: The erstwhile total equity shares of the Company consisting of 19958236 were reduced to 1173114 equity shares as per the Resolution Plan approved by the Hon'ble NCLT vide its Order dated December 12, 2023 and thereafter vide Board Meeting of the Company dated June 15, 2024. Further the Board Meeting of the Company dated June 15, 2024 had allotted 16000000 equity shares to the Resolution Applicants as per the said Resolution Plan. Subsequently, BSE had given in-principle listing approval on June 26, 2024 for the said reduction in capital to 1173114 equity shares as well as for the new allotment of 16000000 equity shares to the resolution applicants i.e., new promoters. However, the Corporate Action Forms for effecting the said reduction in capital and new allotment were pending with the Depositories (NSDL and CDSL) as on date of this report. The Voting was done on the basis of erstwhile equity shares consisting of 19958236 of the Company which was accordingly reduced as per the reduction in capital and the new allotment made by the Board of Directors of the Company on June 15, 2024 and in-principle listing approval for the same was obtained from the BSE on June 26, 2024 for new equity shares of the Company consisting of 17173114 equity shares.

We request you to take the same on record.

Yours truly
 for **Bodhtree Consulting Limited**

Prashanth Mitta
 Whole-time Director & CEO
 DIN: 02459109

Encl: A/a.

ANNEXURE – I

BODHTREE CONSULTING LIMITED	
Date of the EGM	31-07-2024
Total number of shareholders on record date	4743
Number of shareholders present in the meeting either in person or through proxy: Promoters and Promter Group: Public:	2 37
Number of shareholders attended the meeting through video conferencing: Promoters and Promter Group: Public:	Not Applicable Not Applicable

Resolution No.	1							
Resolution required: (Ordinary / Special)	Appointment of Mr. Ajay Kumar Giri (DIN: 10254489) as an Independent Director of the Company. (Special)							
Whetehr 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
Promoter and Promoter Group	E-voting	16000000	0	0	0	0	0	0
	Poll		16000000	100	16000000	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	16000000	16000000	100	16000000	0	100	0
Public - Institutions	E-voting	10000	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	10000	0	0	0	0	0	0
Public – Non Institutions	E-voting	1163114	8046	0.69	8043	3	99.96	0.04
	Poll		47	0.004	47	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1163114	8093	0.69	8090	3	99.96	0.04
Total		17173114	16008093	93.21	16008090	3	100	0.00

Resolution No.	2							
Resolution required: (Ordinary / Special)	Appointment of Mr. Nikshit Hemendra Shah (DIN: 07910462) as an Independent Director of the Company. (Special)							
Whetehr 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
Promoter and Promoter Group	E-voting	16000000	0	0	0	0	0	0
	Poll		16000000	100	16000000	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	16000000	16000000	100	16000000	0	100	0
Public - Institutions	E-voting	10000	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	10000	0	0	0	0	0	0
Public – Non Institutions	E-voting	1163114	8046	0.69	8043	3	99.96	0.04
	Poll		47	0.004	47	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1163114	8093	0.69	8090	3	99.96	0.04
Total		17173114	16008093	93.21	16008090	3	100	0.00

Resolution No.	3							
Resolution required: (Ordinary / Special)	Appointment of Mrs. Bandugula Sucharitha (DIN: 09410952) as a Non-executive Non-independent Woman Director of the Company. (Special)							
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
Promoter and Promoter Group	E-voting	16000000	0	0	0	0	0	0
	Poll		16000000	100	16000000	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	16000000	16000000	100	16000000	0	100	0
Public - Institutions	E-voting	10000	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	10000	0	0	0	0	0	0
Public – Non Institutions	E-voting	1163114	8046	0.69	8043	3	99.96	0.04
	Poll		47	0.004	47	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1163114	8093	0.69	8090	3	99.96	0.04
Total		17173114	16008093	93.21	16008090	3	100	0.00

Resolution No.	4							
Resolution required: (Ordinary / Special)	Appointment of Mr. Prashanth Mitta (DIN: 02459109) as a Whole-time Director of the Company. (Special)							
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
Promoter and Promoter Group	E-voting	16000000	0	0	0	0	0	0
	Poll		16000000	100	16000000	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	16000000	16000000	100	16000000	0	100	0
Public - Institutions	E-voting	10000	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	10000	0	0	0	0	0	0
Public – Non Institutions	E-voting	1163114	8046	0.69	8043	3	99.96	0.04
	Poll		47	0.004	47	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1163114	8093	0.69	8090	3	99.96	0.04
Total		17173114	16008093	93.21	16008090	3	100	0.00

All the abovementioned four resolutions were passed with requisite majority by way of special resolutions.



FORM NO. MGT.13
REPORT BY THE SCRUTINIZER

On remote e-voting & ballot voting on the day of EGM

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(3) of the Companies
(Management and Administration) Amendment Rules, 2014]

To,
Mr. Prashanth Mitta
Chairman of 1st Extraordinary General Meeting of FY 2024-25
M/s. BODHTREE CONSULTING LIMITED
Level 2, Wing A, Melange Towers,
Madhapur, Hitech City, Hyderabad – 500081.

Sub- Scrutinizer's Report on the 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 by Companies (Management and Administration) Amendment Rules, 2015 for Extraordinary General Meeting (EGM) of (FY 2024-25) the members of M/s. **Bodhtree Consulting Limited** (CIN: L74140TG1982PLC040516) held on Wednesday, July 31, 2024 at 10:30 a.m. (IST) at Club House, Emami Swanlake Apartments, 5-7-72/A, Sangeet Nagar, Kukatpally, Hyderabad, Telangana 500072 (Near Metro Pillar No. 839).

Dear Sir,

I, Y. Ravi Prasada Reddy, (CP No.: 5360), Proprietor of RPR & Associates, Company Secretaries, Hyderabad (M. No: F5738), have been appointed by the Board of Directors of M/s. **BODHREE CONSULTING LIMITED** ("the Company") as Scrutinizer for the purpose of scrutinizing the voting process and report thereof, as per the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 on the below mentioned resolutions proposed at the Extraordinary General Meeting (EGM) of the members of the Company, held on Wednesday, July 31, 2024 at 10:30 a.m. (IST) at Club House, Emami Swanlake Apartments, 5-7-72/A, Sangeet Nagar, Kukatpally, Hyderabad, Telangana 500072. I was also appointed as Scrutinizer to scrutinize the process of ballot voting during the said EGM.

The notice of EGM dated 15th June, 2024 was sent/circulated only by electronic mode (e-mail) to those members whose email addresses were registered with the company/ Depositories/ Depository Participants pursuant to MCA Circulars dated May 5, 2020, January 13, 2021, December 14, 2021, May 05, 2022, December 28, 2022 and September 25, 2023 read with circulars dated April 8, 2020 and April 13, 2020 (collectively referred to as "MCA Circulars") and SEBI Circulars dated May 12, 2020; January 15, 2021; May13, 2022 and January 05, 2023 (collectively referred as "SEBI circulars").

As Scrutinizer, I have scrutinized:

- (i) the 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) the process of ballot voting at the EGM.

The Company had availed the e-voting facility offered by Central Depository Services (India) Limited (CDSL) for conducting remote e-voting by the Shareholders of the Company.

The voting period for remote e-voting commenced on Sunday, July 28, 2024 at (9:00 a.m. IST) and ended on Tuesday, July 30, 2024, at (5:00 p.m. IST) and the e-voting platform was blocked thereafter.

The Company had also provided the facility of ballot voting to the shareholders present at the EGM and who had not cast their vote through remote e - voting.

The shareholders of the Company holding shares as on the "cut-off" date i.e. Friday, July 26, 2024 were entitled to vote on the resolutions as contained in the Notice of the EGM.

The management of Company is responsible to ensure the compliance with:

- (i) the requirements of the Companies Act, 2013 and Rules made thereunder, (ii) the MCA Circulars; (iii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("LODR"), relating the voting prior and during the EGM on the resolutions contained in the notice of EGM.

My responsibility as Scrutinizer is restricted to make a scrutinizers report of votes cast "in favor" or "against" or "invalid" for the resolutions mentioned in the Notice of EGM, based on the reports generated from the e-voting system provided by CDSL, the authorized agency, engaged by the Company to provide e-voting.

After completion of the proceedings of EGM, the votes were unblocked at 11.36 a.m. on 31st July, 2024. The details of e-voting were downloaded from CDSL system. Thereafter, I have reviewed and scrutinized the total voting and the votes were counted.

Number of members participated by way of remote e-voting: 69

Number of members participated in ballot voting during EGM: 10

Total number of members participated in the voting: 79

The detailed Voting Results are as follows:

Item No. 1: Special Resolution

Appointment of Mr. Ajay Kumar Giri (DIN: 10254489) as an Independent Director of the Company.

Type of Poll	Total Number of votes polled	Votes in favour of the Resolution		Votes against the Resolution		Invalid Votes	
		Nos.	%	Nos.	%	Nos.	%
Remote e-Voting	8046	8043	99.96	3	0.04	0	0
Physical Ballot	16000047	16000047	100.00	0	0.00	0	0
Total	16008093	16008090	100.00	3	0.00	0	0

The above Special Resolution as contained in the notice of EGM dated June 15, 2024 has been passed with requisite majority.

Item No. 2: Special Resolution

Appointment of Mr. Nikshit Hemendra Shah (DIN: 07910462) as an Independent Director of the Company.

Type of Poll	Total Number of votes polled	Votes in favour of the Resolution		Votes against the Resolution		Invalid Votes	
		Nos.	%	Nos.	%	Nos.	%
Remote e-Voting	8046	8043	99.96	3	0.04	0	0
Physical Ballot	16000047	16000047	100.00	0	0.00	0	0
Total	16008093	16008090	100.00	3	0.00	0	0

The above Special Resolution as contained in the notice of EGM dated June 15, 2024 has been passed with requisite majority.

Item No. 3: Special Resolution

Appointment of Mrs. Bandugula Sucharitha (DIN: 09410952) as a Non-executive Non-independent Woman Director of the Company.

Type of Poll	Total Number of votes polled	Votes in favour of the Resolution		Votes against the Resolution		Invalid Votes	
		Nos.	%	Nos.	%	Nos.	%
Remote e-Voting	8046	8043	99.96	3	0.04	0	0
Physical Ballot	16000047	16000047	100.00	0	0.00	0	0
Total	16008093	16008090	100.00	3	0.00	0	0

The above Special Resolution as contained in the notice of EGM dated June 15, 2024 has been passed with requisite majority.

Item No. 4: Special Resolution

Appointment of Mr. Prashanth Mitta (DIN: 02459109) as a Whole-time Director of the Company.

Type of Poll	Total Number of votes polled	Votes in favour of the Resolution		Votes against the Resolution		Invalid Votes	
		Nos.	%	Nos.	%	Nos.	%
Remote e-Voting	8046	8043	99.96	3	0.04	0	0
Physical Ballot	16000047	16000047	100.00	0	0.00	0	0
Total	16008093	16008090	100.00	3	0.00	0	0

The above Special Resolution as contained in the notice of EGM dated June 15, 2024 has been passed with requisite majority.

The Registers and other records relating to electronic voting and ballot voting shall remain in our safe custody until the Chairperson considers, approves and signs the minutes of the aforesaid Extraordinary General Meeting and thereafter the same will be handed over to the Chairperson or the Company Secretary for safe keeping.

Note: The erstwhile total equity shares of the Company consisting of 19958236 were reduced to 1173114 equity shares as per the Resolution Plan approved by the Hon'ble NCLT vide its Order dated December 12, 2023 and thereafter vide Board Meeting of the Company dated June 15, 2024. Further the Board Meeting of the Company dated June 15, 2024 had allotted 16000000 equity shares to the Resolution Applicants as per the said Resolution Plan. Subsequently, BSE had given in-principle listing approval on June 26, 2024 for the said reduction in capital to 1173114 equity shares as well as for the new allotment of 16000000 equity shares to the resolution applicants i.e., new promoters. However, the Corporate Action Forms for effecting the said reduction in capital and new allotment were pending with the Depositories (NSDL and CDSL) as on date of this report. The Voting was done on the basis of erstwhile equity shares consisting of 19958236 of the Company which was accordingly reduced as per the reduction in capital and the new allotment made by the Board of Directors of the Company on June 15, 2024 and in-principle listing approval for the same was obtained from the BSE on June 26, 2024 for new equity shares of the Company consisting of 17173114 equity shares.

Thanking You,
Yours faithfully,

For RPR & Associates
Practicing Company Secretaries

Y. Ravi Prasada Reddy
Proprietor,
FCS No. 5783, CP No. 5360

Place: Hyderabad
Date: 31st July, 2024

UDIN: F005783F000863123