

**REGISTERED & CORPORATE OFFICE :**

Level-2, Wing-A, Melange Towers, Patrika Nagar,
Madhapur, Hitech City, Hyderabad - 500 081

TEL : +91 40 4261 9840 **WEB :** www.Bodhtree.com

CIN : L74140TG1982PLC040516

Date: August 20, 2025

To
Listing Compliance Department
M/s. BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai- 400001

Scrip code: 539122

Dear Sir/Madam

Sub: Submission of venue e-voting results of the 43rd Annual General Meeting (AGM) including remote e-voting, as per Regulation 44(3) of SEBI (LODR) Regulations, 2015

We are pleased to inform that the 43rd Annual General Meeting of the Company was held on August 20, 2025 through Video Conferencing (VC) / Other Audio Video Means (OAVM) at Hyderabad and all the following resolutions have been passed with the requisite majority through venue e-voting at the said AGM including remote e-voting.

Sl. No	Description	Resolution Type
Ordinary Business		
1	To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the year ended March 31, 2025, including Audited Balance Sheet as at March 31, 2025, the Statement of Profit & Loss and Cash Flow Statement for the year ended on that date together with the Reports of the Board of Directors and Auditors thereon.	Ordinary
2	To appoint a director in place of Mr. Nirvigna Kotla (DIN: 09351042), who retires by rotation and being eligible offers himself for reappointment	Ordinary
Special Business		
3	Alteration in the Memorandum of Association of the Company and adoption of new set of Memorandum of Association	Special
4	To consider and approve the re-appointment of Mr. Santosh Kumar Vangapally (DIN: 09331903) as a Whole-time Director of the Company	Special
5	To consider the Appointment of M/s. RPR & Associates, Practising Company Secretaries as Secretarial Auditors of the Company for a period of 5 consecutive years for conducting audit from the financial year 2025-26 to 2029-30	Ordinary



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Pursuant to Regulation 44(3) of SEBI (LODR) Regulations, 2015, we furnish below the details / results of the voting at the 43rd AGM held on August 20, 2025 in the prescribed format along with combined scrutinizer report (both remote e-voting and venue voting).

Sl. No	Description	
1	Date of 43 rd AGM	August 20, 2025
2	Book Closure Date for 43 rd AGM	15-08-2025 to 20-08-2025 (Both days inclusive)
3	Total Number of Shareholders on Record date i.e., 14 th August, 2025	4624
4	Number of Shareholders present in the meeting through Video conferencing	69

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

We request you to take the same on record.

Thanking you

For Bodhtree Consulting Limited

Prashanth Mitta

Whole-time Director & CEO

DIN: 02459109



Encl: A/a.

General information about company	
Scrip code	539122
NSE Symbol	NOTLISTED
MSEI Symbol	NOTLISTED
ISIN	INE104F01029
Name of the company	BODHTREE CONSULTING LIMITED
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	20-08-2025
Start time of the meeting	11:00 AM
End time of the meeting	11:55 AM

Scrutinizer Details	
Name of the Scrutinizer	Y Ravi Prasada Reddy
Firms Name	RPR & ASSOCIATES
Qualification	CS
Membership Number	5783
Date of Board Meeting in which appointed	09-07-2025
Date of Issuance of Report to the company	20-08-2025

Voting results	
Record date	14-08-2025
Total number of shareholders on record date	4624
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	1
b) Public	68
No. of resolution passed in the meeting	5
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the year ended March 31, 2025, including Audited Balance Sheet as at March 31, 2025, the Statement of Profit & Loss and Cash Flow Statement for the year ended on that date together with the Reports of the Board of Directors and Auditors thereon.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	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 and Promoter Group	E-Voting	16000000	4000000	25	4000000	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	16000000	4000000	25	4000000	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	5855570	188587	3.2206	186585	2002	98.9384	1.0616
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	5855570	188587	3.2206	186585	2002	98.9384	1.0616
Total		21865570	4188587	19.1561	4186585	2002	99.9522	0.0478
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint a director in place of Mr. Nirvigna Kotla (DIN: 09351042), who retires by rotation and being eligible offers himself for reappointment.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	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 and Promoter Group	E-Voting	16000000	4000000	25	4000000	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	16000000	4000000	25	4000000	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	5855570	188587	3.2206	186585	2002	98.9384	1.0616
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	5855570	188587	3.2206	186585	2002	98.9384	1.0616
Total		21865570	4188587	19.1561	4186585	2002	99.9522	0.0478
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

Resolution(3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Alteration in the Memorandum of Association of the Company and adoption of new set of Memorandum of Association.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	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 and Promoter Group	E-Voting	16000000	4000000	25	4000000	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	16000000	4000000	25	4000000	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	5855570	188587	3.2206	186585	2002	98.9384	1.0616
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	5855570	188587	3.2206	186585	2002	98.9384	1.0616
Total		21865570	4188587	19.1561	4186585	2002	99.9522	0.0478
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

Resolution(4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To consider and approve the re-appointment of Mr. Santosh Kumar Vangapally (DIN: 09331903) as a Whole-time Director of the Company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	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 and Promoter Group	E-Voting	16000000	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	16000000	0	0	0	0	0	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	5855570	188587	3.2206	186585	2002	98.9384	1.0616
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	5855570	188587	3.2206	186585	2002	98.9384	1.0616
Total		21865570	188587	0.8625	186585	2002	98.9384	1.0616
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

Resolution(5)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To consider the Appointment of M/s. RPR & Associates, Practising Company Secretaries as Secretarial Auditors of the Company for a period of 5 consecutive years for conducting audit from the financial year 2025-26 to 2029-30.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	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 and Promoter Group	E-Voting	16000000	4000000	25	4000000	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	16000000	4000000	25	4000000	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	5855570	188587	3.2206	186585	2002	98.9384	1.0616
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	5855570	188587	3.2206	186585	2002	98.9384	1.0616
Total		21865570	4188587	19.1561	4186585	2002	99.9522	0.0478
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0



FORM NO. MGT.13

REPORT BY THE SCRUTINIZER

On remote e-voting & e-voting on the day of AGM

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

To,
Sri. Prashanth Mitta
Chairman of 43rd Annual General Meeting of
M/s. Bodhtree Consulting Limited
(CIN: L74140TG1982PLC040516)
Level-2, Wing-A, Melange Towers, Patrika Nagar,
Madhapur, Hitech City, Hyderabad, Telangana – 500081.

Sub- 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 by Companies (Management and Administration) Amendment Rules, 2015 for the 43rd Annual General Meeting (AGM) of the members of M/s. **Bodhtree Consulting Limited** held on Wednesday, August 20, 2025 at 11:00 a.m. (IST) through Video Conferencing ("VC")/ Other Audio- Visual Means ("OAVM") at the Registered Office of the Company.

Dear Sir,

I, Y. Ravi Prasada Reddy, (CP No.: 5360), Proprietor of RPR & Associates, Company Secretaries, Hyderabad (M.No: F5783), have been appointed by the Board of Directors of M/s. **BODHTREE CONSULTING LIMITED** ("the Company") as Scrutinizer for the purpose of scrutinizing the e-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 43rd Annual General Meeting (AGM) of the members of the Company, held on Wednesday, August 20, 2025 at 11:00 a.m. (IST) through Video Conferencing ("VC")/ Other Audio- Visual Means ("OAVM"). I was also appointed as Scrutinizer to scrutinize the e-voting process during the said AGM.

The Annual Report containing the notice dated 09th July, 2025 convening the 43rd Annual General Meeting of Company was sent 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 05, 2020, January 13, 2021, December 14, 2021, May 05, 2022, December 28, 2022, September 25, 2023 and September 19, 2024 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; January 05, 2023 and October 03, 2024 (collectively referred to as "SEBI circulars").

As Scrutinizer, I have scrutinized:

- (i) the process of e-voting remotely, before the AGM, using an electronic voting system on the dates referred to in the Notice calling the AGM ("remote e-voting"); and
- (ii) the process of e-voting at the AGM through electronic voting system ("e-voting").

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, August 17, 2025 at (9:00 a.m. IST) and end on Tuesday, August 19, 2025, at (5:00 p.m. IST) and the e-voting platform was blocked thereafter.

The Company had also provided e-voting facility to the shareholders present at the AGM through VC / OA VM 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. Thursday, August 14, 2025 were entitled to vote on the resolutions as contained in the Notice of the AGM.

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 to remote e-voting prior and during the AGM on the resolutions contained in the notice calling the 43rd Annual General Meeting of the members of the Company. The management of the Company is also responsible for ensuring a secured framework and robustness of the electronic voting systems.

My responsibility as Scrutinizer is restricted to make a scrutinizers report of votes cast "in favor" or "against" or "invalid" the resolutions mentioned in the Notice of the 43rd AGM, based on the reports generated from the e-voting system provided by CDSL, the authorized agency, engaged by the Company to provide e-voting facility and attendance papers / documents furnished to me electronically by the Company and/ or CDSL for my verification.

After completion of the proceedings and e-voting, the votes were unblocked at 12.07 p.m. on 20th August, 2025. 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: 91

Number of members participated in the e-voting on the day of AGM (Venue Voting): 6

Total number of members participated in the voting: 97

The detailed Voting Results are as follows:

Item No. 1: Ordinary Resolution

To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the year ended March 31, 2025, including Audited Balance Sheet as at March 31, 2025, the Statement of Profit & Loss and Cash Flow Statement for the year ended on that date together with the Reports of the Board of Directors and Auditors thereon.

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	4173874	4171872	99.95	2002	0.05	0	0
e-Voting on the day of AGM	14713	14713	100	0	0	0	0
Total	4188587	4186585	99.95	2002	0.05	0	0

The above Ordinary Resolution as contained in the notice of 43rd Annual General Meeting dated July 09, 2025 has been passed with overwhelming majority.

Item No.2: Ordinary Resolution

To appoint a director in place of Mr. Nirvigna Kotla (DIN: 09351042), who retires by rotation and being eligible offers himself for reappointment.

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	4173874	4171872	99.95	2002	0.05	0	0
e-Voting on the day of AGM	14713	14713	100	0	0	0	0
Total	4188587	4186585	99.95	2002	0.05	0	0

The above Ordinary Resolution as contained in the notice of 43rd Annual General Meeting dated July 09, 2025 has been passed with overwhelming majority.

Item No. 3: Special Resolution

Alteration in the Memorandum of Association of the Company and adoption of new set of Memorandum of Association.

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	4173874	4171872	99.95	2002	0.05	0	0
e-Voting on the day of AGM	14713	14713	100	0	0	0	0
Total	4188587	4186585	99.95	2002	0.05	0	0

The above Special Resolution as contained in the notice of 43rd Annual General Meeting dated July 09, 2025 has been passed with overwhelming majority.

Item No. 4: Special Resolution

To consider and approve the re-appointment of Mr. Santosh Kumar Vangapally (DIN: 09331903) 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	173874	171872	98.85	2002	1.15	0	0
e-Voting on the day of AGM	14713	14713	100	0	0	0	0
Total	188587	186585	98.94	2002	1.06	0	0

The above Special Resolution as contained in the notice of 43rd Annual General Meeting dated July 09, 2025 has been passed with overwhelming majority.

Item No. 5: Ordinary Resolution

To consider the Appointment of M/s. RPR & Associates, Practising Company Secretaries as Secretarial Auditors of the Company for a period of 5 consecutive years for conducting audit from the financial year 2025-26 to 2029-30.

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	4173874	4171872	99.95	2002	0.05	0	0
e-Voting on the day of AGM	14713	14713	100	0	0	0	0
Total	4188587	4186585	99.95	2002	0.05	0	0

The above Ordinary Resolution as contained in the notice of 43rd Annual General Meeting dated July 09, 2025 has been passed with overwhelming majority.

The Registers and other records relating to electronic voting shall remain in our safe custody until the Chairperson considers, approves and signs the minutes of the aforesaid 43rd Annual General Meeting and thereafter the same will be handed over to the Chairperson or the Company Secretary for safe keeping.

Thanking You,

Yours faithfully,

For RPR & Associates

Practicing Company Secretaries

Y. Ravi Prasada Reddy

Proprietor,

FCS No. 5783, CP No. 5360

Place: Hyderabad

Date: August 20, 2025

UDIN: F005783G001039079