

July 29, 2024

**National Stock Exchange of India Limited**

Exchange Plaza, 5th Floor,  
Plot No. C-1, G Block,  
Bandra Kurla Complex, Bandra (East)  
Mumbai - 400 051.

**BSE Limited**

Phirozee Jeejeebhoy  
Towers,  
Dalal Street,  
Mumbai - 400 001.

**Subject: Summary of proceedings of the 25<sup>th</sup> Annual General Meeting held on July 29, 2024**

**Ref.: Scrip ID - STLTECH/ Scrip Code – 532374**

Dear Sir / Madam,

Pursuant to Regulation 30(2), Regulation 51(2) read with Schedule III Part A and Part B of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), we hereby submit summary of the proceedings of the 25<sup>th</sup> Annual General Meeting ("AGM"/"Meeting") of the Company held today i.e. Monday, July 29, 2024 at 9.00 a.m. IST through Video Conferencing/ Other Audio Visual Means. The meeting was held in compliance with circulars issued by the Ministry of Corporate Affairs (MCA) and Securities and Exchange Board of India (SEBI).

Mr. Pravin Agarwal, Vice Chairman & Whole-time Director, welcomed the members and introduced each of the Directors and KMPs of the Company who attended the AGM. He confirmed the presence of the Directors and KMPs including Mr. S Madhavan, Chairman of the Audit Committee; Mr. Sandip Das, Chairman of Nomination and Remuneration Committee; Ms. Kumud Srinivasan, Chairperson of Stakeholder Relationship Committee and Risk Management Committee; Mr. B J Arun, Chairman of Sustainability and Corporate Social Responsibility Committee; Ms. Amrita Gangotra, Independent Director; Mr. Ankit Agarwal, Managing Director; Mr. Tushar Shroff, Chief Financial Officer; and Mr. Amit Deshpande, General Counsel & Company Secretary.

He also confirmed the presence of the representatives of Statutory Auditors, the Secretarial Auditor and the Cost Auditor.

Mr. S Madhavan, Chairman of the Audit Committee, chaired the proceedings of the meeting and extended a warm welcome to all the members attending the meeting through VC/OAVM.

As per the records of attendance, 100 members attended the meeting through VC. The requisite quorum being present, Chairman called the meeting to order.

The Chairman confirmed that the Company had taken all feasible efforts to ensure that the Members were provided an opportunity to participate at the AGM.

The Chairman informed the members that the necessary documents and registers pursuant to the MCA circulars and Companies Act, 2013 were available for inspection electronically.

Mr. Pravin Agarwal, Vice Chairman & Whole-time Director addressed the shareholders.

With the consent of the members present at the Meeting, the Notice along with the Annual Report containing the Audited Financial Statements with Directors' and Auditors' Report for the year ended March 31, 2024 as sent to the members through electronic mode and available on the Company's website, were taken as read. It was confirmed that the Auditors' report does not contain any qualifications/modified opinion or adverse remarks.

The Chairman informed the members that the remote e-voting period remained open from July 25, 2024 (10.00 a.m.) to July 28, 2024 (5.00 p.m.). Chairman further informed that electronic voting was also available for members present at the AGM, who had not already casted their votes through remote e-voting.

The members were informed that Mr. B. Narasimhan (Proprietor, BN & Associates), Practicing Company Secretary, was appointed as a Scrutinizer for remote e-voting as well as e-voting at the AGM. The Chairman further informed the members that Scrutinizer will submit a composite report on remote e-voting and voting at the AGM which shall be submitted to the Stock Exchanges and also be placed on the website of the Company and KFin Technologies Limited ("KFin").

The Chairman then briefed the members about the following items of business, set out in the Notice of 25<sup>th</sup> Annual General Meeting, which were recommended for members' consideration and approval: -

S. NO.	ITEM TRANSACTED	RESOLUTION
<b>ORDINARY BUSINESS:</b>		
1.	a) To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2024 and the reports of the Board of Directors and the Auditors thereon. b) To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2024 and the Report of the Auditors thereon.	Ordinary
2.	To appoint a Director in place of Mr. Pravin Agarwal (DIN 00022096), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary
<b>SPECIAL BUSINESS:</b>		
3.	To approve appointment of Ms. Amrita Gangotra as an Independent Director for a first term of five consecutive years	Special
4.	Approval of remuneration of Cost Auditor	Ordinary
5.	To approve payment of commission to Independent Non-executive Directors	Special
6.	To approve payment of remuneration to Mr. Pravin Agarwal, Whole-Time Director	Special
7.	To approve payment of remuneration to Mr. Ankit Agarwal, Managing Director	Special
8.	To approve payment of remuneration to Mr. Venkatesh Murthy, Whole-Time Director	Special

The Chairman invited questions/suggestions from the members present and the queries were responded to by Mr. Ankit Agarwal, Managing Director and Mr. Tushar Shroff, Chief Financial Officer.

There being no further agenda, meeting concluded with vote of thanks to the Chairman of the meeting. The meeting commenced at 9:00 a.m. IST and concluded at 10.06 a.m. IST (including time allowed for e-voting at AGM). It was further confirmed that the requisite quorum was present throughout the Meeting.

All the above resolutions were passed with the requisite majority.



The report of the Scrutinizer is being uploaded on the website of the Company as well as of KFin in due course. Further, the results in the format prescribed are being notified to the Stock Exchanges under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Kindly take this on your record.

Yours faithfully,  
For **Sterlite Technologies Limited**

**Amit Deshpande**  
General Counsel & Company Secretary (ACS 17551)

July 29, 2024

**National Stock Exchange of India Limited**  
Exchange Plaza, 5th Floor,  
Plot No. C-1, G Block,  
Bandra Kurla Complex, Bandra (East)  
Mumbai - 400 051.

**BSE Limited**  
Phirozee Jeejeebhoy  
Towers,  
Dalal Street,  
Mumbai - 400 001.

**Subject: Voting Results and Scrutinizer's Report of the 25<sup>th</sup> Annual General Meeting of the Company Under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 ("Listing Regulations")**

**Ref.: Scrip ID - STLTECH/ Scrip Code – 532374**

Dear Sir / Madam,

The Annual General Meeting ("AGM") of the Company was held today i.e. Monday, July 29, 2024 at 9.00 a.m. IST through Video Conferencing/ Other Audio Visual Means.

We enclose herewith the voting results as per Regulation 44 of the Listing Regulations, along with the Scrutinizers' Report thereon.

The voting results of the AGM along with the Scrutinizer's report is also being posted on the website of the Company i.e., [www.stl.tech](http://www.stl.tech), on the websites of stock exchanges i.e., [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively and on the website of Kfin at <https://evoting.kfintech.com>

Kindly take this on your record and acknowledge the same.

Yours faithfully,

**For Sterlite Technologies Limited**

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**Amit Deshpande**

General Counsel & Company Secretary (ACS 17551)



## Scrutinizer Details

Name of the Scrutinizer	B. Narasimhan
Firms Name	BN and Associates
Qualification	CS
Membership Number	FCS 1303
Date of Board Meeting in which appointed	08-05-2024
Date of Issuance of Report to the company	29-07-2024
<a href="#">Prev</a>	<a href="#">Next</a>

## Voting results

Record date	22-07-2024
Total number of shareholders on record date	243631
<b>No. of shareholders present in the meeting either in person or through proxy</b>	
a) Promoters and Promoter group	0
b) Public	0
<b>No. of shareholders attended the meeting through video conferencing</b>	
a) Promoters and Promoter group	5
b) Public	95
<b>No. of resolution passed in the meeting</b>	<b>8</b>
Disclosure of notes on voting results	<a href="#">Add Notes</a>

Resolution (1)									
Resolution required: (Ordinary / Special)		Ordinary							
Whether promoter/promoter group are interested in the agenda/resolution?		No							
Description of resolution considered		a) To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2024 and the reports of the Board of Directors and the 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		215088221	99.8350	215088221	0	100.0000	0.0000	
	Poll	215443766	0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	<b>Total</b>		215443766	215088221	99.8350	215088221	0	100.0000	0.0000
Public- Institutions	E-Voting		53203476	54.9700	53203476	0	100.0000	0.0000	
	Poll	96786456	24496538	25.3099	24496538	0	100.0000	0.0000	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	<b>Total</b>		96786456	77700014	80.2798	77700014	0	100.0000	0.0000
Public- Non Institutions	E-Voting		7432499	4.2368	7413791	18708	99.7483	0.2517	
	Poll	175427135	516337	0.2943	514537	1800	99.6514	0.3486	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	<b>Total</b>		175427135	7948836	4.5311	7928328	20508	99.7420	0.2580
<b>Total</b>			300737071	61.6697	300716563	20508	99.9932	0.0068	
<b>Whether resolution is Pass or Not.</b>									
Yes									

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Resolution (2)									
Resolution required: (Ordinary / Special)					Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?					Yes				
Description of resolution considered									
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		214199545	99.4225	214199545	0	100.0000	0.0000	
	Poll	215443766	0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	<b>Total</b>		215443766	214199545	99.4225	214199545	0	100.0000	0.0000
Public- Institutions	E-Voting		53228615	54.9959	18765885	34462730	35.2553	64.7447	
	Poll	96786456	24496538	25.3099	24496538	0	100.0000	0.0000	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	<b>Total</b>		96786456	77725153	80.3058	43262423	34462730	55.6608	44.3392
Public- Non Institutions	E-Voting		7321683	4.1736	7297214	24469	99.6658	0.3342	
	Poll	175427135	516337	0.2943	514537	1800	99.6514	0.3486	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	<b>Total</b>		175427135	7838020	4.4680	7811751	26269	99.6649	0.3351
<b>Total</b>		487657357	299762718	61.4699	265273719	34488999	88.4946	11.5054	
<b>Whether resolution is Pass or Not.</b>									
Yes									

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Resolution (3)										
Resolution required: (Ordinary / Special)										
Special										
Whether promoter/promoter group are interested in the agenda/resolution?										
No										
To approve appointment of Ms. Amrita Gangotra as an Independent Director for a first term of five consecutive years										
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		215088221	99.8350	215088221	0	100.0000	0.0000		
	Poll	215443766	0	0.0000	0	0	0	0		
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0		
	<b>Total</b>		215443766	215088221	99.8350	215088221	0	100.0000	0.0000	
Public- Institutions	E-Voting		53228615	54.9959	53056152	172463	99.6760	0.3240		
	Poll	96786456	24496538	25.3099	10984917	13511621	44.8427	55.1573		
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0		
	<b>Total</b>		96786456	77725153	80.3058	64041069	13684084	82.3943	17.6057	
Public- Non Institutions	E-Voting		7432449	4.2368	7404600	27849	99.6253	0.3747		
	Poll	175427135	516337	0.2943	514386	1951	99.6221	0.3779		
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0		
	<b>Total</b>		175427135	7948786	4.5311	7918986	29800	99.6251	0.3749	
		<b>Total</b>	487657357	300762160	61.6749	287048276	13713884	95.4403	4.5597	
<b>Whether resolution is Pass or Not.</b>										
Yes										

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Resolution (4)									
Resolution required: (Ordinary / Special)					Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?					No				
To approve remuneration of Cost Auditor									
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		215088221	99.8350	215088221	0	100.0000	0.0000	
	Poll	215443766	0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	<b>Total</b>		215443766	215088221	99.8350	215088221	0	100.0000	0.0000
Public- Institutions	E-Voting		53228615	54.9959	53228615	0	100.0000	0.0000	
	Poll	96786456	24496538	25.3099	24496538	0	100.0000	0.0000	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	<b>Total</b>		96786456	77725153	80.3058	77725153	0	100.0000	0.0000
Public- Non Institutions	E-Voting		7321608	4.1736	7299891	21717	99.7034	0.2966	
	Poll	175427135	516337	0.2943	514537	1800	99.6514	0.3486	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	<b>Total</b>		175427135	7837945	4.4679	7814428	23517	99.7000	0.3000
<b>Total</b>			300651319	61.6522	300627802	23517	99.9922	0.0078	
<b>Whether resolution is Pass or Not.</b>									
Yes									

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Resolution (5)									
Resolution required: (Ordinary / Special)					Special				
Whether promoter/promoter group are interested in the agenda/resolution?									
					No				
Description of resolution considered									
To approve payment of commission to Independent Non-executive Directors									
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		215088221	99.8350	215088221	0	100.0000	0.0000	
	Poll	215443766	0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	<b>Total</b>	215443766	215088221	99.8350	215088221	0	100.0000	0.0000	
Public- Institutions	E-Voting		53228615	54.9959	53228615	0	100.0000	0.0000	
	Poll	96786456	24496538	25.3099	24496538	0	100.0000	0.0000	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	<b>Total</b>	96786456	77725153	80.3058	77725153	0	100.0000	0.0000	
Public- Non Institutions	E-Voting		7321607	4.1736	7290085	31522	99.5695	0.4305	
	Poll	175427135	516337	0.2943	514386	1951	99.6221	0.3779	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	<b>Total</b>	175427135	7837944	4.4679	7804471	33473	99.5729	0.4271	
	<b>Total</b>	487657357	300651318	61.6522	300617845	33473	99.9889	0.0111	
					<b>Whether resolution is Pass or Not.</b>				
					Yes				

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Resolution (6)									
Resolution required: (Ordinary / Special)					Special				
Whether promoter/promoter group are interested in the agenda/resolution?									
Description of resolution considered					Yes				
To approve payment of remuneration to Mr. Pravin Agarwal, Whole-Time Director									
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		214199545	99.4225	214199545	0	100.0000	0.0000	
	Poll	215443766	0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	<b>Total</b>		215443766	214199545	99.4225	214199545	0	100.0000	0.0000
Public- Institutions	E-Voting		53228615	54.9959	22397647	30830968	42.0782	57.9218	
	Poll	96786456	24496538	25.3099	10984917	13511621	44.8427	55.1573	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	<b>Total</b>		96786456	77725153	80.3058	33382564	44342589	42.9495	57.0505
Public- Non Institutions	E-Voting		7321607	4.1736	7289831	31776	99.5660	0.4340	
	Poll	175427135	516337	0.2943	514537	1800	99.6514	0.3486	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	<b>Total</b>		175427135	7837944	4.4679	7804368	33576	99.5716	0.4284
<b>Total</b>		487657357	299762642	61.4699	255386477	44376165	85.1962	14.8038	
<b>Whether resolution is Pass or Not.</b>									
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Resolution (7)									
Resolution required: (Ordinary / Special)					Special				
Whether promoter/promoter group are interested in the agenda/resolution?									
					Yes				
Description of resolution considered									
To approve payment of remuneration to Mr. Ankit Agarwal, Managing Director									
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		214199545	99.4225	214199545	0	100.0000	0.0000	
	Poll	215443766	0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	<b>Total</b>		215443766	214199545	99.4225	214199545	0	100.0000	0.0000
Public- Institutions	E-Voting		53228615	54.9959	22552352	30676263	42.3688	57.6312	
	Poll	96786456	24496538	25.3099	24496538	0	100.0000	0.0000	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	<b>Total</b>		96786456	77725153	80.3058	47048890	30676263	60.5324	39.4676
Public- Non Institutions	E-Voting		7321409	4.1735	7290574	30835	99.5788	0.4212	
	Poll	175427135	516337	0.2943	514537	1800	99.6514	0.3486	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	<b>Total</b>		175427135	7837746	4.4678	7805111	32635	99.5836	0.4164
<b>Total</b>			299762444	61.4699	269053546	30708898	89.7556	10.2444	
<b>Whether resolution is Pass or Not.</b>									
Yes									

Resolution (8)									
Resolution required: (Ordinary / Special)					Special				
Whether promoter/promoter group are interested in the agenda/resolution?					No				
Description of resolution considered									
To approve payment of remuneration to Mr. Venkatesh Murthy, Whole-Time Director									
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		215088221	99.8350	215088221	0	100.0000	0.0000	
	Poll	215443766	0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	<b>Total</b>	215443766	215088221	99.8350	215088221	0	100.0000	0.0000	
Public- Institutions	E-Voting		53228615	54.9959	53228615	0	100.0000	0.0000	
	Poll	96786456	24496538	25.3099	24496538	0	100.0000	0.0000	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	<b>Total</b>	96786456	77725153	80.3058	77725153	0	100.0000	0.0000	
Public- Non Institutions	E-Voting		7321607	4.1736	7293271	28336	99.6130	0.3870	
	Poll	175427135	516337	0.2943	514386	1951	99.6221	0.3779	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	<b>Total</b>	175427135	7837944	4.4679	7807657	30287	99.6136	0.3864	
	<b>Total</b>	487657357	300651318	61.6522	300621031	30287	99.9899	0.0101	
					<b>Whether resolution is Pass or Not.</b>				
					Disclosure of notes on resolution				
					Yes				
					Add Notes				

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**Combined Scrutinizer's Report on Remote E-voting & E-Voting conducted during  
25th Annual General Meeting of Sterlite Technologies Limited  
held on Monday, July 29, 2024**

To,  
The Chairman,  
Sterlite Technologies Limited  
4<sup>th</sup> Floor, Godrej Millenium,  
Koregaon Road 9, STS 12/1,  
Pune 411001

**25th Annual General Meeting (AGM) of the Equity Shareholders of Sterlite Technologies Limited held on Monday, July 29, 2024 by means of Video Conferencing (VC) / Other Audio Visual Means (OAVM) commenced at 9.00 a.m. (IST)**

Sub: Passing of Resolution(s) through electronic voting pursuant to section 108 of the Companies Act 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended, the General Circulars No. 09/2023 dated September 25, 2023 and No. 10/2022 dated 28<sup>th</sup> December 2022 and 2/2022 dated May 5, 2022 and 21/2021 dated December 14, 2021 read with Circular No. 20/2020 dated May 5, 2020 alongwith Circular Nos. 14 & 17/2020 dated April 8, 2020 and April 13, 2020 respectively, and the Securities and Exchange Board of India ('SEBI') Circular No. SEBI/HO/CFD/CFD-PoD-2-/P/CIR/2023/167 dated October 7, 2023, Circular No. SEBI/HO/CFD/CMD/Pod/2/P/CIR/2023/24 dated January 5, 2023, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 (collectively referred to as "Applicable Circulars"). The said Applicable Circulars have given various relaxations including, holding of the AGM through VC/ OAVM and relaxation from dispatching of physical copy of Annual Report. except upon specific request from any Member. Accordingly, in compliance with the provisions of the Act, SEBI LODR Regulations and the Applicable Circulars, the 25th AGM of the Company was held through VC/OAVM Facility, without the physical presence of Members.

I, B. Narasimhan, Proprietor of B N & Associates, Companies Secretaries, have been appointed pursuant to resolution passed by the Board of Directors of Sterlite Technologies Limited (*hereinafter referred to as the "Company"*) at its Meeting held on May 08, 2024, as the Scrutinizer for the Remote E-voting process as well as to scrutinize the electronic voting (E-Voting) conducted during the 25th AGM pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended by the Applicable Circulars issued in this connection both by MCA and SEBI, providing relaxation for the manner in which the AGM shall be held and conducted through VC or OAVM.

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The **Applicable Circulars** provide for relaxation in the manner in which the AGM will be held including the manner of sending the Notices and Annual Reports to the shareholders and the manner of voting at the meeting. I say, I am familiar and well versed with the concept of electronic voting system as prescribed under the said Rules and the relaxations as provided in the **Applicable Circulars**.

As mentioned in the Notice, the proceedings of the 25th AGM will be deemed to be conducted at the Registered Office of the Company which shall be the deemed Venue of the AGM.

**Report on Scrutiny:**

The Company had appointed KFin Technologies Limited ('KFIN') as the **Service provider**, for the purpose of extending the facility of Remote E-Voting to the Members of the Company and for voting electronically at the meeting. KFIN are also the Registrar and Transfer Agents ('RTA') of the Company. The **Service Provider** had provided a system for recording the votes of the Members electronically through remote e-voting as well as at the meeting on all the items of the business sought to be transacted in the 25th AGM of the Company, which was held on Monday 29th July, 2024.

- The **Service Provider** had set up electronic voting facility on their website, <https://evoting.kfintech.com>. The Company had uploaded all the items of the business to be transacted at the AGM on the website of the Company and also its Service Provider and also on the websites of Stock Exchanges viz BSE Limited and National Stock Exchange of India Limited to facilitate their Members to cast their vote through Remote E-Voting.
- The Management of the Company is responsible for ensuring compliance with the requirements of the Act and the Rules there under and SEBI Listing Regulations.
- My responsibility as the Scrutinizer of the voting process (through E-voting), was restricted to scrutinize the E-voting process, in a fair and transparent manner and to prepare a Scrutinizer's Report of the votes cast in favour and against the resolutions stated in the Notice, based on the reports generated from the E-voting system provided by KFIN the service provider.
- As provided in the **Applicable Circulars**, the **Company** had advertised in the newspapers, asking members who have not registered their email ids with the Company or KFIN or with the respective Depository Participant viz. National Securities Depository Limited ("NSDL") and the Central Depository Services (India) Limited ("CDSL") to do so and to the extent, details were provided by the shareholders were considered for sending the Notice of the AGM and Annual Report 2023-24.
- The service provider had sent the Notice of the AGM along with Annual Report 2023-24 and E-voting details by email to 2,27,314 Members, whose email ids were made available by the Depositories or were registered with the Company / KFIN. For those Members numbering to 18165 members, whose email ids were not available / registered, the Notice of the AGM along with Annual Report 2023-24 could not be sent. The Notices sent through email contained the detailed procedure to be followed by the Members who were desirous of casting their votes electronically as provided in the Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and as provided in the **Applicable Circulars**.
- The Company completed the dispatch of Notice of AGM and Annual Report 2023-24 by email to the Members on July 05, 2024.





- The Cut-off date for the purposes of identifying the Members who will be entitled to vote on the resolutions placed for approval of the Members was **Monday 22<sup>nd</sup> July, 2024**.
- As prescribed in the aforesaid Rules, the Remote E-Voting facility was kept open for Four days from **Thursday July, 25, 2024 at 10.00 A.M. to Sunday, July, 28 2024 at 5:00 P.M.**
- As prescribed in clause IV of the Circular dated 5th May, 2020 issued by MCA, which is forming part of the Applicable Circulars, the Company had released an advertisement prior to sending Notice of AGM to the Members which was published in English in 'Business Standard' newspaper having country-wide circulation dated July 4, 2024, and in Marathi in 'Loksatta' Newspaper, Pune edition dated July 4, 2024. The Notice of AGM contained the required information as provided under clause IV (a) to (f) of the said circular.
- As prescribed in clause (v) of sub rule 4 of the Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company has also released an advertisement, which was published 21 days before the date of the AGM in English in 'Business Standard' newspaper having country-wide circulation dated July 6, 2024, and in Marathi in 'Loksatta' newspaper Pune edition dated July 6, 2024. The notice published in the newspaper carried the required information as specified in Sub Rule 4(v) (a) to (h) of the said Rule 20.
- At the end of the e-voting period on July 28, 2024 at 5.00 P.M., the voting portal of the service provider was blocked forthwith.  
KFIN provided me the names, DP ID/ folio numbers and shareholding of Members who had cast their votes through remote e-voting.
- At the 25th AGM of the Company held through VC / OAVM, on Monday, 29th July, 2024, after considering all the items of business, the facility to vote electronically through Instapoll was provided to facilitate those members who are attending the meeting through VC / OAVM but could not participate in the Remote E-voting to cast their votes. On 29th July 2024, after tabulating the votes cast electronically by the system provided by KFIN, the votes cast through Remote E-Voting facility was duly unblocked by me as a Scrutinizer in the presence Mr. K Venkataraman and Ms. Amita Parmar who acted as the witnesses, as prescribed in Sub Rule 4(xii) of the said Rule 20. After the voting by electronic means the votes cast through remote E-voting process was tabulated for the purpose of considering the total votes cast by the shareholders through both ways.
- Thereafter, I as scrutinizer duly compiled details of the Remote E-Voting carried out by the Members and the electronic voting done at the AGM, the details of which are as follows :

The results of the Remote E-voting together with the e-voting conducted during the 25th AGM are as under:

Details	Remote E-voting	E-Voting at AGM	Total voting
Number of members who cast their votes	514	66	580
Total number of Shares held by them	275751683	25012875	300764558
Valid votes	As per details provided under each one of the Resolution(s) mentioned hereunder.		
Abstained / less voted	As mentioned under each of the Resolution.		

*[Handwritten signature]*



**Note:**

1. Percentage of votes cast in favour or against the resolutions is calculated based on the Valid Votes cast through Remote E-Voting and through electronic voting at the AGM.
2. The votes are not considered valid on account of abstained from voting or voting for lesser number of shares than actually held as on the cut off date.

**ORDINARY BUSINESS:**

**I) Item No. 1 of the Notice (As an Ordinary Resolution):**

- a) To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the year ended March 31, 2024 and the reports of the Board of Directors and the Auditors thereon.
- b) To receive, consider and adopt the Consolidated Financial Statements of the Company for the financial year ended March 31, 2024 and the Report of the Auditors thereon.

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Abstained/ less voted
	Nos.	%age	Nos.	%age	Nos.
Total votes through Remote e-voting and E-voting at meeting	300716563	99.993	20508	0.007	27487

Item 1 of Notice stands **PASSED** with the requisite majority.

**II) Item No. 2 of the Notice (As an Ordinary Resolution):**

To appoint a Director in place of Mr. Pravin Agarwal (DIN 00022096), who retires by rotation and being eligible, offers himself for re-appointment

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Abstained/ less voted
	Nos.	%age	Nos.	%age	Nos.
Total votes through Remote e-voting and E-voting at meeting	265273719	88.495	34488999	11.505	1001840

Item 2 of Notice stands **PASSED** with the requisite majority.



**SPECIAL BUSINESS:**

**III) Item No. 3 of the Notice (As a Special Resolution):**

To approve appointment of Ms. Amrita Gangotra as an Independent Director for a first term of five consecutive years

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Abstained/ less voted
	Nos.	%age	Nos.	%age	Nos.
Total votes through Remote e-voting and E-voting at meeting	287048276	95.440	13713884	4.560	2398

Item 3 of Notice stands **PASSED** with the requisite majority.

**IV Item No. 4 of the Notice (As an Ordinary Resolution):**

To approve remuneration of Cost Auditor

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Abstained/ less voted
	Nos.	%age	Nos.	%age	Nos.
Total votes through Remote e-voting and E-voting at meeting	300627802	99.992	23517	0.008	113239

Item 4 of Notice stands **PASSED** with the requisite majority

**V) Item No.5 of the Notice (As a Special Resolution):**

To approve payment of commission to Independent Non-executive Directors

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Abstained/ less voted
	Nos.	%age	Nos.	%age	Nos.
Total votes through Remote e-voting and E-voting at meeting	300617845	99.989	33473	0.011	113240

Item 5 of Notice stands **PASSED** with the requisite majority





**VI) Item No. 6 of the Notice (As a Special Resolution):**

To approve payment of remuneration to Mr. Pravin Agarwal, Whole-Time Director

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Abstained/ less voted
	Nos.	%age	Nos.	%age	Nos.
Total votes through Remote e-voting and E-voting at meeting	255386477	85.196	44376165	14.804	1001916

Item 6 of Notice stands **PASSED** with the requisite majority.

**VII) Item No.7 of the Notice (As a Special Resolution):**

To approve payment of remuneration to Mr. Ankit Agarwal, Managing Director

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Abstained/ less voted
	Nos.	%age	Nos.	%age	Nos.
Total votes through Remote e-voting and E-voting at meeting	269053546	89.756	30708898	10.244	1002114

Item 7 of Notice stands **PASSED** with the requisite majority

**VIII) Item No.8 of the Notice (As a Special Resolution):**

To approve payment of remuneration to Mr. Venkatesh Murthy, Whole-Time Director

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Abstained/ less voted
	Nos.	%age	Nos.	%age	Nos.
Total votes through Remote e-voting and E-voting at meeting	300621031	99.990	30287	0.010	113240

Item 8 of Notice stands **PASSED** with the requisite majority

All the Resolutions mentioned in the Notice of 25th AGM dated May 08, 2024 as per the details above attached stand PASSED under Remote E-voting and E-voting conducted during the 25th AGM with the requisite majority and hence deemed to be passed as on the date of the AGM.



I hereby confirm that I am maintaining the soft copy of the Registers received from the Kfin, the Service Provider in respect of the votes cast through Remote E-Voting and E-voting conducted during the 25th AGM by the Members of the Company. All other relevant records relating to Remote E-voting and E-voting is under my safe custody and will be handed over to the Company Secretary for safe keeping, after the Chairman signs the Minutes.

Thanking you,  
Yours faithfully,

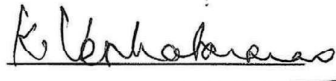
**For BN & Associates  
Company Secretaries**



**CS B Narasimhan  
(Proprietor)  
(FCS No. 1303 COP No.: 10440)  
UDIN NO: F001303F000811332**

**Place: Mumbai  
Date: July 29, 2024**

The following were the witnesses to the unblocking the votes cast through Remote E-voting and E-voting at the AGM.



**1. Mr. K Venkataraman  
Countersigned and received the report:**



**2. Ms. Amita Parmar**

AMIT VILAS Digitally signed  
by AMIT VILAS  
DESHPANDE  
DE Date: 2024.07.29  
17:45:09 +05'30'

Signed by Mr. Amit Deshpande, Company Secretary  
Authorized by the Board  
Place: Columbia

Date July 29, 2024