

VL E-GOVERNANCE & IT SOLUTIONS LIMITED

(Formerly Vakrangee Logistics Private Limited)

"Vakrangee Corporate House" | Plot No. 93 | Road No.16 |
M.I.D.C. Marol | Andheri (East) | Mumbai-400093 | Maharashtra | India |
Phone No. 022 67765100 | E-mail:- info@vlegovernance.in |
Web:- <https://vlegovernance.in/> | CIN:- L74110MH2016PLC274618

DATE:04/03/2025

To,

BSE LIMITED P J Towers, Dalal Street, Fort, Mumbai-400001 Scrip Code: 543958	National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex, Bandra (East) Mumbai – 400051 Scrip Symbol: VLEGOV
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Dear Sir/Madam,

Sub: - Disclosure of Voting Results of Postal Ballot pursuant to Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

In terms of the Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith, the Voting Results on the business transacted through Postal Ballot Notice dated January 29, 2025, along with the Scrutinizer's Report on E-voting and Postal Ballot. The voting results and the Scrutinizer's Report are being uploaded on the Company's website <https://vlegovernance.in> and on website of NSDL at www.evoting.nsdl.com.

Kindly take the information on your record.

Thanking you,

Yours faithfully,
For VL E-Governance & IT Solutions Limited

Nilesh Champalal wadode
Company Secretary & Compliance Officer
ACS: 73702

Encl: A/a

Annexure – 1

Sr. No.	Description	Particulars
1.	Date of Postal Ballot Notice	29.01.2025
2.	Voting Start Date	01.02.2025
3.	Voting End Date	02.03.2025
4.	Record Date	24.01.2025
5.	Total Number of Shareholders on record date	140294
6.	No. of Shareholders present in the Meeting either in person or through proxy: Not Applicable	
7.	No. of Shareholders attended the Meeting through Video Conference: Not Applicable	
8.	No. of Resolutions Passed through Postal Ballot	5

Resolution No. 1

Appointment of Mr. Nishikant Kishanrao Hayatnagarkar (DIN:00062638), as Executive Director of the company.

Resolution required:			SPECIAL RESOLUTION					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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	25203394	25010278	99.23	25010278	0	100	0
	Poll		0	0	0	0	0	0
	Total	25203394	25010278	99.23	25010278		100	0
Public Institutions	E-Voting		8640747	86.16	8096220	544527	93.70	6.30
	Poll	10028330	0	0	0	0	0	0
	Total	10028330	8640747	86.16	8096220	544527	93.70	6.30
Public- Non Institutions	E-Voting	70719605	1968806	2.78	1965073	3733	99.81	0.19
	Poll		0	0	0	0	0	0
	Total	70719605	1968806	2.78	1965073	3733	99.81	0.19
Total		105951329	35619831	33.62	35071571	548260	98.46	1.54

Resolution No. 2

Appointment of Mr. Hari Mohan (DIN:08671182), as an Independent Director of the Company

Resolution required:			SPECIAL RESOLUTION					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
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	25203394	25010278	99.23	25010278	0	100	0
	Poll		0	0	0	0	0	0
	Total	25203394	25010278	99.23	25010278	0	100	0
Public Institutions	E-Voting		8640747	86.16	8530712	110035	98.73	1.27
	Poll	10028330	0	0	0	0	0	0
	Total	10028330	8640747	86.16	8530712	110035	98.73	1.27
Public- Non Institutions	E-Voting	70719605	1968276	2.78	1924942	43334	97.80	2.20
	Poll		0	0	0	0	0	0
	Total	70719605	1968276	2.78	1924942	43334	97.80	2.20
Total		105951329	35619301	33.62	35465932	153369	99.57	0.43

Resolution No. 3

Appointment of Mr. Chandra Kailash Vishwakarma (DIN: 10864745), as an Independent Director of the Company.

Resolution required:			SPECIAL RESOLUTION					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
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	25203394	25010278	99.23	25010278	0	100	0
	Poll		0	0	0	0	0	0
	Total	25203394	25010278	99.23	25010278	0	100	0
Public Institutions	E-Voting		8640747	86.16	8530712	110035	98.73	1.27
	Poll	10028330	0	0	0	0	0	0
	Total	10028330	8640747	86.16	8530712	110035	98.73	1.27
Public-Non Institutions	E-Voting	70719605	1968276	2.78	1924154	44122	97.76	2.24
	Poll		0	0	0	0	0	0
	Total	70719605	1968276	2.78	1924154	44122	97.76	2.24
Total		105951329	35619301	33.62	35465144	154157	99.57	0.43

Resolution No. 4

Appointment of Mr. Anoop Kumar Agrawal (DIN: 07508525), as an Independent Director of the Company.

Resolution required:			SPECIAL RESOLUTION					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
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	25203394	25010278	99.23	25010278	0	100	0
	Poll		0	0	0	0	0	0
	Total	25203394	25010278	99.23	25010278	0	100	0
Public Institutions	E-Voting		8640747	86.16	8530712	110035	98.73	1.27
	Poll	10028330	0	0	0	0	0	0
	Total	10028330	8640747	86.16	8530712	110035	98.73	1.27
Public-Non Institutions	E-Voting	70719605	1968276	2.78	1924152	44124	97.76	2.24
	Poll		0	0	0	0	0	0
	Total	70719605	1968276	2.78	1924152	44124	97.76	2.24
Total		105951329	35619301	33.62	35465142	154159	99.57	0.43

Resolution No. 5

Approval of Material Related Party Transactions of the Company

Resolution required:			SPECIAL RESOLUTION					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
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	25203394	25010278	99.23	25010278	0	100	0
	Poll		0	0	0	0	0	0
	Total	25203394	25010278	99.23	25010278	0	100	0
Public Institutions	E-Voting		8640747	86.16	8640747	0	100	0
	Poll	10028330	0	0	0	0	0	0
	Total	10028330	8640747	86.16	8640747	0	100	0
Public-Non Institutions	E-Voting	70719605	1468216	2.07	1424455	43761	97.02	2.98
	Poll		0	0	0	0	0	0
	Total	70719605	1468216	2.07	1424455	43761	97.02	2.98
Total		105951329	35119241	33.15	35075480	43761	99.88	0.12

MEHUL RAVAL

Practicing Company Secretary

Office: 161, 2nd floor, Raghuleela Mega Mall, Kandivali – (West), Mumbai – 400 067.

Tel: 022- 49638648/ Email: csmehulraval@gmail.com

To,

The Director,

VL E-GOVERNANCE & IT SOLUTIONS LIMITED

Vakrangee Corporate House,

Plot No.93, Road No.16, M.I.D.C. Marol,

Andheri East, Mumbai, Maharashtra, India, 400093.

Dear Sir,

Sub.: VL E-GOVERNANCE & IT SOLUTIONS LIMITED- Scrutinizer's Report on Postal Ballot (e-voting) Results.

The Board of Directors of **VL E-GOVERNANCE & IT SOLUTIONS LIMITED** (hereinafter referred to as "**the Company**") on January 29, 2025, has appointed me as the Scrutinizer for scrutinizing the Postal Ballot e-voting process in a fair and transparent manner in the matter of Special / Ordinary Resolutions proposed in the Notice of the Postal Ballot dated January 29, 2025.

In compliance with the provisions of Sections 108 and 110 of the Companies Act, 2013 (the "**Act**") read with the relevant Rules and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**Listing Regulations**") as amended from time to time and the Secretarial Standard on the General Meetings ("**SS-2**") issued by the Institute of Company Secretaries of India, the Company has provided remote e-voting facility to its Members for voting on the resolutions contained in the Notice of the Postal Ballot.

The Company has made an arrangement with National Securities Depository Ltd ("**NSDL**") for facilitating e-voting for the Members to enable them to cast their votes electronically.

As per Ministry of Corporate Affairs ('MCA') General Circular No. 14/2020 dated April 8, 2020; General Circular No. 17/2020 dated April 13, 2020; General Circular No. 22/2020 dated June 15, 2020; General Circular No. 33/2020 dated September 28, 2020; General Circular No. 39/2020 dated December 31, 2020, General Circular No. 10/2021 dated June 23, 2021; General Circular No. 20/2021 dated December 08, 2021, General Circular No. 3/2022 dated May 05, 2022, No. 11/2022 dated December 28, 2022, No. 9/2023 dated September 25, 2023, No.9/2024 dated September 19, 2024 (**collectively referred to as 'MCA Circulars'**) the Company has sent the Notice of the Postal Ballot pursuant to Section 110 of the Act along with draft of the Resolution and Explanatory Statement as required under section 102 of the Act only in electronic form to all its members who have registered their e-mail addresses with the Company / Registrar & Transfer Agents / Depository Participants and whose names appeared in the Register of Members and as beneficial owners in the records of Depositories as on the cut-off date i.e. January 24, 2025. Hard copy of the Notice of the Postal Ballot along with Postal Ballot form and pre-paid business reply envelop has not been sent to the Members. The communication of the assent or dissent of the Members were sought through the e-voting system only.

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MEHUL RAVAL

Practicing Company Secretary

Office: 161, 2nd floor, Raghuleela Mega Mall, Kandivali – (West), Mumbai – 400 067.

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The Notice of the Postal Ballot was uploaded on the Company's website <https://vlegovernance.in/> and on the website of Stock Exchanges www.bseindia.com and www.nseindia.com and on website of NSDL i.e. www.evoting.nsdl.com.

The Management of the Company is responsible for ensuring compliance with the requirements of the Act and the Rules there under and Listing Regulations relating to the items being placed for approval of the Members through Postal Ballot by e-voting.

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 of the Postal Ballot, based on the reports generated from the e-voting system provided by NSDL.

The item for which approval of the Members of the Company was sought as stated in the Notice of the Postal Ballot is mentioned hereunder: -

Sr. No	Description of the Resolutions	Type of Resolution
1	Appointment of Mr. Nishikant Kishanrao Hayatnagarkar (DIN:00062638), as Executive Director of the company.	Special Resolution
2	Appointment of Mr. Hari Mohan (DIN:08671182), as an Independent Director of the Company.	Special Resolution
3	Appointment of Mr. Chandra Kailash Vishwakarma (DIN: 10864745), as an Independent Director of the Company.	Special Resolution
4	Appointment of Mr. Anoop Kumar Agrawal (DIN: 07508525), as an Independent Director of the Company.	Special Resolution
5	Approval of Material Related Party Transactions of the Company.	Ordinary Resolution

In connection with the above referred matters, I hereby submit my report as under:

- 1) Due to the relaxations provided by MCA in terms of aforesaid MCA Circulars, the Members of the Company holding shares as on January 24, 2025 ("**cut-off date**") had an option to vote through the e-voting facility only as per MCA Circulars. The Company has also provided option for e-voting to those shareholders, who held shares in Physical form.
- 2) The Company has completed the dispatch of Notice of the Postal Ballot by email on January 31, 2025, to all the members, whose names appear in the Register of Members/ Statements of beneficial ownership maintained by the Depositories, i.e., National Securities Depository Limited ("**NSDL**") and Central Depository Services (India) Limited ("**CDSL**") as on the close of business hours on cut-off date.

MEHUL RAVAL

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- 3) The Company has published an advertisement on February 01, 2025, regarding completion of dispatch of Postal Ballot Notice to eligible members in “Navshakti”, Marathi Newspaper (Regional Language) and “The Free Press Journal”, English Newspaper.
- 4) The voting period for remote e-voting on Postal Ballot commenced on **Saturday, February 01, 2025, at 09:00 a.m. (IST) and ended on Sunday, March 2, 2025, at 05:00 p.m. (IST)** and the NSDL e-voting module was disabled thereafter.
- 5) The particulars of remote e-voting report generated from electronic registry of NSDL e-voting system have been entered in a separate Register maintained for this purpose.
- 6) E-votes cast up to the close of working hours i.e., 05:00 P.M. on Sunday, February 2, 2025, i.e., the last date and time fixed by the Company for Postal Ballot process, has been considered for the purpose of this report.
- 7) The result of the remote e-voting is as under:

ITEM NO. 1- SPECIAL RESOLUTION:

1. **Appointment of Mr. Nishikant Kishanrao Hayatnagarkar (DIN:00062638), as Executive Director of the company.**

- i. Voted in favour of the Resolution:

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
384	35071571	98.4608

- ii. Voted against the resolution:

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
44	548260	1.5392

- iii. Invalid votes

Number of members voted	Number of invalid votes cast (Shares)	% of total number of invalid votes cast
NIL	NIL	NIL

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ITEM NO. 2- SPECIAL RESOLUTION:

2. Appointment of Mr. Hari Mohan (DIN:08671182), as an Independent Director of the Company.

i. Voted in favour of the Resolution:

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
395	35465932	99.5694

ii. Voted against the resolution:

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
32	153369	0.4305

iii. Invalid votes

Number of members voted	Number of invalid votes cast (Shares)	% of total number of invalid votes cast
NIL	NIL	NIL

ITEM NO. 3- SPECIAL RESOLUTION:

3. Appointment of Mr. Chandra Kailash Vishwakarma (DIN: 10864745), as an Independent Director of the Company.

i. Voted in favour of the Resolution:

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
392	35465144	99.5672

ii. Voted against the resolution:

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Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
35	154157	0.4327

iii. Invalid votes

Number of members voted	Number of invalid votes cast (Shares)	% of total number of invalid votes cast
NIL	NIL	NIL

ITEM NO. 4- SPECIAL RESOLUTION:

4. Appointment of Mr. Anoop Kumar Agrawal (DIN: 07508525), as an Independent Director of the Company.

i. Voted in favour of the Resolution:

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
391	35465142	99.5672

ii. Voted against the resolution:

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
36	154159	0.4327

iii. Invalid votes

Number of members voted	Number of invalid votes cast (Shares)	% of total number of invalid votes cast
NIL	NIL	NIL

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ITEM NO. 5- Ordinary RESOLUTION:

5. Approval of Material Related Party Transactions of the Company.

i. Voted in favour of the Resolution:

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
394	35075480	99.8753

ii. Voted against the resolution:

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
31	43761	0.1246

iii. Invalid votes

Number of members voted	Number of invalid votes cast (Shares)	% of total number of invalid votes cast
NIL	NIL	NIL

- 8) Votes cast in favour or against has been considered on the basis of number of shares held as on the cut-off date reckoned for the purpose of Postal Ballot.
- 9) Votes cast in favour or against is calculated based on the valid votes casted through e-voting.
- 10) Detailed summary of Result with assent/dissent for the resolutions is attached with this Report as Annexure – A.
- 11) Based on the aforesaid results, I report that the resolutions mentioned in the Notice of the Postal Ballot stands passed with the requisite majority on Sunday, March 2, 2025. I request the Company, to announce the voting result of Postal Ballot.

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Office: 161, 2nd floor, Raghuleela Mega Mall, Kandivali – (West), Mumbai – 400 067.

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Thanking You,

Yours Faithfully,

MEHUL JAYANT
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MEHUL JAYANT RAVAL
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CS Mehul Raval

Practicing Company Secretary

ACS: 18300

COP: 24170

UDIN: A018300F004047886

Place: Mumbai

Date: March 04, 2025

MEHUL RAVAL

Practicing Company Secretary

Office: 161, 2nd floor, Raghuleela Mega Mall, Kandivali – (West), Mumbai – 400 067.

Tel: 022- 49638648/ Email: csmehulraval@gmail.com

Annexure A

RESULT SUMMARY

SR. NO.	RESOLUTION	TYPE OF RESOLUTION	FAVOUR (%)	AGAINST (%)
1	Appointment of Mr. Nishikant Kishanrao Hayatnagarkar (DIN:00062638), as Executive Director of the company.	Special Resolution	98.4608	1.5392
2	Appointment of Mr. Hari Mohan (DIN:08671182), as an Independent Director of the Company.	Special Resolution	99.5694	0.4306
3	Appointment of Mr. Chandra Kailash Vishwakarma (DIN: 10864745), as an Independent Director of the Company.	Special Resolution	99.5672	0.4328
4	Appointment of Mr. Anoop Kumar Agrawal (DIN: 07508525), as an Independent Director of the Company.	Special Resolution	99.5672	0.4328
5	Approval of Material Related Party Transactions of the Company.	Ordinary Resolution	99.8753	0.1246

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