

September 26, 2020

To  
The Manager – Listing  
The National Stock Exchange of India Limited  
BSE Limited

Dear Sir/Madam,

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

In accordance with Regulation 44(3) of the SEBI (LODR) Regulations, 2015, please find enclosed the details of e-voting on resolutions passed by the shareholders at the 26<sup>th</sup> AGM of the Company held on September 25, 2020 through Video Conference/Other Audio Visual Means. Shareholders were provided the facility for remote e-voting prior to the AGM and e-voting at the AGM.

The details of the e-voting on agenda items along with the Scrutinizers Report are enclosed hereto. Kindly note that all resolutions were passed with requisite majority. We request you to take the aforesaid notification on record.

Thanking you.

**Yours truly,  
For Subex Limited**



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

**Subex Limited**

CIN - L85110KA1994PLC016663

Registered Address: RMZ Ecoworld, Outer Ring Road, Devarabisanahalli, Bangalore - 560103,  
India

Company Name	SUBEX LIMITED
Date of the AGM	25-09-2020
Total number of shareholders on record date	97842
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	0
Public:	78

Resolution No.	1								
Resolution required: (Ordinary/ Special)	ORDINARY - Adoption of Financial Statements								
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		0	0.0000	0	0	0.000	0.000	
	Poll	0	0	0.0000	0	0	0.000	0.000	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.000	0.000	
	Total		0	0.0000	0	0	0.000	0.000	
Public- Institutions	E-Voting	40,54,568	0	0.0000	0	0	0.000	0.000	
	Poll		0	0.0000	0	0	0.000	0.000	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.000	0.000	
	Total		0	0.0000	0	0	0.000	0.000	
Public- Non Institutions	E-Voting		2,59,69,682	4.6545	2,59,68,674	1,008	99.996	0.004	
	Poll	55,79,48,367	3,17,674	0.0569	3,17,574	100	99.969	0.031	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.000	0.000	
	Total		2,62,87,356	4.7114	2,62,86,248	1,108	99.996	0.004	
	Total	56,20,02,935	2,62,87,356	4.6774	2,62,86,248	1,108	99.996	0.004	



Resolution No.	2							
Resolution required: (Ordinary/ Special)	ORDINARY - Re-Appointment of Mr. Vinod Kumar Padmanabhan as a Director liable to retire by rotation							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		0	0.0000	0	0	0.000	0.000
	Poll		0	0.0000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.000	0.000
	Total		0	0.0000	0	0	0.000	0.000
Public- Institutions	E-Voting	40,54,568	0	0.0000	0	0	0.000	0.000
	Poll		0	0.0000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.000	0.000
	Total		0	0.0000	0	0	0.000	0.000
Public- Non Institutions	E-Voting	55,79,48,367	2,59,69,582	4.6545	2,59,64,104	5,478	99.979	0.021
	Poll		3,17,674	0.0569	3,17,574	100	99.969	0.031
	Postal Ballot (if applicable)		0	0.0000	0	0	0.000	0.000
	Total		2,62,87,256	4.7114	2,62,81,678	5,578	99.979	0.021
	Total	56,20,02,935	2,62,87,256	4.6774	2,62,81,678	5,578	99.979	0.021



Resolution No.	3							
Resolution required: (Ordinary/ Special)	ORDINARY - Re-appointment of Auditors							
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		0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public- Institutions	E-Voting	40,54,568	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	55,79,48,367	2,59,69,082	4.6544	2,59,65,604	3,478	99.986	0.014
	Poll		3,17,674	0.0569	3,17,574	100	99.969	0.031
	Postal Ballot (if applicable)		0	0.0000	0	0	0.000	0.000
	Total		2,62,86,756	4.7113	2,62,83,178	3,578	99.986	0.014
	Total	56,20,02,935	2,62,86,756	4.6773	2,62,83,178	3,578	99.986	0.014



Resolution No.	4									
Resolution required: (Ordinary/ Special)	SPECIAL - Appointment of Ms. Nisha Dutt as an Independent Director of the Company									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100		
	E-Voting		0	0.0000	0	0	0.000	0.000		0.000
	Poll	0	0	0.0000	0	0	0.000	0.000		0.000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.000	0.000		0.000
Promoter and Promoter Group	Total		0	0.0000	0	0	0.000	0.000		0.000
	E-Voting		0	0.0000	0	0	0.000	0.000		0.000
	Poll	40,54,568	0	0.0000	0	0	0.000	0.000		0.000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.000	0.000		0.000
Public- Institutions	Total		0	0	0	0	0.000	0.000		0.000
	E-Voting		2,59,69,182	4.6544	2,59,58,504	10,678	99.959	0.041		0.041
	Poll	55,79,48,367	3,17,674	0.0569	3,17,574	100	99.969	0.031		0.031
	Postal Ballot (if applicable)		0	0.0000	0	0	0.000	0.000		0.000
Public- Non Institutions	Total		2,62,86,856	4.7113	2,62,76,078	10,778	99.959	0.041		0.041
	Total	56,20,02,935	2,62,86,856	4.6774	2,62,76,078	10,778	99.959	0.041		0.041

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Resolution No.	5									
Resolution required: (Ordinary/ Special)	ORDINARY - Re-appointment of Mr. Anil Singhi as a Non-Executive & Non-Independent Director of the Company									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)] * 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)]*100		
	E-Voting			0	0	0	0.000	0.000		0.000
	Poll	0		0.0000	0	0	0.000			0.000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.000			0.000
	Total			0	0	0	0.000			0.000
	E-Voting			0	0	0	0.000			0.000
	Poll	40,54,568		0	0	0	0.000			0.000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.000			0.000
	Total			0	0	0	0.000			0.000
	Public- Institutions									
	E-Voting		2,59,67,782	4.6542	2,59,64,304	3,478	99.986	0.014		0.031
	Poll		3,17,674	0.0569	3,17,574	100	99.969			0.000
	Postal Ballot (if applicable)			0	0	0	0.000			0.000
	Total			4.7111	2,62,81,878	3,578	99.986	0.014		0.014
Public- Non Institutions										
	Total									
	Total	56,20,02,935	2,62,85,456	4.6771	2,62,81,878	3,578	99.986	0.014		



Resolution No.	6										
Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of Mr. Shiva Shankar Naga Roddam as a Director of the Company										
Whether promoter/ promoter group are interested in the agenda/resolution?	No										
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100			
Promoter and Promoter Group	E-Voting		0	0.0000	0	0	0.000	0.000			
	Poll	0	0	0.0000	0	0	0.000	0.000			
	Postal Ballot (if applicable)		0	0.0000	0	0	0.000	0.000			
	Total		0	0.0000	0	0	0.000	0.000			
	E-Voting		0	0.0000	0	0	0.000	0.000			
Public- Institutions	Poll	40,54,568	0	0.0000	0	0	0.000	0.000			
	Postal Ballot (if applicable)		0	0.0000	0	0	0.000	0.000			
	Total		0	0	0	0	0.000	0.000			
	E-Voting		2,59,67,841	4.6542	2,59,62,383	5,458	99.979	0.021			
	Poll	55,79,48,367	3,17,674	0.0569	3,17,574	100	99.969	0.031			
Public- Non Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0.000	0.000			
	Total		2,62,85,515	4.7111	2,62,79,957	5,558	99.979	0.021			
	Total	56,20,02,935	2,62,85,515	4.6771	2,62,79,957	5,558	99.979	0.021			



Resolution No.	7	SPECIAL - Appointment of Mr. Shiva Shankar Naga Roddam as a Whole-time Director of the Company									
Resolution required: (Ordinary/ Special)	SPECIAL - Appointment of Mr. Shiva Shankar Naga Roddam as a Whole-time Director of the Company										
Whether promoter/ promoter group are interested in the agenda/resolution?	No										
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)] * 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] * 100	% of Votes against on votes polled (7)=[(5)/(2)] * 100			
	E-Voting		0	0.0000	0	0	0.000	0.000			
	Poll			0.0000	0	0	0.000	0.000			
	Postal Ballot (if applicable)			0.0000	0	0	0.000	0.000			
Promoter and Promoter Group	Total			0.0000	0	0	0.000	0.000			
	E-Voting			0.0000	0	0	0.000	0.000			
	Poll			0.0000	0	0	0.000	0.000			
	Postal Ballot (if applicable)			0.0000	0	0	0.000	0.000			
Public- Institutions	Total			0.0000	0	0	0.000	0.000			
	E-Voting			0.0000	0	0	0.000	0.000			
	Poll			0.0000	0	0	0.000	0.000			
	Postal Ballot (if applicable)			0.0000	0	0	0.000	0.000			
Public- Non Institutions	Total			0.0000	0	0	0.000	0.000			
	E-Voting			0.0000	0	0	0.000	0.000			
	Poll			0.0000	0	0	0.000	0.000			
	Postal Ballot (if applicable)			0.0000	0	0	0.000	0.000			
	Total	56,20,02,935	2,62,85,515	4.6771	2,62,79,927	5,588	99.979	0.021			







Date: 26<sup>th</sup> September, 2020

To,  
The Chairman,  
SUBEX LIMITED  
CIN: L85110KA1994PLC016663  
RMZ Ecoworld Outer Ring Road,  
Devarabisanahalli Bangalore-560103

Dear Sir,

**Sub: Consolidated Scrutinizer's Report on remote 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 26<sup>th</sup> Annual General Meeting of Subex Limited held on Friday, September 25, 2020 at 03.00 P.M. (IST) through video conferencing ('VC') / other audio visual means ('OVAM')**

I, Pramod SM of BMP and Co. LLP, Practising Company Secretaries, had been appointed as the Scrutinizer by the Board of Directors of Subex Limited pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, to conduct the remote e-voting process in respect of below mentioned resolutions proposed at the 26th Annual General Meeting of Subex Limited held on Friday, September 25, 2020 at 03.00 P.M. (IST) through VC / other OVAM.

I was also appointed as Scrutinizer to scrutinize the remote e-voting process during the said AGM.

The notice dated August 10, 2020, as confirmed by the Company was sent to the shareholders in respect of the below mentioned resolutions passed at the AGM by

**BMP & Co. LLP**  
LLPIN : AAI-4194



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the Company through electronic mode to those members whose email addresses are registered with the Company/ Depositories, in compliance with the MCA Circular dated May 5, 2020 read with circular dated April 8, 2020 and April 13, 2020 (collectively referred to as "MCA Circulars") and SEBI Circular dated May 12, 2020.

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

On account of the situation arising out of COVID-19 and in terms of the MCA Circulars, the Company had sent the Annual General Meeting notice in electronic form only and the same was completed on August 29, 2020.

The remote voting commenced on Tuesday, September 22, 2020 (9.00 a.m. IST) and ended on Thursday, September 24, 2020 (5.00 p.m. IST) for e-voting. The e-voting services were provided by Kfintech

The e-voting facility was provided by Kfintech. The votes were unblocked on September 25, 2020 around 04.09 p.m. in the presence of two witnesses, viz., Mr. Biswajit Ghosh, currently residing at #414, Mahaveer Lake, Uttarahalli-Kengeri Main Road, Kengeri, Bengaluru 560060 and Mr. Manu currently residing at #61 3rd Cross 30ft Road BSK 3rd Stage Hoskerhalli, Bangalore-560085, who are not in employment of the Company.

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

The Shareholders of the Company holding shares as on the "cut-off" date of Friday, September 18, 2020 were entitled to vote on the resolutions contained in the Notice of the AGM.







After the closure of the remote e-voting at the AGM, the report on voting done at the AGM and the votes cast under remote e-voting facility prior were unblocked and were counted.

I have scrutinized and reviewed the remote e-voting prior and during the AGM and votes cast therein based on the data downloaded from Kfintech e-voting system. The Management of the Company is responsible to ensure compliance with requirements of the Act and rules relating to remote e-voting prior and during the AGM on the resolutions contained in the notice of the AGM.

My responsibility as scrutinizer for the remote e-voting is restricted to making scrutinizers report of the votes cast in favour or against the resolutions. I now submit my consolidated Report as under on the result of the remote e-voting in respect of the said resolutions.

Sl. No.	Resolution	E-Voting		E-voting during AGM		Total		Percentage		Result
		For	Against	For	Against	For	Against	For	Against	
1	Adoption of financial statements  (ORDINARY RESOLUTION)	25968674	1008	317574	100	26286248	1108	99.996	0.004	Passed
2	Re-Appointment of Mr. Vinod Kumar Padmanabhan as a Director liable to retire by rotation (ORDINARY RESOLUTION)	25964104	5478	317574	100	26281678	5578	99.979	0.021	Passed
3.	Re-appointment of Auditors (ORDINARY	25965604	3478	317574	100	26283178	3578	99.986	0.014	Passed



	RESOLUTION)									
4.	Appointment of Ms. Nisha Dutt as an Independent Director of the Company (SPECIAL RESOLUTION)	25958504	10678	317574	100	26276078	10778	99.959	0.041	Passed
5.	Re-appointment of Mr. Anil Singhvi as a Non-Executive & Non-Independent Director of the Company (ORDINARY RESOLUTION)	25964304	3478	317574	100	26281878	3578	99.986	0.014	Passed
6.	Appointment of Mr. Shiva Shankar Naga Roddam as a Director of the Company (ORDINARY RESOLUTION)	25962383	5458	317574	100	26279957	5558	99.979	0.021	Passed
7.	Appointment of Mr. Shiva Shankar Naga Roddam as a Whole-Time Director of the Company (SPECIAL RESOLUTION)	25962353	5488	317574	100	26279927	5588	99.979	0.021	Passed







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

For BMP & Co. LLP,  
Company Secretaries



Pramod S M  
Designated Partner

Place: Bangalore  
Date: 26<sup>th</sup> September, 2020  
UDIN: F007834B000768814

FCS No: 7834  
CP No: 13784

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

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

**Biswajit Ghosh**

#414, Mahaveer Lake,  
Uttarahalli-Kengeri Main Road,  
Kengeri, Bengaluru 560060

**Manu**

#61 3rd Cross 30ft Road BSK 3rd Stage  
Hoskerhalli, Bangalore-560085

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**BMP & Co. LLP**

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