

FORM NO. MGT-13

Report of Scrutinizer(s)

*[Pursuant to section 109 of the Companies Act, 2013 and rule 21(2) of the Companies
(Management and Administration) Rules, 2014]*

To,

Mr. Vivek Padam Ghai

The Chairman of

**10th Annual General Meeting of the Equity Shareholders of
KATALYST SOFTWARE SERVICES LIMITED**

Held on Tuesday, 30th September 2025 at 12:30 P.M. at
Office No. 101, Pentagon P4, Magarpatta City, Hadapsar I.E.,
Pune City, Maharashtra, India, 411013

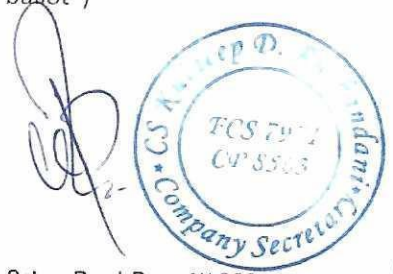
**Subject: Consolidated Scrutinizer's Report on remote e-voting & voting at AGM conducted
through Physical ballot process.**

Dear Sir,

1. I, CS Kuldeep Ruchandani, Company Secretary in Practice (FCS: 7971) and Partner at KPRC & Associates a peer reviewed firm, having office at 1203-05, Kumar Surabhi Next to Laxminarayan Theatre Pune - Satara Road Pune 411 009 India, have been appointed by the Board of Directors of **Katalyst Software Services Limited** ("the Company") on 05th September 2025 in its Board Meeting as Scrutinizer for the purpose of scrutinizing voting process i.e. remote e-voting and voting through Physical Ballot at 10th Annual General Meeting (AGM) in pursuance of the Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management & Administration) Rules 2014 (including Statutory Modification and re-enactment(s) thereof and Secretarial Standard – II on the Agenda items mentioned in the 10th AGM notice dated 08th September, 2025.
2. The said appointment as Scrutinizer is under the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("the Rules"). As the Scrutinizer, I have to scrutinize –
 - a. process of remote e-voting, before the AGM, using an electronic voting system on the dates referred to in the Notice calling the AGM ("remote e-voting"); and
 - b. process of voting at the AGM through physical ballot ("physical ballot")



1



3. The Management of the Company is responsible to ensure compliances with requirements of the relevant provisions of:

- (i) The Companies Act, 2013 and the rules made thereunder.
- (ii) Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India.

relating to the voting through Physical Ballot facility to the Shareholders during the AGM and Remote e - voting. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

4. My responsibility as a Scrutinizer is restricted to give a report on votes cast by the Members for the resolutions (Businesses) contained in the Notice dated 08th September, 2025, through Physical Ballot facility during the AGM and through remote e-voting facility based on the reports generated from the remote e-voting system provided by the Central Depository Services (India) Limited (CDSL), the Agency authorized under the Rules and engaged by the Company to provide e-voting facility and ballot papers/ attendant papers / documents furnished to me by the Company and/ or Central Depository Services (India) Limited (CDSL) for my verification.
5. It was informed that as required under Section 101 and 108 of the Companies Act, 2013, notice dated 08th September, 2025 convening the 10th Annual General Meeting of the Equity Shareholders of Katalyst Software Services Limited to be held on Tuesday, 30th September 2025 at 12:30 P.M. at the registered office of the Company situated at Office No. 101, Pentagon P4, Magarpatta City, Hadapsar I.E., Pune, Pune City, Maharashtra, India, 411013 along with the statement setting out material facts under Section 102 of the Companies Act, 2013 were sent electronically to all the Members of the Company.

Report on Scrutiny:

1. The Shareholders holding shares as on "Cut-off" i.e. Tuesday, 23rd September 2025 were entitled to vote on the proposed resolutions. (04 items as set out in the Notice of 10th AGM of Katalyst Software Services Limited).
2. The Company had appointed Central Depository Services (India) Limited (CDSL) as the Agency for providing E-voting facility to the Shareholders and allotted Event No. 250916017 for the same and accordingly the login ID and password were sent to members as per the procedure prescribed under the Act and Rules.



3. The Remote E-voting facility was kept open for four (4) days, from Friday, September 26, 2025, at 9.00 A.M. IST to Monday, September 29, 2025 at 5.00 P.M. IST. for the purpose of 10th Annual General Meeting held on Tuesday, 30th September 2025 at 12:30 P.M. (IST).
4. At the end of the remote e-voting period on 29th September 2025 at 5:00 PM (IST) the voting portal www.evotingindia.com of Central Depository Services (India) Limited (CDSL), the Service Provider was blocked forthwith.
5. At the AGM, the Chairman, after the discussions on all matters included in the said Notice, announced that the Members present at the AGM and who have not casted their vote by remote e-voting, can exercise their voting rights through Physical ballot at the AGM.
6. The Poll commenced at 12:50 PM. 1 (One) ballot box kept for voting was locked in my presence with due identification marks placed by me.
7. The Poll voting papers were issued to the members, authorized representatives, proxies who were present, willing to vote and not voted through remote e-voting facility.
8. After all of them had exercised their votes, the polling was declared concluded at 01:15 PM.
9. After the conclusion of the Annual General Meeting, the votes casted through remote e-voting and Physical ballot papers (Ballot Box) at the AGM subsequently unblocked in the presence of two witnesses who are not in the employment of the Company and/or Central Depository Services (India) Limited (CDSL)
10. Thereafter, the details containing, inter alia, the list of Equity Shareholders who voted "in favour" or "against" on each of the resolutions that was put to vote, were generated from the e-voting website of Central Depository Services (India) Limited (CDSL), i.e. www.evotingindia.com. Based on the report generated by Central Depository Services (India) Limited (CDSL) and relied upon by me, data regarding the remote e-voting was scrutinized.
11. The consolidated result of remote e-voting together with that of Physical Ballot Papers at the venue of the AGM on the below mentioned resolution is as under:



ORDINARY BUSINESS:**❖ Item No. 1 of the Notice (As an Ordinary Resolution):**

To receive, consider and adopt the Standalone Audited Financial Statements of the Company for the financial year ended March 31, 2025, together with the Reports of the Board of Directors and the Auditors thereon.

Manner of voting	Total No. of Members who voted	Votes in favour of the resolution		Votes against the resolution		Abstained votes	Invalid votes*	Total Valid Votes	
		Nos.	% of Total numbers of Valid Votes	Nos.	% of Total numbers of Valid Votes	Nos.	Nos.	Nos.	%
Total votes through Remote e-voting	24	1,06,07,497	90.82%	-	-	-	-	1,06,07,497	90.82%
Total votes Physical Ballot at the AGM	4	-	-	10,72,720	9.18%	-	9,28,753	10,72,720	9.18%
TOTAL	28	1,06,07,497	90.82%	10,72,720	9.18%	-	9,28,753	1,16,80,217	100%



CS Kuldeep D. Puri
FCS 7111
CP 5563
Company Secretary

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

To receive, consider and adopt the Consolidated Audited Financial Statements of the Company for the financial year ended March 31, 2025, together with the Report of the Auditors thereon.

Manner of voting	Total No. of Members who voted	Votes in favour of the resolution		Votes against the resolution		Abstained votes	Invalid votes*	Total Valid Votes	
		Nos.	% of Total numbers of Valid Votes	Nos.	% of Total numbers of Valid Votes	Nos.	Nos.	Nos.	%
Total votes through Remote e-voting	24	1,06,07,497	90.82%	-	-	-	-	1,06,07,497	90.82%
Total votes Physical Ballot at the AGM	4	-	-	10,72,720	9.18%	-	9,28,753	10,72,720	9.18%
TOTAL	28	1,06,07,497	90.82%	10,72,720	9.18%	-	9,28,753	1,16,80,217	100%



❖ **Item No. 3 of the Notice (As an Ordinary Resolution):**

To appoint a Director in place of Mr. Krishna Rao Girish (DIN: 10749832), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for reappointment.

Manner of voting	Total No. of Members who voted	Votes in favour of the resolution		Votes against the resolution		Abstained votes	Invalid votes*	Total Valid Votes	
		Nos.	% of Total numbers of Valid Votes	Nos.	% of Total numbers of Valid Votes	Nos.	Nos.	Nos.	%
Total votes through Remote e-voting	24	1,06,07,497	90.82%	-	-	-	-	1,06,07,497	90.82%
Total votes Physical Ballot at the AGM	4	-	-	10,72,720	9.18%	-	9,28,753	10,72,720	9.18%
TOTAL	28	1,06,07,497	90.82%	10,72,720	9.18%	-	9,28,753	1,16,80,217	100%



SPECIAL BUSINESS:**❖ Item No. 4 of the Notice (As a Special Resolution):**

To consider and approve revision of remuneration of Mr. Vivek Ghai (DIN: 01452010) Managing Director of the Company in case of no profit or inadequate profits.

Manner of voting	Total No. of Members who voted	Votes in favour of the resolution		Votes against the resolution		Abstained votes	Invalid votes*	Total Valid Votes	
		Nos.	% of Total numbers of Valid Votes	Nos.	% of Total numbers of Valid Votes	Nos.	Nos.	Nos.	%
Total votes through Remote e-voting	24	1,06,07,497	90.82%	-	-	-	-	1,06,07,497	90.82%
Total votes Physical Ballot at the AGM	4	-	-	10,72,720	9.18%	-	9,28,753	10,72,720	9.18%
TOTAL	28	1,06,07,497	90.82%	10,72,720	9.18%	-	9,28,753	1,16,80,217	100%

** A proxy form was lodged by a shareholder one day prior to the meeting. While, as a gesture of goodwill, the Chairman permitted the proxy holder to attend the meeting, it was noted that the proxy form had not been deposited with the Company within the statutory timeline prescribed under the Companies (Management and Administration) Rules, 2014. Accordingly, the Chairman declared the votes, if any, cast by such proxy as invalid and excluded them from the final voting results.*



12. The electronic data and all other relevant records relating to remote e-voting and voting through Physical ballot papers are under my safe custody and will be handed over to CS Vivek Kumar Kasat, Company Secretary, for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.
13. This report has been issued at the request of the Company for, (i) placing it on website of the Company and (ii) website of Central Depository Services (India) Limited (CDSL). This report is not to be used for any other purpose or to be distributed by the Company to any other parties. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior consent in writing.

Thanking you,

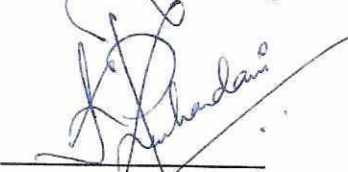
Yours faithfully

For KPRC & Associates

Company Secretaries

ICSI Unique Code: P2013MH030600

Peer Review No.: 3838/2023



CS Kuldeep Ruchandani

Partner

FCS 7971

C.P. No. 8563

Date: 03rd October 2025

Place: Pune

UDIN: F007971G001434924



Counter Signed by.
Katalyst Software Services
limited



Mr. Vivek Padam Ghai

[Chairman of AGM Conducted]