

DIGIKORE STUDIOS

March 29, 2024
Ref: DSL/48/2023-24/NSE

To,
The Manager,
National Stock Exchange of India Ltd.
Exchange Plaza, Bandra Kurla
Complex, Bandra (East), Mumbai – 400
051

NSE Symbol: DIGIKORE
ISIN: INEQJ901011

Subject: Voting Results & Combined Scrutinizer's Report
Ref: Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

Dear Sir/Madam,

Pursuant to Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, please find enclosed herewith the voting results (along with the report of the scrutinizer for combined results) of the 4th Extraordinary General Meeting of the Members of the Company held on Wednesday, March 27, 2024, at 04:00 P.M. IST through Video Conference (VC) / Other Audio Visual Means (OAVM).

Please note that all the resolutions as mentioned in the Notice of 4th Extraordinary General Meeting dated March 27, 2024 have been passed with requisite majority.

Please take the above information on record and arrange for dissemination.

Thanking You.

Yours faithfully,
For Digikore Studios Limited

Henry Digitally signed
by Henry Pahuja
Date:
Pahuja 2024.03.29
15:50:37 +05'30'

Henry Pahuja
Company Secretary & Compliance Officer

Encl: As above

DIGIKORE STUDIOS

VOTING RESULTS

Name of the Company	DIGIKORE STUDIOS LIMITED
Date of the EGM	March 27, 2024
Total number of Shareholders on record date	863 Shareholders (As of Cut – Off date i.e., March 20, 2024)
No. of shareholders present in the meeting either in person or through proxy Promoter and Promoter Group: Public:	Not Applicable Not Applicable
No. of Shareholders attended the meeting through video conferencing Promoter and Promoter Group: Public:	7 4

Agenda – wise disclosure (to be disclosed separately for each agenda item)

Resolution No. 1: APPROVAL OF 'DIGIKORE EMPLOYEE STOCK OPTION PLAN 2024' ("ESOP 2024"/ "PLAN")

Resolution required :(Ordinary / Special)					Special Resolution			
Whether promoter/promoter group are interested in the agenda/resolution?								
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 favor (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 & Promoter Group	E-VOTING	4214400	4214400	100.00	4214400	0	100.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	4214400	4214400	100.00	4214400	0	100.00	0.00
Public - Institutions	E-VOTING	0	0	0.00	0	0	0.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00

DIGIKORE STUDIOS LIMITED

(formerly DIGIKORE STUDIOS PRIVATE LIMITED)

Registered Office:

4th Floor, Lalwani Triumph, Sakore Nagar, Viman Nagar, Pune - 411014

✉ info@digikore.com 🌐 www.digikorevfx.com

Corporate Identity Number: U92112PN2000PLC157681

DIGIKORE STUDIOS

	TOTAL	0	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-VOTING	2118400	38400	1.81	38400	0	100.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	2118400	38400	1.81	38400	0	100.00	0.00
TOTAL		6332800	4252800	67.16	4252800	0	100.00	0.00

Resolution No. 2: Grant of Options Equal to or Exceeding 1% (One Percent) of the Issued Share Capital of the Company to Eligible Employee(S) under Digikore Employee Stock Option Plan 2024

Resolution required :(Ordinary / Special)					Special Resolution			
Whether promoter/promoter group are interested in the agenda/resolution?								
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 favor (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 & Promoter Group	E-VOTING	4214400	4214400	100.00	4214400	0	100.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	4214400	4214400	100.00	4214400	0	100.00	0.00
Public - Institutions	E-VOTING	0	0	0.00	0	0	0.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	0	0	0.00	0	0	0.00	0.00

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Public-Non Institutions	E-VOTING	2118400	38400	1.81	38400	0	100.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	2118400	38400	1.81	38400	0	100.00	0.00
TOTAL		6332800	4252800	67.16	4252800	0	100.00	0.00

Yours faithfully,
For Digikore Studios Limited

Heny Pahuja
Digitally signed
by Heny Pahuja
Date: 2024.03.29
15:50:56 +05'30'

Heny Pahuja
Company Secretary & Compliance Officer

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FORM NO. MGT-13

REPORT OF SCRUTINIZER

[Pursuant to rule section 108 and 110 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

DATE: 29TH March, 2024

To

Mr. Abhishek Rameshkumar More

Managing Director

DIGIKORE STUDIOS LIMITED

(Formerly known as Digikore Studios Private Limited)

Regd. Office: 4th Floor, Lalwani Triumph, Sakore Nagar,
Viman Nagar, Pune -411014 MH IN

Ref: Scrutinizers Report on Remote E-voting for the 4th Extraordinary General Meeting of the Digikore Studios Limited held on Wednesday, March 27, 2024 at 04:00 P.M. IST through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM")

I, Manoj Soni, Practicing Company Secretary (CP No. 7018), Partner of M/s MV & Associates, Practicing Company Secretaries have been appointed by the Board of Directors of DIGIKORE STUDIOS LIMITED (the "Company") as Scrutinizer in their Board meeting held on 21st February, 2024 pursuant to Section 108, 110 of the Company Act 2013 ("the 2013 Act") reads with Rule 20 and 22 of the Companies (management and Administration) Rules, 2014 ("the Rules") as amended for the purpose of scrutinizing votes casted by the shareholders of the Company through remote e-voting and E-voting facility at the Extraordinary General Meeting provided by the Company as per the provisions of 108 of the Company Act 2013 ("the 2013 Act") reads with Rule 20 of the Companies (management and Administration) Rules, 2014 ("the Rules") and the provisions of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) and pursuant to Circular dated 13th January, 2021 read with the General Circular Nos. 14/2020, 17/2020, 22/2020, 33/2020, 39/2020, 10/2021, 20/2021, 03/2022, 11/2022 and 09/2023 issued by the Ministry of Corporate Affairs on April 08, 2020, April 13, 2020, June 15, 2020, September 28, 2020, December 31, 2020, June 23, 2021, December 8, 2021, My 5, 2022, December 28, 2022 and September 25, 2023 respectively (collectively referred to as the "MCA Circulars") and SEBI Circulars No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 read with the SEBI Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 (collectively referred to as the "SEBI Circulars") and Secretarial Standard-2 on General Meetings as issued by the Institute of the Company Secretaries of India and ascertain the results on the resolutions contained in the notice of 4th Extraordinary General Meeting of the Company (the "Notice").

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules relating to voting through electronic means on the resolution contained in the EGM Notice.

My Responsibility as a Scrutinizer for passing a resolution by voting through remote electronic means ("Remote e-voting") is to ensure that the Remote e-voting is carried out in fair and transparent manner and to furnish a Scrutinizers Report of the votes cast "IN FAVOUR" or "AGAINST" the Resolution contained in the Notice. Based on the reports generated from the e-voting system of National Securities Depository Limited ("NSDL") the agency engaged by the company to provide the Facilities for remote e-voting.



As confirmed by the Company, the Notice of the EGM was sent through electronic mode to the Members whose email addresses are registered with the Company/NSDL/Depository Participant(s) in compliance with the MCA Circulars and SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020.

Post-dispatch of the Notice, the requisite advertisement pursuant to the Rules and the MCA Circulars was published by the Company in the "The Indian Express" (English) and "Loksatta" (Marathi) newspapers respectively.

I submit my Report as under:

- The Board of Directors of the Company has appointed National Securities Depository Limited ("NSDL") as the agency for Service provider for the purpose of extending the facility of remote e-voting to the Members of the Company.
- The Service provider has provided a system for recording the votes of members electronically on the special Business, which is mentioned in the notice of postal ballot.
- The Service provider had set-up an electronic e-voting facility on their website www.evoting.nsdl.com. The Company had uploaded the Notice of Extra ordinary general meeting containing item of business to be transacted on the website of the Company and also on the website of Stock Exchange viz. National Stock Exchange of India Limited (NSE-EMERGE) and on the website of NSDL.
- The cut of date for the purposes of identifying the members who will be entitled to vote on the resolution placed for the approval of members was Wednesday, March 20, 2024.
- The remote e-voting period remained open from Saturday, March 23, 2024, at 10.00 A.M. (IST) up to Tuesday, March 26, 2024, at 5.00 P.M. (IST).
- At the end of the Remote e-voting period on Tuesday, March 26, 2024, at 5.00 P.M. (IST) the remote e-voting module was disabled for e-voting. The votes were unblocked at 4.38 pm on March 27, 2024, in the presence of Mr. Vishal Bhosale and Mrs. Prachi Bhandare who are not the employees of the Company, who have signed below as witness to the unblocking of the votes. The Remote e-voting Report downloaded from NSDL e-voting platform was diligently scrutinized and reviewed and is kept separate.
- The Electronic votes were duly scrutinized, and the shareholding was reconciled with the Register of Members of the Company as on Wednesday, March 20, 2024 ("Cutoff date") provided by BIG Share Services Private Limited, Registrar and Transfer Agent of the Company.

The result of voting by remote E-voting in respect of Business to be transacted is as under:



RESOLUTION NO: 01 (SPECIAL RESOLUTION)

APPROVAL OF 'DIGIKORE EMPLOYEE STOCK OPTION PLAN 2024' ("ESOP 2024"/ "PLAN"):

1) Voting through remote e-voting was as follows:

Voting Description	No of Members who Voted	No of Shares for which votes casted	Percentage of total number of valid votes casted
Votes in favour of the Resolution	11	4252800	100%
Votes against the resolution	NIL	NIL	NIL
Total	11	4252800	100

2) Invalid votes:

Total Number of Members (in person or by proxy) whose vote(s) were declared invalid	Number of Member of Vote (s) cast by them
NIL	NIL

RESOLUTION NO: 02 (SPECIAL RESOLUTION)

GRANT OF OPTIONS EQUAL TO OR EXCEEDING 1% (ONE PERCENT) OF THE ISSUED SHARE CAPITAL OF THE COMPANY TO ELIGIBLE EMPLOYEE(S) UNDER DIGIKORE EMPLOYEE STOCK OPTION PLAN 2024

1) Voting through remote e-voting was as follows:

Voting Description	No of Members who Voted	No of Shares for which votes casted	Percentage of total number of valid votes casted
Votes in favour of the Resolution	11	4252800	100%
Votes against the resolution	NIL	NIL	NIL
Total	11	4252800	100

2) Invalid votes:

Total Number of Members (in person or by proxy) whose vote(s) were declared invalid	Number of Member of Vote (s) cast by them
NIL	NIL



The above resolution mentioned in the Notice of extra ordinary general meeting dated February 21, 2024 stands passed under Remote e-voting, with the requisite majority and deemed to be passed on after the conclusion of the extra ordinary general meeting held on Wednesday, March 27, 2024 in terms of Secretarial Standard II on general meetings (SS-II)

The soft copy containing summary of equity shareholders who voted "FOR" or "AGAINST" and those who "ABSTAINED" together with those whose votes were declared invalid (if any) for above resolution is being delivered to the Company Secretary separately.

I hereby confirmed that the electronic voting data received from NSDL in respect of the votes cast through remote e-voting by the members of the company and other relevant records relating to remote e-voting are under my safe custody and will be handed over to the Company Secretary for safe keeping upon signing of the minutes.

Mr. Abhishek More, Managing Director of the Company may accordingly declare the results of remote e-voting based on this report issued in accordance with the provisions of Section 108 of the Act and other applicable provisions, if any, of the Act read together with the companies (Management and Administration) Rules, 2014 and put the same on the website of the Company for the information of the members and record in its Minutes book/proceedings.

Respectfully submitted
Thanking You,

MANOJ SONI
Practicing Company Secretary
ICSI Membership No: F6434, COP No: 7018
Partner of MV & Associates, Pune
Practicing Company Secretaries
UDIN: F006434E003648358



The votes were unblocked from the e-voting website of NSDL in our presence at 4.38 pm on March 27, 2024 at the office of the Scrutinizer

Vishal Bhosale

Prachi Bhandare

Countersigned By

For **DIGIKORE STUDIOS LIMITED**
(Formerly known as Digikore Studios Private Limited)

ABHISHEK RAMESHKUMAR MORE
MANAGING DIRECTOR
DIN: 00139618



ADDRESS: 115 NATIONAL SOCIETY BANER ROAD AUNDH PUNE 411007

Date: 29TH March, 2024

Place: Pune