

August 23, 2025

BSE Limited

Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001 **National Stock Exchange of India Limited**

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

Scrip Code - **533137**

Trading Symbol - **DEN**

Dear Sir(s),

Sub: <u>Disclosure of Voting Results - Eighteenth Annual General Meeting of the</u>
Company

The voting results in the format prescribed under Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, along with the consolidated Scrutinizer's Report on voting through electronic means (i.e. remote e-voting and voting at the Meeting through electronic voting system), in respect of the Eighteenth Annual General Meeting of the Company held on Friday, August 22, 2025 are enclosed.

This is for your information and records.

Thanking You,

Yours faithfully,

For **DEN NETWORKS LIMITED**

Hema Kumari Company Secretary & Compliance Officer

Encl: As above

DEN Networks Limited

CIN: L92490MH2007PLC344765

DEN NETWORKS LIMITED

Voting Results

Date of the AGM /EGM:	August 22, 2025
Total number of shareholders on record date (i.e., August 15, 2025 - cut-off date	1,65,341
for voting purpose):	
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Not Applicable
Public:	
No. of Shareholders attended the meeting through Video Conferencing:	
Promoters and Promoter Group:	7
Public:	166

AGENDA - WISE DISCLOSURE

The Mode of voting for all resolutions was remote e-voting and e-voting at the Meeting.

Resolution 1(a): To consider and adopt the audited financial statement of the Company for the financial year ended March 31, 2025 and the reports of the Board of Directors and Auditors thereon (Ordinary Resolution)

W	hether promoter/promoter g	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		357459952	100.0000	357459952	0	100.0000	0.0000
Promoter and	Poll	357459952	N.A.	0.0000	0	0	0.0000	0.0000
Promoter Group	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
- C. C. P	Total	357459952	357459952	100.0000	357459952	0	100.0000	0.0000
	E-Voting	3239910	970577	29.9569	970577	0	100.0000	0.0000
Public-	Poll		N.A.	0.0000	0	0	0.0000	0.0000
Institutions	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	3239910	970577	29.9569	970577	0	100.0000	0.0000
	E-Voting		1016420	0.8723	753376	263044	74.1205	25.8795
Public- Non	Poll	116523983	257	0.0002	257	0	100.0000	0.0000
Institutions	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	116523983	1016677	0.8725	753633	263044	74.1271	25.8729
Total		477223845	359447206	75.3205	359184162	263044	99.9268	0.0732

Details of Invalid Votes					
Category	No. of Votes				
Promoter and Promoter Group	0				
Public Institutions	0				
Public - Non Institutions	0				
Total	0				

Resolution 1(b): To consider and adopt the audited consolidated financial statement of the Company for the financial year ended March 31, 2025 and the report of the Auditors thereon (Ordinary Resolution)

١	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		357459952	100.0000	357459952	0	100.0000	0.0000
Promoter and	Poll	357459952	N.A.	0.0000	0	0	0.0000	0.0000
Promoter Group	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	357459952	357459952	100.0000	357459952	0	100.0000	0.0000
	E-Voting		1048643	32.3664	1048643	0	100.0000	0.0000
	Poll	3239910	N.A.	0.0000	0	0	0.0000	0.0000
Public- Institutions	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	3239910	1048643	32.3664	1048643	0	100.0000	0.0000
	E-Voting		1007420	0.8646	744376	263044	73.8893	26.1107
Public- Non	Poll	116523983	257	0.0002	257	0	100.0000	0.0000
Institutions	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	116523983	1007677	0.8648	744633	263044	73.8960	26.1040
Total		477223845	359516272	75.3349	359253228	263044	99.9268	0.0732

Details of Invalid Votes					
Category	No. of Votes				
Promoter and Promoter Group	0				
Public Institutions	0				
Public - Non Institutions	0				
Total	0				

Resolution 2: To appoint Mr. Sameer Manchanda (DIN: 00015459), who retires by rotation as a Director (Ordinary Resolution)

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)]*	% of Votes against on votes polled (7)=[(5)/(2)] *100	
	E-Voting		335684532	93.9083	335684532	0	100.0000	0.0000	
Promoter and	Poll	357459952	N.A.	0.0000	0	0	0.0000	0.0000	
Promoter Group	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total	357459952	335684532	93.9083	335684532	0	100.0000	0.0000	
	E-Voting		1048643	32.3664	1048038	605	99.9423	0.0577	
Public-	Poll	3239910	N.A.	0.0000	0	0	0.0000	0.0000	
Institutions	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total	3239910	1048643	32.3664	1048038	605	99.9423	0.0577	
	E-Voting		1016250	0.8721	719429	296821	70.7925	29.2075	
Public- Non	Poll	116523983	257	0.0002	257	0	100.0000	0.0000	
Institutions	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total	116523983	1016507	0.8724	719686	296821	70.7999	29.2001	
Total		477223845	337749682	70.7738	337452256	297426	99.9119	0.0881	

Details of Invalid Votes					
Category	No. of Votes				
Promoter and Promoter Group	0				
Public Institutions	0				
Public - Non Institutions	0				
Total	0				

Resolution 3: To appoint Mr. Saurabh Sancheti (DIN: 08349457), who retires by rotation as a Director (Ordinary 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)]*1 00	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		357459952	100.0000	357459952	0	100.0000	0.0000
Promoter and Promoter	Poll	357459952	N.A.	0.0000	0	0	0.0000	0.0000
Group	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	357459952	357459952	100.0000	357459952	0	100.0000	0.0000
	E-Voting		1048643	32.3664	1048038	605	99.9423	0.0577
Public-	Poll	3239910	N.A.	0.0000	0	0	0	0.0000
Institutions	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	3239910	1048643	32.3664	1048038	605	99.9423	0.0577
	E-Voting		1015900	0.8718	719089	296811	70.7834	29.2166
Public- Non	Poll	116523983	257	0.0002	257	0	100.0000	0.0000
Institutions	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	116523983	1016157	0.8721	719346	296811	70.7908	29.2092
Total		477223845	359524752	75.3367	359227336	297416	99.9173	0.0827

Details of Invalid Votes					
Category	No. of Votes				
Promoter and Promoter Group	0				
Public Institutions	0				
Public - Non Institutions	0				
Total	0				

Resolution 4: To appoint Secretarial Auditor (Ordinary Resolution)

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)]*1 00	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		357459952	100.0000	357459952	0	100.0000	0.0000	
Promoter and Promoter	Poll	357459952	N.A.	0.0000	0	0	0.0000	0.0000	
Group			N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total	357459952	357459952	100.0000	357459952	0	100.0000	0.0000	
	E-Voting		1048643	32.3664	1048643	0	100.0000	0.0000	
Public-	Poll	3239910	N.A.	0.0000	0	0	0.0000	0.0000	
Institutions	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total	3239910	1048643	32.3664	1048643	0	100.0000	0.0000	
	E-Voting		1016250	0.8721	742206	274044	73.0338	26.9662	
Public- Non	Poll	116523983	257	0.0002	257	0	100	0	
Institutions	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total	116523983	1016507	0.8724	742463	274044	73.0406	26.9594	
Total		477223845	359525102	75.3368	359251058	274044	99.9238	0.0762	

Details of Invalid Votes					
Category	No. of Votes				
Promoter and Promoter Group	0				
Public Institutions	0				
Public - Non Institutions	0				
Total	0				

Resolution 5: To ratify the remuneration of Cost Auditors for the financial year ending March 31, 2026 (Ordinary Resolution)

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		357459952	100.0000	357459952	0	100.0000	0.0000	
Promoter and	Poll	357459952	N.A.	0.0000	0	0	0.0000	0.0000	
Promoter Group	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total	357459952	357459952	100.0000	357459952	0	100.0000	0.0000	
	E-Voting		1048643	32.3664	1048643	0	100.0000	0.0000	
Public-	Poll	3239910	N.A.	0.0000	0	0	0.0000	0.0000	
Institutions	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total	3239910	1048643	32.3664	1048643	0	100.0000	0.0000	
	E-Voting		1016420	0.8723	720351	296069	70.8714	29.1286	
Public- Non	Poll	116523983	257	0.0002	257	0	100.0000	0.0000	
Institutions	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total	116523983	1016677	0.8725	720608	296069	70.8788	29.1212	
Total		477223845	359525272	75.3368	359229203	296069	99.9177	0.0823	

Details of Invalid Votes						
Category	No. of Votes					
Promoter and Promoter Group	0					
Public Institutions	0					
Public - Non Institutions	0					
Total	0					

Note: All the aforesaid resolutions have been passed with requisite majority.

- 1) # Number of shares held includes shares held in the Unclaimed Suspense Account on which voting rights are frozen.
- 2) \$ Number of votes polled represents valid votes polled.





CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended]

To

The Chairman of the Eighteenth Annual General Meeting of the Members of **DEN Networks Limited** held on Friday, August 22, 2025 at 12:00 Noon (IST) through Video Conferencing ("VC") or other Audio-Visual Means ("OAVM").

Dear Sir,

- 1. I, Tanuj Vohra, Company Secretary in practice and Partner, TVA & Co. LLP, Company Secretaries, (Certificate of Practice Number C.P. No. 5253), have been appointed as Scrutinizer by the Board of Directors of DEN Networks Limited ("the Company") for the purpose of scrutinizing the process of voting through electronic means ("e-voting") on the resolutions contained in the notice dated April 23, 2025 ("Notice") issued in accordance with General Circulars No. 14/2020 dated 08.04.2020, 17/2020 dated 13.04.2020, 20/2020 dated 05.05.2020, 02/2021 dated 13.01.2021, 19/2021 dated 08.12.2021, 21/2021 dated 14.12.2021, 02/2022 dated 05.05.2022, 10/2022 dated 28.12.2022, 09/2023 dated 25.09.2023 and 09/2024 dated 19.09.2024 issued by Ministry of Corporate Affairs ("MCA"), Government of India (hereinafter referred to as "MCA Circulars)", calling the Eighteenth Annual General Meeting of the Members of the Company ("the Meeting" /"AGM") through VC/ OAVM. The AGM was held on Friday, August 22, 2025 at 12:00 Noon (IST) through VC/ OAVM. The deemed venue for the Meeting was the Registered Office of the Company.
- 2. In compliance with the MCA Circulars, the Annual Report of the Company for the financial year 2024-25 including the Notice was sent through electronic mode to those Members whose email address is registered with the Company/ Registrar & Transfer Agent of the Company, KFin Technologies Limited ("KFinTech")/ National Securities Depository Limited ("NSDL") / Central Depository Services (India) Limited ("CDSL") / Depository Participants. Further, pursuant to Regulation 36(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), a letter providing the web-link of the Annual Report, was sent to those Members(s) who have not registered their e-mail address;

The Annual Report of the Company for the financial year 2024-25 including the Notice and a letter under Regulation 36(1)(b) of the Listing Regulations were also placed on the website of the Company at: www.dennetworks.com and on the website of the Stock

Exchanges, i.e., BSE Limited and National Stock Exchange of India Limited at: www.nseindia.com, respectively; and on the website of KFinTech at: https://evoting.kfintech.com, the Registrar and Transfer Agent of the Company, being the agency appointed by the Company to provide to its Members facility to exercise their right to vote on the resolutions contained in the Notice calling the Meeting using an electronic voting system (i) remotely, before the Meeting on the dates referred to in the Notice ("remote e-voting"); and (ii) at the Meeting ("Insta Poll");

In compliance with the relevant MCA Circulars, a newspaper advertisement was published on Wednesday, July 30, 2025 in 'Financial Express' (English language newspaper) and 'Mumbai Lakshdeep' (Marathi language newspaper), respectively specifying the day, date and time of the AGM.

- 3. 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:
 - (i) process of remote e-voting; and
 - (ii) process of Insta Poll.

4. Management's Responsibility

The management of the Company is responsible to ensure compliance with the requirements of (i) the Act and the Rules made thereunder; (ii) the MCA Circulars; and (iii) the Listing Regulations relating to e-voting on the resolutions contained in the Notice calling the AGM. The Management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

5. Scrutinizer's Responsibility

My responsibility as Scrutinizer for e-voting process (i.e. remote e-voting and Insta Poll) is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions contained in the Notice, based on the reports generated from the e-voting system provided by KFinTech, being the Agency authorized under the Act and the Rules made thereunder and engaged by the Company to provide e-voting facility and attendant papers / documents furnished to me electronically by the Company and/ or KFinTech for my verification.

6. Cut-off date

The Members of the Company as on the "Cut-Off Date", as set out in the Notice, i.e. Friday, August 15, 2025 were entitled to vote on the resolutions (Item nos. 1 to 5 as set out in the

Notice) and their voting rights were in proportion to their shareholding in the paid-up equity share capital of the Company as on the cut-off date.

7. Insta Poll process at the AGM:

- i. The facility for voting electronically was also made available at the Meeting (InstaPoll) to those Members who had not cast their votes through remote e-voting.
- ii. After the time fixed for closing of the e-voting at the Meeting by the Chairman, the electronic system recording the e-voting (e-votes) was locked by KFinTech under my instructions.
- iii. The e-votes cast at the Meeting were unblocked on Friday, August 22, 2025 after the conclusion of the AGM.
- iv. The e-votes were reconciled with the records maintained by the Company /KFinTech and the authorizations lodged with the Company/ KFinTech.

8. Remote e-voting process:

- i. The remote e-voting period remained open from Monday, August 18, 2025 (9:00 a.m. (IST)) to Thursday, August 21, 2025 (5:00 p.m. (IST)).
- ii. The votes cast were unblocked on Friday, August 22, 2025 after the conclusion of the AGM and was witnessed by two witnesses, Ms. Heena and Ms. Hritika Deepani, who are not in the employment of the Company and/ or KFinTech. They have signed below in confirmation of the same.



Ms. Heena



Ms. Hritika Deepani

- iii. Thereafter, the details containing, *inter alia*, the list of Members who voted "in favour" or "against" on each of the resolutions that was put to vote, were generated from the e-voting website of KFinTech, i.e. https://evoting.kfintech.com. Based on the report generated by KFinTech and relied upon by me, data regarding the remote e-voting was scrutinized.
- 9. I submit herewith the Consolidated Scrutinizer's Report on the results of the remote e-voting and Insta Poll, based on the reports generated by KFinTech and relied upon by me as under:

Resolution-1: Ordinary Resolutions

(a) Adoption of the Audited Financial Statement of the Company for the financial year ended March 31, 2025 and the reports of the Board of Directors and Auditors thereon.

Particulars	Number Casted V	_	Members	Number of votes Casted				
	Remot e E- Voting	Insta Poll	Total	Remote E- Voting	Insta Poll	Total	(%)	
Assent	377	9	386	359183905	257	359184162	99.93	
Dissent	23	0	23	263044	0	263044	0.07	
Total	400	9	409	359446949	257	359447206	100	
Invalid Votes	0	0	0	0	0	0		
Abstain	4	0	4	78706	0	78706		

Based on the above, the Resolution has been passed with requisite majority.

(b) Adoption of the Audited Consolidated Financial Statement of the Company for the financial year ended March 31, 2025 and the report of Auditors thereon.

Particulars	Number Casted V		Members	Number of votes Casted			
	Remot e E- Voting	Insta Poll	Total	Remote E- Voting	Insta Poll	Total	(%)
Assent	378	9	387	359252971	257	359253228	99.93
Dissent	23	0	23	263044	0	263044	0.07
Total	401	9	410	359516015	257	359516272	100
Invalid Votes	0	0	0	0	0	0	
Abstain	3	0	3	640	0	640	

Based on the above, the Resolution has been passed with requisite majority.

Resolution-2: Ordinary Resolution

Appointment of Mr. Sameer Manchanda (DIN: 00015459), a Director retiring by rotation.

Particulars	Number Casted V	_	Members	Number of votes Casted			
	Remot e E- Voting	Insta Poll	Total	Remote E- Voting	Insta Poll	Total	(%)
Assent	366	9	375	337451999	257	337452256	99.91
Dissent	29	0	29	297426	0	297426	0.09
Total	395	9	404	337749425	257	337749682	100
Invalid Votes	0	0	0	0	0	0	
Abstain	9	0	9	21776230	0	21776230	

Based on the above, the Resolution has been passed with requisite majority.

Resolution-3: Ordinary Resolution

Appointment of Mr. Saurabh Sancheti (DIN: 08349457), a Director retiring by rotation.

Particulars	Number Casted V		Members	Number of votes Casted			
	Remot e E- Voting	Insta Poll	Total	Remote E- Voting	Insta Poll	Total	(%)
Assent	371	9	380	359227079	257	359227336	99.92
Dissent	28	0	28	297416	0	297416	0.08
Total	399	9	408	359524495	257	359524752	100
Invalid Votes	0	0	0	0	0	0	
Abstain	5	0	5	1160	0	1160	

Based on the above, the Resolution has been passed with requisite majority.

Resolution-4: Ordinary Resolution

Appointment of the Secretarial Auditor of the Company.

Particulars	Number Casted V		Members	Number of votes Casted			
	Remot e E- Voting	Insta Poll	Total	Remote E- Voting	Insta Poll	Total	(%)
Assent	375	9	384	359250801	257	359251058	99.92
Dissent	25	0	25	274044	0	274044	0.08
Total	400	9	409	359524845	257	359525102	100
Invalid Votes	0	0	0	0	0	0	
Abstain	4	0	4	810	0	810	

Based on the above, the Resolution has been passed with requisite majority

Resolution-5: Ordinary Resolution

Ratification of the remuneration of Cost Auditors for the financial year ending March 31, 2026.

Particulars	Number Casted V		Members	Number of votes Casted			
	Remot e E- Voting	Insta Poll	Total	Remote E- Voting	Insta Poll	Total	(%)
Assent	373	9	382	359228946	257	359229203	99.92
Dissent	28	0	28	296069	0	296069	0.08
Total	401	9	410	359525015	257	359525272	100
Invalid Votes	0	0	0	0	0	0	
Abstain	3	0	3	640	0	640	

Based on the above, the Resolution has been passed with requisite majority.

The electronic data and all other relevant records relating to e-voting are under my safe custody and will be handed over to Ms. Hema Kumari, Company Secretary and Compliance Officer of the Company, for preserving safely as provided in the Act read with the relevant Rules.

Thanking You

Yours Faithfully

For TVA & Co. LLP **Company Secretaries LLPIN: AAE-9329**



Digitally signed by TANUJ VOHRA

Tanuj Vohra **Partner**

M. No.: F5621, CP No. 5253 UDIN: F005621G001067429

PR No-6544/2025 UC: L2015UP000900 Date: 23.08.2025 Place: New Delhi

Countersigned by:

For DEN Networks Limited

Digitally signed HEMA by HEMA KUMARI Date: 2025.08.23 14:14:33 +05'30'

On Behalf of the Chairman Mr. Sameer Manchanda Ms. Hema Kumari **Company Secretary and Compliance Officer**