

August 13, 2024

To,  
The Manager  
Listing Department  
National Stock Exchange of India Limited  
Exchange Plaza, Bandra Kurla Complex,  
Bandra (East), Mumbai- 400051

Company Trading Symbol: **FROG**

**Subject - Submission of Voting Results along with the Consolidated Scrutinizer's Report on Remote e voting and voting at 20<sup>th</sup> Annual General Meeting of the Company held on August 12, 2024**

Dear Sir/Madam,

In Pursuant to the applicable provisions of the Companies Act, 2013, read with rules made thereunder and SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), this is to inform that the 20<sup>th</sup> Annual General Meeting (“AGM”) of the Company was held on August 12, 2024 commenced at 03.48 P.M. (IST) through video conferencing (“VC”) /other audiovisual means (“OAVM”). In this regard, please find enclosed herewith the:

1. Voting results as required under Regulation 44(3) of the Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘SEBI Listing Regulations’), as **Annexure-I**; and
2. Consolidated Report of Scrutinizer dated August 13, 2024 for remote e-voting (both before the date of AGM and during the conduct of AGM), pursuant to section 108 of the Companies Act, 2013 read with Rule 20(4)(xi) and Rule 21(2) of the Companies (Management and Administration) Rules, 2014, as **Annexure-II**

The Meeting commenced at 03:48 P.M. (IST) and concluded at 04.10 P.M. (IST)

You are requested to take note of the above.

Thanking You  
Yours Faithfully,  
**For Frog Cellsat Limited**

**Rajat Sharma**  
**Deputy Company Secretary**  
**& Compliance Officer**

Encl – a/a

# Voting Results

Annexure - I

General information about company	
Scrip code	123456
NSE Symbol	FROG
MSEI Symbol	NOTLISTED
ISIN	INE385O01018
Name of the company	FROG CELLSAT LIMITED
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	12-08-2024
Start time of the meeting	03:48 PM
End time of the meeting	04:10 PM

Scrutinizer Details	
Name of the Scrutinizer	SANJAY CHUGH
Firms Name	SANJAY CHUGH
Qualification	Company Secretary
Membership Number	3754
Date of Board Meeting in which appointed	17-07-2024
Date of Issuance of Report to the company	13-08-2024



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

Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To appoint Shri Tarun Tularam Sharma (DIN: 08849614), who retires by rotation and being eligible, offers himself for re-appointment.				
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	11222522	11148644	99.3417	11148644	0	100	0
	Poll							
	Postal Ballot(if applicable)							
	Total	11222522	11148644	99.3417	11148644	0	100	0
Public-Institutions	E-Voting	6000	0	0	0	0	100	0
	Poll							
	Postal Ballot(if applicable)							
	Total	6000	0	0	0	0	100	0
Public-Non Institutions	E-Voting	4207078	26352	0.6263	26352	0	100	0
	Poll							
	Postal Ballot(if applicable)							
	Total	4207078	26352	0.6263	26352	0	100	0
Total		15435600	11174996	72.3975	11174996	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							-	

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

Sanjay Chugh  
B Com (H), F.C.S.  
Company Secretary

CGL-031, DLF Capital Greens,  
15 Shivaji Marg,  
Moti Nagar, New Delhi-110015  
9810770237 (M)

REPORT OF SCRUTINIZER

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

To,  
The Chairman,  
Frog Cellsat Limited,  
No. 1, Ground Floor, Old Gupta Colony,  
D-Block, Opposite Polo Ground,  
G.T.B. Nagar Delhi 110009

CONSOLIDATED SCRUTINIZER'S REPORT ON VOTING THROUGH E-VOTING SYSTEM AND THROUGH REMOTE E-VOTING

(Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as substituted by the Companies (Management and Administration) Rules, 2015, as amended from time to time and as per Ministry of Corporate Affairs ("MCA") General Circular No. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, and General Circular No. 02/2021 dated January 13, 2021, General Circular No. 19/2021 dated December 8, 2021, General Circular No. 21/2021 dated December 14, 2021, General Circular No. 2/2022 dated May 5, 2022 issued by MCA and General Circular No.10/2022 dated 28.12.2022) and 09/2023 dated September 25, 2023 and SEBI Circulars dated May 12, 2020 January 15, 2021 and May 13, 2022

The Chairman of 20<sup>th</sup> Annual General Meeting of the Equity Shareholders of Frog Cellsat Limited (the Company) held on 12<sup>th</sup> August, 2024 commenced at 3:48 P.M. (IST) through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM") and concluded at 4:10 P.M.

Dear Sir,

1. I Sanjay Chugh, whole-time Practicing Company Secretary having CP number : 3073 was appointed by the Board of Directors of Frog Cellsat Limited ('the Company') vide Board resolution dated July 17, 2024, as the Scrutinizer for the purpose of scrutinizing the process of voting through electronic means ("remote e-voting") held prior to 20<sup>th</sup> Annual General Meeting (AGM) and process of e-voting at the AGM ("e-voting") and ascertain the requisite majority on remote e-voting and e-voting carried out as per the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as substituted by the Companies (Management and Administration) Rules, 2015 as amended from time to time (Rules), in respect of the resolutions contained in the Notice of 20<sup>th</sup> Annual General Meeting issued by the Company to its member in terms of aforesaid Circulars, through Video Conferencing (VC)/Other Audio Visual Means (OAVM) held on **12th August, 2024 scheduled at 3:30 P.M.**
2. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013, Rules and the Circulars relating to conducting of AGM through VC/OAVM and voting by electronic means on the resolutions contained in the notice to the 20<sup>th</sup> Annual General Meeting (AGM) of the members of the Company. My responsibility as a scrutinizer for the remote e-voting and for e-voting is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions contained in the Notice to the 20<sup>th</sup> Annual General Meeting (AGM), based on the reports generated from remote e-voting/e-voting process during the AGM, provided by National Security Depository Limited (NSDL), the authorized agency to provide remote e-voting/e-voting facilities.
3. Pursuant to Circulars referred above and as per Rule 20 (4)(v) of the Companies (Management and Administration) Rules, 2014 as substituted by the Companies (Management and Administration) Rules, 2015, as amended from time



to time, an "Advertisement" was published on 21<sup>st</sup> July, 2024 in 'Financial Express' (English) all editions and "Jansatta" (Delhi Edition) (Translated in Hindi), specifying the mode of (VC/OAVM), date and time of the AGM, availability of the Notice on the Company's website and website of stock exchanges, manner of registration of email-ids by the members (both physical and demat) who are yet to register their email-ids with the Company, manner of voting through remote e-voting or through e-voting system at the AGM etc.

The Company has informed that on the basis of Register of Members and the list of Beneficial Owners made available by Frog Cellsat Limited, the Registrar and Share Transfer Agent (RTA) and the depository viz. NSDL the Company completed the dispatch of notice on 20<sup>th</sup> July, 2024 by E-mail to members who had already registered their email ids with the Company/Depositories.

- 4.1 The members of the Company as on the "cut off" date i.e. Monday, August 05 2024 were entitled to vote on the resolutions (Items No. 1 to 2 as set out in the Notice of the 20<sup>th</sup> Annual General Meeting of the Company).
- 4.2 The remote e-voting commenced on Friday, August 09, 2024 at 9:00 a.m. (IST) and concluded on Sunday, August 11, 2024 at 5:00 p.m. (IST) (both days inclusive).
- 4.3 The remote e-voting process was blocked at 5.00 p.m. on Sunday, August 11, 2024.
- 4.4 After the conclusion of the e-voting during the AGM on the 12<sup>th</sup> of August, 2024 around 4.30 p.m., the votes cast through e-voting at the AGM and through remote e-voting prior to the date of AGM on were unblocked on Monday, August 12, 2024 around 5.05 p.m. in the presence of two witnesses who are not in the employment of the Company.
- 4.5 Thereafter, the detail containing *inter-alia*, list of equity Shareholders who voted "for", "against" each resolution that were put to vote, was generated from e-voting website of National Security Depository Limited.

I hereby state that I have recorded details of all the votes by the shareholders through remote e-voting and e-voting at the AGM and have also checked and verified the same. I have also carried out full count of the votes. I hereby submit the consolidated report on the results of the votes cast by the shareholders through remote e-voting and e-voting at the AGM as under:

**Item No. 1**

**Ordinary Resolution -To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended 31st March, 2024 and the Reports of the Board of Directors and the Auditors thereon.**

Particulars	Number of			Number of votes cast in			Percentage
	Remote E-Voting	E-Voting at AGM	Total	Remote E-Voting	E-Voting at AGM	Total	
Assent	08	02	10	8906544	2268452	11,174,996	100.00%
Dissent	0	0	0	0	0	0	0.00%
Total	08	02	10	8906544	2268452	11,174,996	100.00%

Accordingly, out of total 11,174,996, Remote e-votes and e-votes; 11,174,996 Votes were cast ASSENTING to the Ordinary Resolution constituting 100.00% and 0 Votes were cast DISSENTING to the Ordinary Resolution constituting 0.00% of the votes polled on the Ordinary Resolution.

Thus, the **Ordinary Resolution** as contained in Item No. 1 of Notice of the Annual General Meeting passed with requisite majority.

**Item No. 2**

**Ordinary Resolution -To appoint Shri Tarun Tularam Sharma (DIN: 08849614), who retires by rotation and being eligible, offers himself for re-appointment.**

Particulars	Number of			Number of votes cast in			Percentage
	Remote E-Voting	E-Voting at AGM	Total	Remote E-Voting	E-Voting at AGM	Total	

Assent	08	02	10	8906544	2268452	11,174,996	100.00%
Dissent	0	0	0	0	0	0	0.00%
Total	08	02	10	8906544	2268452	11,174,996	100.00%

Accordingly, out of total 11,174,996, Remote e-votes and e-votes; 11,174,996 Votes were cast ASSENTING to the Ordinary Resolution constituting 100.00% and 0 Votes were cast DISSENTING to the Ordinary Resolution constituting 0.00% of the votes polled on the Ordinary Resolution.

Thus, the **Ordinary Resolution** as contained in Item No. 2 of Notice of the Annual General Meeting passed with requisite majority, passed with requisite majority.

The electronic data and all other relevant records relating to remote e-voting and e-voting shall remain in my safe custody until the Chairman considers, approves and signs the minutes of the 20<sup>th</sup> Annual General Meeting and same shall be handed over thereafter to the Chairman/Company Secretary for safe keeping.

Based on the aforesaid results, you may accordingly declare the results of e-voting system and through remote e-voting

Thanking You,

**SANJAY** Digitally signed by  
**CHUGH** SANJAY CHUGH  
Date: 2024.08.13  
11:48:43 +05'30'

Sanjay Chugh  
Company Secretary in Practice  
C.P. No.: 3073  
UDIN : F003754F000960490

Date: 13.08.2024  
Place: Delhi

Counter Signed By

**For FROG CELLSAT LIMITED**  
*Rajat S. Sharma*

*Rajat S. Sharma* Company Secretary  
Deputy Company Secretary  
& Compliance officer.