

Date: 21<sup>st</sup> January 2025

To,  
**BSE Limited**  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort, Mumbai – 400 001  
**BSE Scrip Code: 544179**

To,  
**National Stock Exchange of India Limited**  
Exchange Plaza, C-1, Block G Bandra Kurla Complex,  
Bandra (East), Mumbai – 400 051  
**NSE Symbol: GODIGIT**

Dear Sir/Madam,

**Subject: Submission of Proceedings and e-voting results of Postal Ballot alongwith the Scrutinizers Report**

This is further to our letter dated 17<sup>th</sup> December 2024, submitting the Postal Ballot Notice dated 17<sup>th</sup> December 2024, we hereby inform you that pursuant to section 108 of the Companies Act, 2013 read with the Rules made thereunder, as amended and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided facility for remote e-voting to the Members holding shares as on 13<sup>th</sup> December 2024 (being the cut-off date for the purpose of e-voting) to cast their votes for:

1. Appointment of Mr. Mukul Gupta (DIN: 08730748) as an Independent Director of the Company for a period of three years w.e.f. 21<sup>st</sup> November 2024.

In this regard, please find enclosed herewith following:

1. Scrutinizer Report dated 21<sup>st</sup> January 2025 on remote e-voting issued pursuant to the applicable provisions of the Companies Act, 2013 and rules made thereunder; and
2. Proceedings of the Postal Ballot
3. Voting results in the format prescribed under Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

The Members of the Company have passed the Special Resolution as mentioned in the Postal Ballot Notice with requisite majority. The Resolution is deemed to have been passed on the last date specified for remote e-voting i.e. Saturday, 18<sup>th</sup> January 2025.

Kindly take the above intimation on record.

Thanking you.

Yours faithfully,

For **Go Digit General Insurance Limited**

**TEJAS  
SARAF**

Digitally signed by  
TEJAS SARAF  
Date: 2025.01.21  
20:37:32 +05'30'

**Tejas Saraf**

**Company Secretary & Compliance Officer**

**SCRUTINIZER'S REPORT**

*(Pursuant to Section 110 of the Companies Act, 2013 and rule 22 of the Companies [Management and Administration] Rules, 2014)*

To  
The Chairman,  
**Go Digit General Insurance Limited (the "Company")**  
1 to 6 Floor, Ananta One, Pride Hotel Lane,  
Narveer Tanaji Wadi, City Survey No.1579,  
Shivajinagar, Pune, 411005

**Subject: Submission of Scrutinizer's Report**

**Ref: Postal Ballot of the Equity Shareholders of Go Digit General Insurance Limited Friday, 20<sup>th</sup> December, 2024 at 9:00 a.m. (IST) and ended on Saturday, 18<sup>th</sup> January, 2025 at 5:00 p.m. (IST)**

Dear Sir,

I, Sunil Nanal, Partner of KANJ & Co. LLP, Practicing Company Secretaries, Pune, am appointed as Scrutinizer for the purpose of the e-Voting process being carried out, as per Section 110 of the Companies Act, 2013, in respect of the below mentioned resolutions, at the Postal Ballot of the Equity Shareholders of Go Digit General Insurance Limited which started on Friday, 20<sup>th</sup> December, 2024 at 9:00 a.m. (IST) and ended on Saturday, 18<sup>th</sup> January, 2025 at 5:00 p.m. (IST)

The remote e-Voting process was conducted between Friday, 20<sup>th</sup> December, 2024 at 9:00 a.m. (IST) and Saturday, 18<sup>th</sup> January, 2025 at 5:00 p.m. (IST) in respect of the Postal Ballot of the Equity Shareholders of Go Digit General Insurance Limited.

1. After the time fixed for closing of the e-Voting by the Company, I unblocked the votes cast through remote e-Voting. A final electronic report of the whole process was generated by me by using the access and authorizations given to me by National Securities Depository Limited (NSDL) i.e <https://www.evoting.nsdl.com>. The final report was tabulated by me and the data regarding the final e-Votes was diligently scrutinized and reconciled with the data available on the above-mentioned website.
1. The final report generated was tabulated by me and the data regarding the final remote e-votes was diligently scrutinized. All the data regarding the members who had voted electronically was reconciled as per the data available on the website of NSDL, i.e. <https://www.evoting.nsdl.com>

*Sunil*  


2. The result of the e-voting is as detailed below:

a) Resolution No.1 (Special Resolution) : Appointment of Mr. Mukul Gupta (DIN: 08730748) as an Independent Director of the Company for a period of three years w.e.f. 21st November 2024

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 ]= $\frac{[2]}{[1]} \times 100$	[ 4 ]	[ 5 ]	[ 6 ]= $\frac{[4]}{[2]} \times 100$	[ 7 ]= $\frac{[5]}{[2]} \times 100$
Promoter and Promoter Group	E-Voting	674903472	674809606	99.99	674809606	0	100.00	0
Public - Institutions	E-Voting	224982112	143924777	63.97	143841612	83165	99.94	0.06
Public - Non-Institutions	E-Voting	21754173	881723	4.05	867029	14694	98.33	1.67
<b>Total</b>		<b>921639757</b>	<b>819616106</b>	<b>88.93</b>	<b>819518247</b>	<b>97859</b>	<b>99.99</b>	<b>0.01</b>

3. The electronic data and other relevant records related to this e-Voting process were handed over to the Company Secretary/Director authorized by the Board for safekeeping.

Thanking you,  
 Yours Faithfully,



(Name and Signature of the Scrutinizer)

Sunil Nanal

Partner

KANJ & Co. LLP,

Company Secretaries, Pune

FCS -5977

CP No.2809

UDIN: F005977F003749860

Date: 21<sup>st</sup> January 2025

Place: Pune

## SUMMARY OF THE PROCEEDINGS OF THE POSTAL BALLOT

1. Pursuant to Section 110 and other applicable provisions, if any, of the Companies Act, 2013 (“Act”) (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) (“Rules”), and other applicable provisions of the Act and the Rules, read with General Circulars issued by the Ministry of Corporate Affairs (‘MCA’) having reference No.14/2020, along with subsequent circulars issued in this regard (collectively referred to as “MCA Circulars”), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), read with Circulars issued by the SEBI (collectively referred to as ‘SEBI Circulars’), Secretarial Standard on General Meetings (“SS-2”) issued by the Institute of Company Secretaries of India and any other applicable law, rules and regulations (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the Company has sought approval of the Members to transact the Business as set out in the Postal Ballot Notice dated 17th December 2024 (“Postal Ballot Notice”), by passing the said resolution through Postal Ballot, only by way of remote e-voting process.:
  - a) Appointment of Mr. Mukul Gupta (DIN: 08730748) as an Independent Director of the Company for a period of three years w.e.f. 21st November 2024
2. In accordance with applicable MCA and SEBI circulars, the Postal Ballot notice was sent through electronic mode to those members whose e-mail addresses were registered with the Company/ Depositories and whose names were recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date Friday, 13<sup>th</sup> December, 2024 seeking approval as set out in the postal ballot notice.
3. The total number of shareholders as on the cut-off date was 64,747.
4. The Company had engaged the services of NSDL for the purpose of providing e-voting facility and technical services relating to the Postal Ballot to all its Members.
5. The remote e-voting was conducted between Friday, 20<sup>th</sup> December, 2024 at 9:00 a.m. (IST) and Saturday, 18<sup>th</sup> January, 2025 at 5:00 p.m. (IST). The remote e-voting module was disabled by NSDL for voting thereafter.
6. The Members, whose names appeared in the Register of Members / Beneficial Owners as on the Cut-off Date i.e. **Friday, 13th December 2024**, were eligible to cast their vote electronically. The voting right of shareholders was in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being **Friday, 13th December 2024**.
7. The Board had appointed Kanj & Co. LLP, Company Secretaries as the Scrutinizer for conducting the e-voting process in a fair and transparent manner. Accordingly, on closure of the remote e-voting period, Kanj & Co. LLP, Scrutinizer, on the basis of data on remote e-voting and related documents furnished by NSDL, relating to the postal ballot, submitted its report to the Company on Tuesday, 21<sup>st</sup> January 2025.

8. As per the scrutinizer report, the resolution put to vote through Postal Ballot has been passed as a **Special Resolution**.
9. The text of resolution as set out in the Postal Ballot Notice dated 17<sup>th</sup> December, 2024, that was passed by the Members is as follows:
  - a. **Appointment of Mr. Mukul Gupta (DIN: 08730748) as an Independent Director of the Company for a period of three years w.e.f. 21<sup>st</sup> November 2024**

**“RESOLVED THAT** pursuant to the provisions of Sections 149, 152, Schedule IV and other applicable provisions of the Companies Act, 2013 (“the Act”) read with the Rules framed thereunder, and applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (“SEBI Listing Regulations”), the Insurance Act, 1938, guidelines, circulars, regulations issued by Insurance Regulatory and Development Authority of India (“IRDAI”) from time to time and any other applicable laws (including any statutory amendment(s), modification(s), variation(s) or re-enactment(s) thereto, for the time being in force), the Articles of Association of the Company, approval and recommendation of the Nomination and Remuneration Committee and that of the Board of Directors and pursuant to Policy on Appointment and Remuneration of Directors, Mr. Mukul Gupta (DIN: 08730748) who was appointed as an Additional Director, in the capacity of an Independent Director with effect from 21st November 2024, and who has furnished a declaration stating that he meets the criteria for independence under Section 149(6) of the Act and the rules made thereunder and Regulation 16(1)(b) of the SEBI Listing Regulations and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a Member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company for a period of 3 (three) consecutive years, i.e., from 21st November 2024 to 20th November 2027, not liable to retire by rotation.

**RESOLVED FURTHER THAT** as a Non-executive Independent Director, Mr. Mukul Gupta shall be eligible for sitting fees and remuneration as may be approved by the Board for Independent Directors from time to time within the permissible limit prescribed under the applicable law along with reimbursement of expenses for attending the meetings of the Board and Committee meetings.

**RESOLVED FURTHER THAT** any of the Directors or the Company Secretary of the Company be and are hereby severally authorized to file necessary forms or returns with the concerned Registrar of Companies and to do all acts, deeds and things necessary to give effect to this resolution, including but not limited to filing relevant forms, executing of deed of covenants, documents, instruments and writings and to do such other actions as they may, in their absolute discretion, deem necessary or desirable, including without limitation, to settle any question, difficulty or doubt that may arise in this regards for the purpose of implementing this resolution, without requiring the Board to secure any further consent or approval of the Members of the Company to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.”

10. The Promoter or Promoter Group members were not interested in the above-mentioned resolution.
11. The Board of Directors have authorized the Company Secretary to disseminate the results, as required under Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and post the same on the website of the Company.

Thanking you.

Yours faithfully,

For **Go Digit General Insurance Limited**

**TEJAS**

**SARAF**

**Tejas Saraf**

**Company Secretary & Compliance Officer**

Digitally signed by  
TEJAS SARAF  
Date: 2025.01.21  
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### Voting Results

Name of Company		<b>Go Digit General Insurance Limited</b>						
Day & Date of AGM/GM/Postal Ballot		<b>Saturday, 18<sup>th</sup> January 2025</b>						
Cut-off Date		<b>Friday, 13<sup>th</sup> December 2024</b>						
Total No. of Members as on record date								
No. of shareholders present in the meeting either in person or through proxy		Promoters and Promoter Group:		NA				
		Public:		NA				
		Proxy:		NA				
		Total		NA				
Resolution No.	1			Resolution Type (Ordinary/Special)		Special		
Item:	<b>Appointment of Mr. Mukul Gupta (DIN: 08730748) as an Independent Director of the Company for a period of three years w.e.f. 21<sup>st</sup> November 2024.</b>							
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	674903472	674809606	99.99	674809606	0	100	0
	E-voting at venue		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>674903472</b>	<b>674809606</b>	<b>99.99</b>	<b>674809606</b>	<b>0</b>	<b>100</b>
Public Institutions	E-voting	224982112	143924777	63.97	143841612	83165	99.94	0.06
	E-voting at venue		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>224982112</b>	<b>143924777</b>	<b>63.97</b>	<b>143841612</b>	<b>83165</b>	<b>99.94</b>
Public non-institutions	E-voting	21754173	881723	100	867029	14694	98.33	1.67
	E-voting at venue		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>21754173</b>	<b>881723</b>	<b>4.05</b>	<b>867029</b>	<b>14694</b>	<b>98.33</b>
<b>Total</b>		<b>921639757</b>	<b>819616106</b>	<b>88.93</b>	<b>819518247</b>	<b>97859</b>	<b>99.99</b>	<b>0.01</b>