Scrutinizer's Report on Postal Ballot

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

To,
The Chairperson
Expleo Solutions Limited
6A, Sixth Floor, Prince Info City II,
No. 283/3 & 283/4, Rajiv Gandhi Salai (OMR),
Kandanchavadi, Chennai 600 096.

Dear Sir,

Scrutinizer's Report on postal ballot voting by way of remote voting by electronic means in respect of passing of the Ordinary resolution set-out in the Notice dated 25th September 2026, through Postal Ballot.

1. We, V Suresh Associates, Practising Company Secretaries, has been appointed as Scrutinizer by the Board of Directors of Expleo Solutions Limited **("the Company")** on the Ordinary resolution contained in postal ballot notice dated 25th September, 2026, for the purpose of scrutinizing the Postal Ballot voting process in compliance with provisions of Section 108 and 110 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("the Rules"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), Secretarial Standard on General Meetings ('SS-2') issued by Institute of Company Secretaries of India, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and in compliance with the General Circulars issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020 read with Circular No.22/2020 dated June 15, 2020, Circular No. 33/2020 dated September 28, 2020, Circular No. 39/2020 dated December 31, 2020, Circular No 10/2021 dated June 23, 2021, Circular No 20/2021 dated December 8, 2021, Circular No 3/2022 dated May 5, 2022 and General Circular No. 11/2022 dated December 28, 2022, Circular No. 09/2023 dated September 25, 2023, Circular No. 09/2024 dated September 19, 2024 and Circular No. 03/2025 dated September 22, 2025 issued by Ministry of Corporate Affairs (MCA), Government of India (hereinafter referred to as "MCA Circulars") and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("SEBI Listing Regulations"), read with SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026, and other applicable SEBI Circulars (collectively, "SEBI Circulars").

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The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013, and Rules made thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, relating to Postal Ballot process through remote e- voting, on the resolution contained in the Postal Ballot Notice pursuant to the provisions of Sections 108 & 110 of the Companies Act, 2013, and Rules thereunder. Our responsibility as a scrutinizer for e-voting and postal ballot process is restricted to presenting a Scrutinizer's report on the votes cast "in favour" or "against" the resolution stated above, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited ("CDSL") the authorized agency engaged by the Company.

2. We, submit herewith our report on the results of remote e-voting together with postal ballot as under:-

    1. The Postal Ballot Notices were sent through email on Tuesday, 29th September, 2026 to all the Shareholders, whose name(s) were appearing in the Register of Members / list of beneficiaries records as on Saturday, 26th September, 2026.

    2. The Postal Ballot Notice was also available on the Company's website at (https://investors.expleo.com/corporate-governance/) and website of stock exchange where equity shares of the Company are listed i.e. "BSE Limited" at www.bseindia.com and "NSE Limited" at www.nseindia.com respectively, and the website of CDSL (agency for providing the remote e-Voting facility), i.e. www.evotingindia.com.

    3. Postal Ballot has been conducted in compliance with the provisions of the Companies Act, 2013, and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

    4. The Public Advertisement with respect to dispatch of Notices and conducting of remote e-voting was published in an English Newspaper "Financial Express" and vernacular newspaper "Makkal Kural" having a wide circulation, in their respective editions dated Wednesday, 30th September, 2026.

    5. The Company has provided the remote e-voting facility for its members through CDSL, to enable them to cast their votes electronically.

    6. The remote e-voting period commenced on Thursday, 01st October, 2026 at 9:00 A.M (IST) and ended on Friday, 30th October, 2026 at 5:00 P.M (IST). The votes casted through remote e-voting facility by members of the Company till Friday, 30th October, 2026 at 5:00 P.M (IST), being the last date and time fixed by the Company for remote e-voting were considered for our scrutiny.

    7. The Members of the Company as on the "cut-off" date i.e. Saturday, 26th September, 2026 were entitled to vote on the resolution in the Postal Ballot Notice.

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8. A Corporate Member has provided the copy of the resolution passed by their Board of Directors for authorization to exercise its votes.

9. After close of remote e-voting, the votes cast were unblocked on Friday, 30th October, 2026 at 5:00 P.M (IST), in the presence of two witnesses, who are not in the employment of the Company.

   Thereafter, the details containing inter alia, list of Equity Shareholders, who voted "for", "against" each of the resolution that were put to vote, were generated from the e-voting website of Central Depository Services (India) Limited ("CDSL") (i.e.) www.evotingindia.com based on such reports the results of the e-voting is generated.

10. We submit herewith the Scrutinizer's Report on the results of the remote e-voting for postal ballot, based on the report generated from M/s. Central Depository Services (India) Limited (CDSL) website as under:

Item No. in the Notice	Total Valid Votes	Votes in favour of the resolution			Votes against the resolution			Abstained Votes
		No. of Share Holders (Folios)	No. of Shares	% of total number of valid votes cast	No. of Share Holders (Folios)	No. of Shares	% of total number of valid votes cast	
ITEM NO. 1: *Special Business* Ordinary Resolution: Approval of limits for granting loans to Related Parties by Wholly Owned Subsidiary (ies) ("WOS").	5,89,743	106	2,00,061	33.92	37	3,89,682	66.08	-
E-Voting	**5,89,743**	**106**	**2,00,061**	**33.92**	**37**	**3,89,682**	**66.08**	**-**

11. The Resolution is not passed with requisite majority.

12. You may accordingly declare the result of the voting by Postal Ballot.

13. The electronic data and all other relevant records related to remote e-voting shall remain in my safe custody until the Chairman consider, approves and signs the minutes of proceedings of Postal Ballot and thereafter the same will be handed over to the Chairman for safe keeping.

For V Suresh Associates
Practising Company Secretaries

V Suresh
Senior Partner
M.No.F: 2969
C. P. NO.6032
Peer Review Cert. No: 6366/2025
UDIN: F002969H002107808
Place: Chennai
Date: 02.11.2026

For Expleo Solutions Limited

Phani Tangirala
Managing Director & CEO
DIN: 0187159