

Ref No.: NACL/02/JAN/2025-26

January 24, 2026

To, BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400001 Scrip Code: 544260	To, National Stock Exchange of India Ltd., Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E) Mumbai – 400 051 Scrip Symbol: NORTHARC
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Sub: Submission of Voting results of Postal Ballot along with the Scrutinizer's Report of Northern Arc Capital Limited ("the Company").

Ref: Regulation 44 (3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

In continuation to our earlier intimation letter NACL/02/DEC/2025-26 dated December 24, 2025, regarding the submission of notice of the postal ballot dated December 13, 2025 ("Notice") seeking approval of the Members of the Company through the Remote E-voting process on the resolutions as set out in the Notice, we hereby submit the Voting Results of the Postal ballot, enclosed as **Annexure I** and the Scrutinizer's report dated January 24, 2026, pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, enclosed as **Annexure II**.

The resolutions as set out in the Notice of postal ballot have been passed by the Members with a requisite majority and are deemed to have been duly passed and the effective date of passing of the resolutions is Saturday, January 24, 2026 (being the e-voting conclusion date).

These intimations are also being uploaded on the Company's website at www.northernarc.com

For Northern Arc Capital Limited

**Prakash Chandra Panda
Company Secretary & Compliance Officer**

Encl: As above

Northern Arc Capital Limited

Registered Office:

10th Floor, Phase-I, IIT-Madras Research Park, Kanagam Village, Taramani, Chennai - 600 113, India
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CIN.: L65910TN1989PLC017021

ANNEXURE - 1

Name of the Company	NORTHERN ARC CAPITAL LIMITED
Date of the Postal ballot	24-01-2026
Last date of e-voting	January 24, 2026
Date of declaration of result	January 24, 2026
Total Number of Shareholders on record date (i.e., cut-off date for e-voting purposes Friday, December 12, 2025)	1,03,725
No. of shareholders present in the meeting either in person or through proxy. Promoters and Promoter Group: Public:	0
No. of Shareholders attended the meeting through Video Conferencing. Promoters and Promoter Group: Public:	0

The details of Voting Results with regard to the Resolutions as required under Regulation 44 of the SEBI Listing Regulations, as under:

Resolution No. 1	Appointment of Ms. Vidya Krishnan (DIN: 09669166) as an Independent Director of the Company									
Resolution required: (Special)	Special									
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 $(7)=[(5)/(2)]*100$	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	0	0	0.0000	0	0	0.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		0	0.0000	0	0	0.0000	0.0000	0	0
Public- Institutions	E-Voting	1,97,34,491	60,03,224	30.4200	60,03,224	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		60,03,224	30.42	60,03,224	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	14,18,37,384	5,59,34,921	39.4360	5,59,33,472	1,449	99.9974	0.0025	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		5,59,34,921	39.436	5,59,33,472	1,449	99.9974	0.0026	0	0
	Total	16,15,71,875	6,19,38,145	38.3347	6,19,36,696	1,449	99.9977	0.0023	0	0

Northern Arc Capital Limited

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Resolution No. 2	Appointment of Ms. Anuradha Rao (DIN: 07597195) as Non-executive Non-Independent Director of the Company									
Resolution required: (Ordinary	Ordinary									
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 $(7)=[(5)/(2)]*100$	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	0	0	0.0000	0	0	0.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		0	0.0000	0	0	0.0000	0.0000	0	0
Public- Institutions	E-Voting	1,97,34,491	60,03,224	30.4200	59,58,259	44,965	99.2509	0.7490	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		60,03,224	30.42	59,58,259	44,965	99.2510	0.7490	0	0
Public- Non- Institutions	E-Voting	14,18,37,384	5,59,34,922	39.4360	5,59,32,519	2,403	99.9957	0.0042	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		5,59,34,922	39.436	5,59,32,519	2,403	99.9957	0.0043	0	0
	Total	16,15,71,875	6,19,38,146	38.3347	6,18,90,778	47,368	99.9235	0.0765	0	0

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CIN.: L65910TN1989PLC017021

SCRUTINIZER REPORT ON THE POSTAL BALLOT

(Pursuant to Section 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 as amended)

To

**The Chairperson,
Northern Arc Capital Limited**
No.1, Kanagam Village,
10th Floor IITM Research Park,
Taramani, Chennai 600113

Dear Sir,

Sub: Scrutinizer's Report on passing of the resolution set-out in the postal ballot notice dated December 13, 2025, through remote e-Voting

1. **I, N A Srinivasan, Advocate/Designated Partner of Genicon Legal LLP, Chennai**, have been appointed as the Scrutinizer by the Board of Directors of Northern Arc Capital Limited ("the Company") to scrutinize the postal ballot through remote e-voting process in a fair and transparent manner and ascertaining the requisite majority on the postal ballot resolutions contained in postal ballot notice dated December 13, 2025 ("the Notice") in accordance with the provisions of Section 108 and 110 of Companies Act, 2013 ("the Act"), read with Rule 20 & Rule 22 of the Companies (Management and Administration) Rules, 2014 ("Rules") as amended from time to time and subject to Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 ("LODR Regulations") in accordance with the guidelines prescribed by the Ministry of Corporate Affairs ("the MCA"), vide General Circular Nos. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020, 09/2023 dated September 25, 2023, 09/2024 dated September 19, 2024 and subsequent circulars of which latest being General Circular No. 3/2025 dated September 22, 2025 (collectively "the MCA Circulars") allowing the companies to conduct postal ballot process through e-voting.
2. I submit my report as under;
 - i. The company has completed the dispatch of Notice of Postal Ballot by e-mail on December 24, 2025 to its Members, whose name appeared on the Register of Members / List of Beneficial Owners as on December 12, 2025 (Cut-off date).
 - ii. The company has made an advertisement regarding dispatch of postal ballot notice in Business Standard (English Language) and in Makkal Kural (Tamil Language) dated December 25, 2025.



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- iii. The Company has availed the voting facility offered by National Securities Depository Limited (NSDL), for facilitating remote e-Voting to enable the members to exercise their right to vote by electronic means.
- iv. The remote E-voting period commenced on Friday, December 26, 2025, at 09:00 a.m. (IST) and ended on Saturday, January 24, 2026 at 05.00 p.m. (IST) and the e-voting facility for members was immediately disabled thereafter.
- v. At the end of the e-voting period, the results were downloaded from NSDL's e-voting platform (<https://www.evoting.nsdl.com>).
- vi. Particulars of electronic voting report generated from e-voting agency's portal have been entered in a register maintained for the purpose in accordance with the Companies (Management and Administration) Rules, 2014 as amended.
- vii. The shareholders exercised their voting only by electronic mode and a summary of e-voting results is given hereunder below:-

Resolution No: 1

Special Resolution for Appointment of Ms. Vidya Krishnan (DIN: 09669166) as an Independent Director of the Company

S. No	Particulars	Total	Assent	Dissent
1.	Total number of members voted	238	224	14
2.	Total number of votes cast by them	61938145	61936696	1449
3.	% of valid votes cast	100	99.9977	0.0023

RESULT:

I report that the Special Resolution with regard to Resolution No. 1 as set out in the postal ballot notice dated December 13, 2025, has been passed by the members with requisite majority.



Resolution No: 2

Ordinary resolution for Appointment of Ms. Anuradha Rao (DIN: 07597195), as Non-executive Non-Independent Director of the Company.

S. No	Particulars	Total	Assent	Dissent
1.	Total number of members voted	239	223	16
2.	Total number of votes cast by them	61938146	61890778	47368
3.	% of valid votes cast	100	99.9235	0.0765

RESULT:

I report that the Ordinary Resolution with regard to Resolution No. 2 as set out in the postal ballot notice dated December 13, 2025, has been passed by the members with requisite majority.

Voting details as required under Regulation 44(3) of SEBI (LODR) Regulations 2015, is enclosed as Annexure-1 of this report.

viii. The Electronic data and relevant records relating to remote e-Voting shall remain in our safe custody until the Chairperson considers, approves and signs the minutes of the postal ballot and thereafter the same will be handed over to the Company Secretary for the safekeeping.

ix. You may accordingly declare the result of voting through Postal Ballot.

Thanking you
Yours truly,

**For Genicon Legal LLP
Advocates and Advisors
LLPIN: ACD-5922**



**CS N.A Srinivasan
Advocate/Designated Partner
FCS: F7257
Adv Regn No. MS. 2065/2006**



**PALAMADAI
SUNDARARAJA
N JAYAKUMAR**

Digitally signed by
PALAMADAI
SUNDARARAJAN
JAYAKUMAR
Date: 2026.01.24 18:28:53
+05'30'

**Date: 24th January 2026
Place: Chennai**

Annexure -1

Name of the Company	Northern Arc Capital Limited
Date of the Postal Ballot Notice	December 13, 2025
Last date of e-voting	January 24, 2026
Date of Declaration of Result	January 24, 2026
Total Number of Shareholders on record date (i.e., December 12, 2025 – cut-off date for voting purpose)	1,03,725
No. of Shareholders present in the meeting either in person or through proxy: Promoter and Promoter Group: Public:	Not Applicable (Resolution Passed through Postal Ballot through remote e-voting)
No. of Shareholders attended the meeting through Video Conferencing: Promoter and Promoter Group: Public:	Not Applicable (Resolution Passed through Postal Ballot through remote e-voting)



The details of Voting Results with regard to the Ordinary/Special Resolution as required under Regulation 44 of the SEBI Listing Regulations, are as under:

Resolution No. 1			To Appoint Ms. Vidya Krishnan (DIN: 09669166) as an Independent Director of the Company					
Resolution required: (Ordinary/ Special)			Special					
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
Promoter and Promoter Group	Remote E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Sub -Total		0	0.0000	0	0	0.0000	0.0000
Public- Institutions	Remote E-Voting	1,97,34,491	60,03,224	30.4200	60,03,224	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Sub -Total		60,03,224	30.4200	60,03,224	0	100.0000	0.0000
Public- Non Institutions	Remote E-Voting	14,18,37,384	5,59,34,921	39.4360	5,59,33,472	1449	99.9974	0.0025
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Sub -Total		5,59,34,921	39.4360	5,59,33,472	1,449	99.9974	0.0026
Total		16,15,71,875	6,19,38,145	38.3347	6,19,36,696	1,449	99.9977	0.0023



Resolution No. 2			To Appoint Ms. Anuradha Rao (DIN: 07597195), as Non-executive Non-Independent Director of the Company					
Resolution required: (Ordinary/ Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda /resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled (1)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100 (2)	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
Promoter and Promoter Group	Remote E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Sub-Total		0	0.0000	0	0	0.0000	0.0000
Public-Institutions	Remote E-Voting	1,97,34,491	60,03,224	30.4200	59,58,259	44,965	99.2509	0.7490
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Sub -Total		60,03,224	30.4200	59,58,259	44,965	99.2510	0.7490
Public- Non Institutions	Remote E-Voting	14,18,37,384	5,59,34,922	39.4360	5,59,32,519	2,403	99.9957	0.0042
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Sub -Total		5,59,34,922	39.436	5,59,32,519	2,403	99.9957	0.0043
Total		16,15,71,875	6,19,38,146	38.3347	6,18,90,778	47,368	99.9235	0.0765

