

Department of Corporate Services,
BSE Limited
Phiroze Jeejeebhoy Towers, Dalal Street,
Mumbai – 400 001

Listing Department,
National Stock Exchange of India Limited
C-1, G-Block, Bandra - Kurla Complex
Bandra (E), Mumbai – 400 051

**Scrip Code: 543320, Scrip Symbol: ETERNAL
ISIN: INE758T01015**

Sub.: Disclosure of voting results and scrutinizer's report of the 15th Annual General Meeting of the Company

Dear Sir/Ma'am,

Further to our intimation dated August 19, 2025, we are enclosing herewith the following:

- (i) Scrutinizer's report dated August 20, 2025, pursuant to Section 108 of the Companies Act, 2013 and Rule 20 (4)(xii) of the Companies (Management and Administration), Rules 2014; and
- (ii) Voting results as required under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The voting results along with the scrutinizer's report will also be hosted on the website of the Company i.e. www.eternal.com and the website of National Securities Depository Limited at www.evoting.nsdl.com.

**For Eternal Limited
(Formerly known as Zomato Limited)**

**Sandhya Sethia
Company Secretary & Compliance Officer
Place: Gurugram
Date: August 21, 2025
Encl.: As above**

ETERNAL LIMITED (Formerly known as Zomato Limited)

Registered Address: Ground Floor 12A, 94 Meghdoot, Nehru Place, New Delhi - 110019, India
CIN: L93030DL2010PLC198141, **Telephone Number:** 011 - 40592373

Consolidated Scrutinizer's Report
Scrutinizer's Report on Remote E-voting and E-voting at the
15th Annual General Meeting of ETERNAL LIMITED (formerly known as Zomato Limited)
(Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014)

To,
The Chairman
ETERNAL LIMITED
(formerly known as ZOMATO LIMITED)
CIN: L93030DL2010PLC198141
Ground Floor 12A, 94 Meghdoot, Nehru Place,
New Delhi-110019, India

Subject: Consolidated Scrutinizer's Report on voting through remote e-voting and e-voting at the 15th Annual General Meeting ("AGM") of Eternal Limited (Formerly known as Zomato Limited) ("Company") held on Tuesday, August 19, 2025 at 12:00 P.M. (IST) through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM")

Dear Sir,

I, Rupesh Agarwal, Managing Partner of M/s. Chandrasekaran Associates, Company Secretaries having office at 11F, Pocket IV, Mayur Vihar, Phase-I, New Delhi-110091, was appointed as Scrutinizer by the Board of Directors of the Company in their meeting held on July 21, 2025 for the purpose of scrutinizing the voting process i.e. Remote E-voting and E-voting (together referred to as "**electronic voting**") at the AGM of the Company convened through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") in respect of the below mentioned resolutions considered at the AGM of the Company held on August 19, 2025 at Ground Floor 12A, 94 Meghdoot, Nehru Place, New Delhi-110019, India ("**Deemed Venue**") as per AGM notice dated July 21, 2025.

Pursuant to the General Circular No. 14/2020, 17/2020, 20/2020, 02/2021, 19/2021, 21/2021, 02/2022, 10/2022, 09/2023 and 09/2024 dated April 08, 2020, April 13, 2020, May 05, 2020, January 13, 2021, December 08, 2021, December 14, 2021, May 05, 2022, December 28, 2022, September 25, 2023 and September 19, 2024 respectively, issued by Ministry of Corporate Affairs (MCA) and SEBI circular dated May 12, 2020, January 15, 2021, May 13, 2022, January 05, 2023, October 07, 2023 and October 3, 2024 (hereinafter referred to as "**relevant circulars**"), the Company has sent the Annual Report including Notice of the AGM on Thursday, July 24, 2025 only through e-mail in compliance with above-mentioned relevant circulars to those members whose names appeared in the register of members of the Company as on Monday, July 21, 2025 and whose email IDs were registered with the Company/Registrar and Transfer Agent ("**RTA**")/ depositories/Depository Participants ("**DPs**"). The Company has made newspaper publication on July 24, 2025, before sending the Notice of AGM and Annual Report to the members of the Company, in 'Financial Express' (all editions in English) and 'Jansatta' (Delhi edition in Hindi), in terms of


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relevant circulars. The Company had also given the newspaper publication on July 26, 2025, in 'Financial Express' (all editions in English) and 'Jansatta' (Delhi edition in Hindi) as per Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, confirming the completion of dispatch of Notice of AGM to the Shareholders of the Company and other relevant details. Further, as per Regulation 36(1)(b) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has also sent physical communication to shareholders on July 25, 2025, whose e-mail addresses are not registered with Company/ RTA/ depositories/ DPs providing the weblink, including the exact path of Company's website where the complete details of the Notice of AGM and Annual Report for F.Y. 2024-25 is available.

The Company has appointed National Securities Depository Limited ("NSDL") for providing the electronic voting facility for conducting Remote E- voting and E-voting at the AGM by the Members of the Company.

Members of the Company, whose names appear in the register of members as on Tuesday, August 12, 2025 ("Cut-off date") were entitled to vote on the proposed resolutions as set out in the Notice of the AGM, and their Voting rights were in proportion to the paid-up equity share capital of the Company held by them, as on the Cut-off date. The Remote E-voting period commenced on Friday, August 15, 2025 at 09:00 A.M. (IST) and ended on Monday, August 18, 2025 at 05:00 P.M. (IST) and the NSDL Remote E-voting platform was blocked thereafter.

Further, the E-voting was announced for the Members who attended the meeting but have not cast their vote through Remote E-voting. In furtherance to this, the e-voting was opened during the last fifteen minutes of the AGM and remained open till the conclusion of AGM for voting purpose.

Subsequently, the electronic voting was unblocked on Tuesday, August 19, 2025 around 01:30 P.M. (IST) in the presence of two witnesses Ms. Kiranpreet Kaur R/o A98/1, Street No. 12, Pratap Nagar, Mayur Vihar Phase-1, Delhi-110091 and Ms. Prachi Kheria R/o Ram Darbar Apartment - Sec 5, Rohini Delhi - 110085, who are not in the employment of the Company.

The Company is responsible to ensure compliance with requirements of the Companies Act, 2013 and rules made thereunder relating to electronic voting on the resolutions contained in the Notice of the AGM.

My responsibility as scrutinizer for electronic voting is restricted to making a scrutinizer report of the votes cast in favour or against the resolution in a fair and transparent manner.

Based on the data downloaded from official website of NSDL for the electronic voting, we now submit our consolidated report thereon.



1. The result of the voting is as under:

1. To consider and adopt the audited standalone and consolidated financial statements of the Company for the financial year ended March 31, 2025, together with the reports of the board of directors and auditors' thereon (Ordinary Resolution):

(i) Voted in favour of and against the resolution:

Particulars	REMOTE E-VOTING		E-VOTING AT AGM		TOTAL		% of total number of valid votes cast
	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	
Favour	3347	7183924466	29	80985	3376	7184005451	99.99
Against	30	744572	0	0	30	744572	0.01
Total	3377	7184669038	29	80985	3406	7184750023	100

(ii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0



2. To re-appoint Sanjeev Bikhchandani (DIN: 00065640), Non-Executive Nominee Director, who retires by rotation and being eligible, offers himself for re-appointment (Ordinary Resolution):

(i) Voted in favour of and against the resolution:

Particulars	REMOTE E-VOTING		E-VOTING AT AGM		TOTAL		% of total number of valid votes cast
	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	
Favour	3099	7042919843	29	80985	3128	7043000828	97.08
Against	284	211498786	0	0	284	211498786	2.92
Total	3383	7254418629	29	80985	3412	7254499614	100

Note: Members who have voted partially in favour of and partially against the resolution has been considered and included in both the number of members who voted in favour of and who voted against the resolution.

(ii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

3. To re-appoint M/s Deloitte Haskins & Sells, Chartered Accountants as the Statutory Auditors of the Company for a second term of 5 (five) consecutive years and to determine their remuneration (Ordinary Resolution)

(i) Voted in favour of and against the resolution:

Particulars	REMOTE E-VOTING		E-VOTING AT AGM		TOTAL		% of total number of valid votes cast
	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	
Favour	3290	7236978838	29	80985	3319	7237059823	99.83
Against	80	12182461	0	0	80	12182461	0.17
Total	3370	7249161299	29	80985	3399	7249242284	100

Note: A member who has voted partially in favour of and partially against the resolution has been considered and included in both the number of members who voted in favour of and who voted against the resolution.

(ii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0



4. To appoint M/s Chandrasekaran Associates, Company Secretaries as the Secretarial Auditors of the Company for a term of 5 (five) consecutive years (Ordinary Resolution):

(i) Voted in favour of and against the resolution:

Particulars	REMOTE E-VOTING		E-VOTING AT AGM		TOTAL		% of total number of valid votes cast
	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	
Favour	3320	7249083060	28	80947	3348	7249164007	100
Against	48	12354	1	38	49	12392	0
Total	3368	7249095414	29	80985	3397	7249176399	100

(ii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

2. The Chairman or any other person authorised by him may accordingly declare the result thereof.



3. Relevant records pertaining to the electronic voting shall remain in the safe custody of the Scrutinizer, until the Chairman signs the minutes of the AGM and thereafter the same shall be handed over to the Company Secretary.

Thanking you,
Yours faithfully,


Chandrasekaran Associates
Company Secretaries
FRN: P1988DE002500
Peer Review Certificate No.: 6689/2025


RUPESH AGARWAL

Managing Partner
Membership No: A16302
CP No.: 5673
UDIN: A016302G001045321



Place: Delhi
Date: 20.08.2025

Counter-signed by 
(Chairman or any other person Authorised
by the Chairman of the AGM)

General information about Company	
Scrip code	543320
NSE Symbol	ETERNAL
MSEI Symbol	Not Listed
ISIN	INE758T01015
Name of the company	Eternal Limited
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	August 19, 2025
Start time of the meeting	12:00 PM
End time of the meeting	01:13 PM

Scrutinizer Details	
Name of the Scrutinizer	Rupesh Agarwal
Firms Name	Chandrasekaran Associates
Qualification	CS
Membership Number	16302
Date of Board Meeting in which appointed	July 21, 2025
Date of Issuance of Report to the company	August 20, 2025

Voting results	
Record date	August 12, 2025
Total number of shareholders on record date	23,79,723
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	0
b) Public	279
No. of resolution passed in the meeting	4

Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To consider and adopt the audited standalone and consolidated financial statements of the Company for the financial year ended March 31, 2025, together with the reports of the board of directors and auditors' thereon				
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	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
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public-Institutions	E-Voting	6,67,13,32,725	5,56,97,11,924	83.4872	5,56,89,74,287	7,37,637	99.9868	0.0132
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	6,67,13,32,725	5,56,97,11,924	83.4872	5,56,89,74,287	7,37,637	99.9868	0.0132
Public- Non Institutions	E-Voting	2,42,73,08,525	1,61,50,38,099	66.5362	1,61,50,31,164	6,935	99.9996	0.0004
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	2,42,73,08,525	1,61,50,38,099	66.5362	1,61,50,31,164	6,935	99.9996	0.0004
Total		9,09,86,41,250	7,18,47,50,023	78.9651	7,18,40,05,451	7,44,572	99.9896	0.0104
Whether resolution is Passed or Not							Yes	
Disclosure of notes on resolution: 55,17,09,397 Equity shares held by Employee Benefit Trust of the Company, classified in the category of "Non- Promoter Non- Public" have not been considered for the purpose of preparation of voting results.								

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

Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To re-appoint Sanjeev Bikhchandani (DIN: 00065640), Non-Executive Nominee Director, 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	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
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public-Institutions	E-Voting	6,67,13,32,725	5,63,94,64,634	84.5328	5,42,79,83,532	21,14,81,102	96.2500	3.7500
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	6,67,13,32,725	5,63,94,64,634	84.5328	5,42,79,83,532	21,14,81,102	96.2500	3.7500
Public- Non Institutions	E-Voting	2,42,73,08,525	1,61,50,34,980	66.5360	1,61,50,17,296	17,684	99.9989	0.0011
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	2,42,73,08,525	1,61,50,34,980	66.5360	1,61,50,17,296	17,684	99.9989	0.0011
Total		9,09,86,41,250	7,25,44,99,614	79.7317	7,04,30,00,828	21,14,98,786	97.0846	2.9154
Whether resolution is Passed or Not							Yes	
Disclosure of notes on resolution: 55,17,09,397 Equity shares held by Employee Benefit Trust of the Company, classified in the category of "Non- Promoter Non- Public" have not been considered for the purpose of preparation of voting results.								

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

Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To re-appoint M/s Deloitte Haskins & Sells, Chartered Accountants as the Statutory Auditors of the Company for a second term of 5 (five) consecutive years and to determine their remuneration				
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	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
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public-Institutions	E-Voting	6,67,13,32,725	5,63,42,07,317	84.4540	5,62,20,39,230	1,21,68,087	99.7840	0.2160
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	6,67,13,32,725	5,63,42,07,317	84.4540	5,62,20,39,230	1,21,68,087	99.7840	0.2160
Public- Non Institutions	E-Voting	2,42,73,08,525	1,61,50,34,967	66.5360	1,61,50,20,593	14,374	99.9991	0.0009
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	2,42,73,08,525	1,61,50,34,967	66.5360	1,61,50,20,593	14,374	99.9991	0.0009
Total		9,09,86,41,250	7,24,92,42,284	79.6739	7,23,70,59,823	1,21,82,461	99.8319	0.1681
Whether resolution is Passed or Not							Yes	
Disclosure of notes on resolution: 55,17,09,397 Equity shares held by Employee Benefit Trust of the Company, classified in the category of "Non- Promoter Non- Public" have not been considered for the purpose of preparation of voting results.								

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

Resolution (4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint M/s Chandrasekaran Associates, Company Secretaries as the Secretarial Auditors of the Company for a term of 5 (five) consecutive years				
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	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
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public-Institutions	E-Voting	6,67,13,32,725	5,63,41,41,412	84.4530	5,63,41,41,412	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
	Total	6,67,13,32,725	5,63,41,41,412	84.4530	5,63,41,41,412	0	100.0000	0.0000
Public- Non Institutions	E-Voting	2,42,73,08,525	1,61,50,34,987	66.5360	1,61,50,22,595	12,392	99.9992	0.0008
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	2,42,73,08,525	1,61,50,34,987	66.5360	1,61,50,22,595	12,392	99.9992	0.0008
Total		9,09,86,41,250	7,24,91,76,399	79.6732	7,24,91,64,007	12,392	99.9998	0.0002
Whether resolution is Passed or Not							Yes	
Disclosure of notes on resolution: 55,17,09,397 Equity shares held by Employee Benefit Trust of the Company, classified in the category of "Non- Promoter Non- Public" have not been considered for the purpose of preparation of voting results.								

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