



Ref: Protean/Secretarial/2025-26/17

May 21, 2025

To,

BSE Limited (“BSE”)
P.J. Towers, Dalal Street,
Fort, Mumbai – 400 001

Scrip Code: 544021

**National Stock Exchange of India
Limited**

Exchange Plaza, C-1, Block G,
Bandra Kurla Complex, Bandra (E),
Mumbai – 400051, India

Trading symbol: PROTEAN

Dear Sir/Madam,

Subject: Outcome of Board Meeting held on May 21, 2025

Pursuant to the provisions of Regulation(s) 30, 33 and other applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform that the Board of Directors of Protean eGov Technologies Limited (“the Company”) at their Meeting held today i.e. May 21, 2025, have *inter alia*:

1. Approved the Audited Financial Results (Standalone & Consolidated) for the quarter and Financial Year ended March 31, 2025 along with the Auditor’s Report thereon;
2. Recommend a final dividend @100 % i.e. Rs. 10/- per equity share on the face value of Rs. 10/- each for the financial year ended March 31, 2025.
3. Approved appointment of S. N. Ananthasubramanian & Co., Company Secretaries, as Secretarial Auditor of the Company for a term of five consecutive years commencing from FY2025-26, subject to approval of the members at the ensuing Annual General Meeting.
4. Approved the Scheme of Arrangement between Protean eGov Technologies Limited (“Resulting Company” or “Company”) and Protean Infosec Services Limited – wholly owned subsidiary (“Demerged Company”).



Additional details for point no. 3 and 4 above pursuant to Regulation 30 and other relevant provisions of the Listing Regulations read with circular No. SEBI/HO/CFD/CFD-PoD1/P/CIR/2023/123 dated July 13, 2023 are enclosed as an Annexure A and Annexure B respectively.

We enclose herewith:

- i. Audited Financial Results (Standalone & Consolidated) for the quarter and financial year ended March 31, 2025;
- ii. Auditor's Report with unmodified opinion on the Audited Financial Results (Standalone & Consolidated);
- iii. Press Release on the Audited Financial Results;
- iv. The details as required under SEBI Circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 as Annexure A and Annexure B

The Board Meeting commenced at 5:00 P.M. and concluded at 7:00 P.M.

This is for your information and records.

Thanking you,

Yours truly,

For Protean eGov Technologies Limited

Maulesh Kantharia

Company Secretary & Compliance Officer

FCS 9637

Encl.: As above

Annexure A

Details required under SEBI Circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023

Particulars	Details
Reason for change viz. appointment, re-appointment, resignation, removal, death or otherwise	Appointment of S. N. Ananthasubramanian & Co., Company Secretaries (Peer Reviewed Firm), as Secretarial Auditors.
Date of appointment and term of appointment	The Board at its meeting held on May 21, 2025, approved the appointment of S. N. Ananthasubramanian & Co., Company Secretaries for audit period of five consecutive years commencing from FY2025-26, subject to approval of the Members at the ensuing Annual General Meeting.
Brief Profile (in case of appointment)	SNA & Co. is a distinguished firm of Practicing Company Secretaries with over three decades of expertise. Established in 1991 and later transitioning into partnership in 2015, the firm is renowned for its commitment to promoting compliance and adopting best governance practices. With a strong team of seasoned professionals and young talent, SNA & Co. offers a wide range of services including secretarial audits, corporate governance consulting, certifications, and regulatory advisory.
Disclosure of relationships between directors (in case of appointment of a director)	Not Applicable

Annexure B

Details required under SEBI Circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023

Particulars	Details
Brief details of the division(s) to be demerged	<p>Upon coming into effect of the Scheme, with effect from the Appointed Date (1st April 2025), the following divisions of Protean Infosec Services Limited ('Demerged Company') will be demerged to Protean eGov Technologies Limited ('Resulting Company').</p> <p>1. <u>Governance, Risk & Compliance</u> Implementation of ISO27001, ISO 22301, PCI-DSS, Regulatory requirement, compliance, IT related certifications, Information Security Posture, Cyber Security Compliance, Data Privacy framework implementation, Digital Risk Management, regulatory Advisory etc.</p> <p>2. <u>Managed SOC Services</u> 24*7 SOC Monitoring Services which includes SIEM, SOAR, UEBA, etc.</p>
Turnover of the demerged division and as percentage to the total turnover of the listed entity in the immediately preceding financial year / based on financials of the last financial year	<p>Turnover of the demerged division for year ended March 31, 2025 – INR 1,83,72,667</p> <p>Turnover of the demerged division as percentage to the total turnover of the listed entity for the year ended March 31, 2025 – 0.22%</p>
Rationale for demerger	<p>It is proposed to demerge the Demerged Undertaking from the Demerged Company to the Resulting Company to aggregate and synergize engineering capabilities and expertise of the group.</p> <p>The Scheme will result in the following benefits:</p>

	<ul style="list-style-type: none"> • Consolidate in the Resulting Company; • To execute services in a cost-efficient manner, leading to a long-term value creation; and • Pooling of resources and expertise of the Demerged Company with that of the Resulting Company. <p>The Scheme is in the interest of the Demerged Company and the Resulting Company and their respective stakeholders.</p>
Brief details of change in shareholding pattern (if any) of all entities	No change in the shareholding pattern of both the entities.
In case of cash consideration – amount or otherwise share exchange ratio	Since the Scheme of Arrangement is in relation to demerger of divisions of the wholly owned subsidiary to its parent company, no shares will be issued to the shareholders of the Demerged Company and thus there is no consideration payable by the Resulting Company to the Demerged Company.
whether listing would be sought for the resulting entity.	No