

Ref No: 112/2024-25

Dated: 17th February, 2025

The Manager,
Listing Department,
The National Stock Exchange of India Ltd.,
Exchange Plaza, 5th Floor, Plot C/1, G Block,
Bandra - Kurla Complex, Bandra (E),
Mumbai - 400 051. Tel No.: 2659 8235
Fax No.: 26598237/ 26598238
Trading Symbol: ANANDRATHI

The Manager,
Listing Department,
BSE Limited,
Phiroze Jeejeebhoy Tower,
Dalal Street, Mumbai - 400 001.
Tel no.: 22721233
Fax No.: 22723719/ 22723121/ 22722037
Scrip Code: 543415

Sub: Disclosure of Voting Results pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Scrutinizer's Report

Dear Sir/Madam,

The Company vide Postal Ballot Notice dated 13th January 2025 had sought approval from the members of the Company for the following resolutions:

1. Increase in Authorised Share Capital and consequent amendment to Clause V of Memorandum of Association of the Company
2. Approval for Issuance of Bonus shares
3. Approval for Modification of earlier approved Material Related Party Transaction(s) between the Company and Anand Rathi Global Finance Limited for the F.Y. 2024-25
4. Approval for Material Related Party Transaction(s) with Anand Rathi Global Finance Limited for the period consisting of F.Y. 2025-26 and upto the date of Thirty- First Annual General Meeting of the Company to be held in the year 2026.
5. Approval for Material Related Party Transaction(s) with Anand Rathi Financial Services Limited for the period consisting of F.Y. 2025-26 and upto the date of Thirty- First Annual General Meeting of the Company to be held in the year 2026.

We hereby inform that pursuant to Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, as amended from time to time, the Company had conducted postal ballot as set out in the Postal Ballot Notice dated **13th January, 2025** which was sent to the members on Wednesday, 15th January, 2025. The remote e-voting period commenced on **Saturday, 18th January 2025 at 9:00 a.m. (IST) and ended on Sunday, 16th February 2025 at 5:00 p.m. (IST)**.

Based on the scrutinizer report submitted by Mr. Himanshu S. Kamdar (Membership No. FCS 5171), Partner, M/s. Rathi & Associates, Practicing Company Secretaries, Mumbai, who was appointed as the Scrutinizer for the aforesaid Postal Ballot process has submitted his Report on **Monday, 17th February, 2025**. In accordance with the said Report, the members of the Company have approved the Resolution as embodied in the Postal Ballot Notice, with requisite majority by remote e-voting on 16th February, 2025 (Last date of E-Voting).

Copy of the Scrutinizer's Report along with the requisite particulars of voting results as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 is enclosed herewith for your information and records.

A copy of the same is also being placed on the website of the Company viz. <https://www.anandrathiwealth.in/communication-to-SE.php>, and on the website of the Registrar i.e. MUFG INTIME INDIA PRIVATE LIMITED (formerly known as Link Intime India Private Limited).

This is for your information and record.

Thanking You,

Yours faithfully,

For **Anand Rathi Wealth Limited**

Jaee Sarwankar
Company Secretary
M. No. ACS - 38080
Place : Mumbai
Date: 17.02.2025
Enclosed: As above

A) DETAILS OF THE VOTING RESULT BY POSTAL BALLOT PROCESS PURSUANT TO REGULATION 44(3) OF LISTING REGULATIONS		
Sr. No.	Particulars	Details
1	Date of the Notice of Postal Ballot	January 13, 2025
2	Total Number of shareholders as on record Date/ Cut-off Date	54,632
3	Mode of voting	Remote e-voting
4	Record date/Cutt-off date for remote e-voting	10 th January, 2025
5	Voting Start Date	18 th January, 2025
6	Voting End Date	16 th February, 2025

Agenda- wise disclosure
The Mode of voting for all resolutions was remote e-voting .

Resolution Required : Ordinary		1 - Increase in Authorised Share Capital and consequent amendment to Clause V of Memorandum of Association							
Whether promoter/ promoter group are interested in the agenda/resolution?		No							
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	No. of votes Invalid
Promoter and Promoter Group	E-Voting	19920754	19837858	99.5839	19837858	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		19837858	99.5839	19837858	0	100.0000	0.0000	0
Public Institutions	E-Voting	5530672	5279793	95.4639	5227250	52543	99.0048	0.9952	11152
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		5279793	95.4639	5227250	52543	99.0048	0.9952	11152
Public Non Institutions	E-Voting	16058891	4775527	29.7376	4764858	10669	99.7766	0.2234	24530
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		4775527	29.7376	4764858	10669	99.7766	0.2234	24530
Total		41510317	29893178	72.0139	29829966	63212	99.7885	0.2115	35682

Resolution Required : Ordinary			2 - Approval for issuance of Bonus shares						
Whether promoter/ promoter group are interested in the agenda/resolution?			No						
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	No. of votes Invalid
		[1]	[2]	$[3]=\{[2]/[1]\} * 100$	[4]	[5]	$[6]=\{[4]/[2]\} * 100$	$[7]=\{[5]/[2]\} * 100$	[8]
Promoter and Promoter Group	E-Voting	19920754	19837858	99.5839	19837858	0	100.000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		19837858	99.5839	19837858	0	100.000	0.0000	0
Public Institutions	E-Voting	5530672	5279793	95.4639	4892913	386880	92.6724	7.3276	11152
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		5279793	95.4639	4892913	386880	92.6724	7.3276	11152
Public Non Institutions	E-Voting	16058891	4775527	29.7376	4775458	69	99.9986	0.0014	24530
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		4775527	29.7376	4775458	69	99.9986	0.0014	24530
Total		41510317	29893178	72.0139	29506229	386949	98.7056	1.2944	35682

Resolution Required : Ordinary			3 - Approval for Modification of earlier approved Material Related Party Transaction(s) between the Company and Anand Rathi Global Finance Limited						
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes						
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	No. of votes Invalid
		[1]	[2]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$	[8]
Promoter and Promoter Group	E-Voting	19920754	0	0.0000	0	0	0.0000	0.0000	5414192
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		0	0.0000	0	0	0.0000	0.0000	5414192
Public Institutions	E-Voting	5530672	5279793	95.4639	4130339	1149454	78.2292	21.7708	11152
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		5279793	95.4639	4130339	1149454	78.2292	21.7708	11152
Public Non Institutions	E-Voting	16058891	3511659	21.8674	3510495	1164	99.9669	0.0331	1277848
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		3511659	21.8674	3510495	1164	99.9669	0.0331	1277848
Total		41510317	8791452	21.1790	7640834	1150618	86.9121	13.0879	6703192

Anand Rathi Wealth Limited									
Resolution Required : Ordinary			4 - Approval for Material Related Party Transaction(s) with Anand Rathi Global Finance Limited						
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes						
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	No. of votes Invalid
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	19920754	0	0.0000	0	0	0.0000	0.0000	5414192
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		0	0.0000	0	0	0.0000	0.0000	5414192
Public Institutions	E-Voting	5530672	5279793	95.4639	4130339	1149454	78.2292	21.7708	11152
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		5279793	95.4639	4130339	1149454	78.2292	21.7708	11152
Public Non Institutions	E-Voting	16058891	3530929	21.9874	3529660	1269	99.9641	0.0359	1277848
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		3530929	21.9874	3529660	1269	99.9641	0.0359	1277848
Total		41510317	8810722	21.2254	7659999	1150723	86.9395	13.0605	6703192

Anand Rathi Wealth Limited									
Resolution Required :Ordinary			5 - Approval for Material Related Party Transaction(s) with Anand Rathi Financial Services Limited						
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes						
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	No. of votes Invalid
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	19920754	0	0.0000	0	0	0.0000	0.0000	5414192
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		0	0.0000	0	0	0.0000	0.0000	5414192
Public Institutions	E-Voting	5530672	5279793	95.4639	4130339	1149454	78.2292	21.7708	11152
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		5279793	95.4639	4130339	1149454	78.2292	21.7708	11152
Public Non Institutions	E-Voting	16058891	3511663	21.8674	3510394	1269	99.9639	0.0361	1277848
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		3511663	21.8674	3510394	1269	99.9639	0.0361	1277848
Total		41510317	8791456	21.1790	7640733	1150723	86.9109	13.0891	6703192

Rathi & Associates

COMPANY SECRETARIES

A-303, Prathamesh, 3rd Floor, Raghuvanshi Mills Compound, 11-12, Senapati Bapat Marg, Lower Parel (W), Mumbai - 400 013.
Tel.: 4076 4444 / 2491 1222 • Fax : 4076 4466 • E-mail : associates.rathi8@gmail.com

February 17, 2025

To

The Chairman/Executive Director & CEO/Company Secretary/Chief Financial Officer
ANAND RATHI WEALTH LIMITED

A Wing, Express Zone, 10th Floor,
Western Express Highway,
Goregaon (East),
Mumbai - 400 063

Dear Sir,

Sub: Scrutinizer's Report on Postal Ballot conducted as per Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014

Anand Rathi Wealth Limited ('the Company') has vide resolution passed by its Board of Directors at their meeting held on January 13, 2025, appointed the undersigned as the Scrutinizer, to ensure that the process of voting by Postal Ballot vide Notice of Postal Ballot dated January 13, 2025, is conducted in the manner prescribed under Section 108 and Section 110 of the Companies Act, 2013 ('the Act') read with the Companies (Management and Administration) Rules, 2014 ("the Rules of Chapter VII") and other applicable provisions of the Act and the Rules made thereunder including the General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 3/2022 dated May 5, 2022, 11/2022 dated December 28, 2022, 09/2023 dated September 25, 2023 and 09/2024 dated September 19, 2024 collectively referred to as ("MCA Circulars") read with other relevant circulars issued by the Ministry of Corporate Affairs and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable Regulations (including any statutory modification(s) or re-enactment(s) thereof for the time being in force, as amended from time to time).

As required under Section 110 read with Rule 22 of the Rules of Chapter VII of the Act, a Notice of Postal Ballot dated January 13, 2025 along with the Explanatory Statement under Section 102 of the Act was sent to the shareholders through electronic means to vote through the mechanism of remote e-voting in accordance with the provisions of the Act and the Rules made thereunder and in compliance with requirements of the MCA Circulars, on the following resolutions proposed as per the Postal Ballot Notice:

- i. Resolution No. 1 as an Ordinary Resolution for approving increase in Authorized Share Capital and consequent amendment to Clause V of the Memorandum of Association;



- ii. **Resolution No. 2** as an Ordinary Resolution to approve issuance of Bonus shares;
- iii. **Resolution No. 3** as an Ordinary Resolution to approve modification of earlier approved Material Related Party Transaction(s) between the Company and Anand Rathi Global Finance Limited;
- iv. **Resolution No. 4** as an Ordinary Resolution to approve Material Related Party Transaction(s) with Anand Rathi Global Finance Limited; and
- v. **Resolution No. 5** as an Ordinary Resolution to approve Material Related Party Transaction(s) with Anand Rathi Financial Services Limited.

The Company had availed the electronic voting platform of the Company's Registrar and Share Transfer Agent i.e. MUFG Intime India Private Limited (formerly known as Link Intime India Private Limited) ('RTA'), for providing remote e-voting facility to the shareholders of the Company to vote on the resolutions proposed vide Postal Ballot Notice dated January 13, 2025.

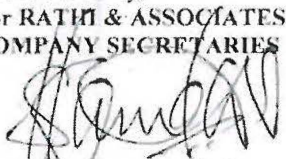
The e-voting process commenced on Saturday, January 18, 2025 at 09:00 A.M. IST and concluded on Sunday, February 16, 2025 at 05:00 P.M. IST. Accordingly, the shareholders who cast their votes upto 5.00 P.M. IST on Sunday, February 16, 2025 have been considered for my scrutiny.

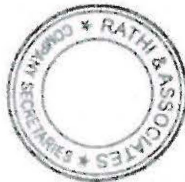
A summary of voting through remote e-voting with their pattern of voting is as per Annexure annexed to this Report.

The results of the voting by shareholders through remote e-voting in respect of the above-mentioned resolutions may accordingly be declared by the Chairman or Company Secretary.

Thanking you,

Yours sincerely,
For RATHI & ASSOCIATES
COMPANY SECRETARIES


HIMANSHU S. KAMDAR
PARTNER
MEM. NO. FCS 5171
COP No. 3030
UDIN: F005171F003949991



COUNTER SIGNED BY
FOR ANAND RATHI WEALTH LIMITED


JAE S
JAE SARWANKAR
COMPANY SECRETARY
MEM. NO. ACS 38080



ANNEXURE

Resolution No. 1 as an Ordinary Resolution for approving increase in Authorised Share Capital and consequent amendment to Clause V of the Memorandum of Association:

Sr. No.	Particulars	Resolution 1	
		No. of Remote e-voting confirmations	No. of Shares voted
a.	Remote e-voting confirmations received	594	2,99,28,860
b.	Less: Invalid Remote e-voting confirmations	6	35,682
c.	Net Valid Remote e-voting confirmations	592*	2,98,93,178
	(i) Remote e-voting confirmations with assent for the Resolution	572*	2,98,29,966
	% of Assent		99.79
	(ii) Remote e-voting confirmations with dissent for the Resolution	16*	63,212
	% of Dissent		0.21

* Includes 4 Shareholders who voted in favour as well as against the resolution.



Resolution No. 2 as an Ordinary Resolution to approve issuance of Bonus shares:

Sr. No.	Particulars	Resolution 2	
		No. of Remote e-voting confirmations	No. of Shares voted
a.	Remote e-voting confirmations received	593	2,99,28,860
b.	Less: Invalid Remote e-voting confirmations	6	35,682
c.	Net Valid Remote e-voting confirmations	587*	2,98,93,178
(i)	Remote e-voting confirmations with assent for the Resolution	570*	2,95,06,229
	% of Assent		98.71
(ii)	Remote e-voting confirmations with dissent for the Resolution	17*	3,86,949
	% of Dissent		1.29

* Includes 3 Shareholders who voted in favour as well as against the resolution.



Resolution No. 3 as an Ordinary Resolution to approve modification of earlier approved Material Related Party Transaction(s) between the Company and Anand Rathi Global Finance Limited;

Sr. No.	Particulars	Resolution 3	
		No. of Remote e-voting confirmations	No. of Shares voted
a.	Remote e-voting confirmations received	583	1,54,94,644
b.	Less: Invalid Remote e-voting confirmations	19	67,03,192
c.	Net Valid Remote e-voting confirmations	564	87,91,452
	(i) Remote e-voting confirmations with assent for the Resolution	543	76,40,834
	% of Assent		86.91
	(ii) Remote e-voting confirmations with dissent for the Resolution	21	11,50,618
	% of Dissent		13.09



Resolution No. 4 as an Ordinary Resolution to approve Material Related Party Transaction(s) with Anand Rathi Global Finance Limited;

Sr. No.	Particulars	Resolution 4	
		No. of Remote e-voting confirmations	No. of Shares voted
a.	Remote e-voting confirmations received	584	1,55,13,914
b.	Less: Invalid Remote e-voting confirmations	19	67,03,192
c.	Net Valid Remote e-voting confirmations	565	88,10,722
	(i) Remote e-voting confirmations with assent for the Resolution	543	76,59,999
	% of Assent		86.94
	(ii) Remote e-voting confirmations with dissent for the Resolution	22	11,50,723
	% of Dissent		13.06



Resolution No. 5 as an Ordinary Resolution to approve Material Related Party Transaction(s) with Anand Rathi Financial Services Limited;

Sr. No.	Particulars	Resolution 5	
		No. of Remote e-voting confirmations	No. of Shares voted
a.	Remote e-voting confirmations received	583	1,54,94,648
b.	Less: Invalid Remote e-voting confirmations	19	67,03,192
c.	Net Valid Remote e-voting confirmations	564	87,91,456
(i)	Remote e-voting confirmations with assent for the Resolution	542	76,40,733
	% of Assent		86.91
(ii)	Remote e-voting confirmations with dissent for the Resolution	22	11,50,723
	% of Dissent		13.09

