

# Elpro International Ltd.

17th Floor, Nirmal, Nariman Point  
Mumbai 400 021, India

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CIN: L51505MH1962PLC012425

January 3, 2025

To,  
BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai - 400 001

Scrip Code – 504000

**Sub.: Voting Results and Scrutinizer's Report on Postal Ballot**

**Ref.: Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations")**

Dear Sir / Madam,

This is in continuation to our letter dated December 3, 2024, enclosing the copy of Postal Ballot Notice seeking approval of the Members of the Company, to pass the resolution, as set out below, by means of Postal Ballot through electronic means ("e-voting / remote e-voting").

Resolution No.	Type of Resolution	Resolution
1.	Ordinary	To approve the related party transaction(s)

The above Ordinary Resolution have been approved by the Members of the Company with requisite majority. The resolution is deemed to have been passed on the last date of e-voting / remote e-voting i.e., on Thursday, January 2, 2025.

Pursuant to Regulation 44(3) of the SEBI Listing Regulations, 2015, the voting results of the said Postal Ballot in the prescribed format along with the copy of the Scrutinizer's Report are enclosed herewith.

The same will also be made available on the Company's website at [www.elpro.co.in](http://www.elpro.co.in) and on the website of National Securities Depository Limited ("NSDL") at [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

Kindly take the same on record.

Thanking you,  
Yours faithfully,  
For **Elpro International Limited**

Rushabh  
Rajen Ajmera

Digitally signed by  
Rushabh Rajen Ajmera  
Date: 2025.01.03  
18:01:02 +05'30'

**Rushabh Ajmera**  
Company Secretary

*Encl.: as above*

Name of the Company			Elpro International Limited					
Date of Postal Ballot			November 22, 2024 (Remote e-voting commenced on Wednesday, December 4, 2024 from 09:00 a.m. IST to Thursday, January 2, 2025 till 05:00 p.m. IST)					
Total number of shareholders on Friday, November 22, 2024 i.e. cut-off date for voting			18654					
No. of shareholders present in the meeting either in person or through proxy:			Not Applicable					
Promoters and Promoter Group:			-					
Public:			-					
No. of Shareholders attended the meeting through Video Conferencing:			Not Applicable					
Promoters and Promoter Group:			-					
Public:			-					
Resolution Required : (Special Resolution)			To approve the related party transaction(s)					
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
		[1]	[2]	$[3]=\{[2]/[1]\}*100$	[4]	[5]	$[6]=\{[4]/[2]\}*100$	$[7]=\{[5]/[2]\}*100$
Promoter and Promoter Group	E-Voting	12,71,08,970	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
	Poll		0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
	Postal Ballot		0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
	<b>Total</b>		<b>12,71,08,970</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	1,52,15,981	1,51,39,081	99.4946	1,51,39,081	0.0000	100.0000	0.0000
	Poll		0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
	Postal Ballot		0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
	<b>Total</b>		<b>1,52,15,981</b>	<b>1,51,39,081</b>	<b>99.4946</b>	<b>1,51,39,081</b>	<b>0.0000</b>	<b>100.0000</b>
Public Non Institutions	E-Voting	2,71,54,179	1,07,70,538	39.6644	1,07,54,500	16,038	99.8511	0.1489
	Poll		0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
	Postal Ballot		0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
	<b>Total</b>		<b>2,71,54,179</b>	<b>1,07,70,538</b>	<b>39.6644</b>	<b>1,07,54,500</b>	<b>16,038</b>	<b>99.8511</b>
<b>Total</b>		<b>16,94,79,130</b>	<b>2,59,09,619</b>	<b>15.2878</b>	<b>2,58,93,581</b>	<b>16,038</b>	<b>99.9381</b>	<b>0.0619</b>



**Jayshree A. Lalpuria & Co.**

*Practising Company Secretaries*

14, Adarsh, 9/83, Nehru Road, Near HDFC Bank, Vile Parle (East), Mumbai-400 057.  
Tel. : 2612 1371 Fax : 2611 1371 Cell : 98209 96575 Email : jayshreelalpuria@gmail.com

## **SCRUTINIZER'S REPORT**

*[Pursuant to Section 108 and 110 of the Companies Act, 2013 and Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014]*

To  
The Chairman and Managing Director  
**ELPRO INTERNATIONAL LIMITED**  
Nirmal, 17<sup>th</sup> Floor, Nariman Point,  
Mumbai - 400 021

Dear Sir,

I, Jayshree A. Lalpuria, Practising Company Secretary, have been appointed by the Board of Directors of ELPRO INTERNATIONAL LIMITED vide resolution dated 12<sup>th</sup> November, 2024 pursuant to section 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 for the purpose of scrutinizing the Postal Ballot through remote e-voting (e-voting) process in a fair and transparent manner and ascertaining the requisite majority on remote e-voting (e-voting) in respect resolution listed in the Notice of Postal Ballot dated 12<sup>th</sup> November, 2024, which was issued in accordance with General Circular No. 9/2024 dated 19<sup>th</sup> September, 2024 & other relevant circulars issued by Ministry of Corporate Affairs, Regulation 44 of the Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India.

### **Management's Responsibility**

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules relating to voting through Postal Ballot on the resolution contained in the Notice of Postal Ballot dated 12<sup>th</sup> November, 2024.

### **Scrutinizer's Responsibility**

My responsibility as a Scrutinizer is to ensure that the voting process through remote e-voting means is conducted in a fair & transparent manner and to make

Scrutinizer's Report of the total votes cast "in favour" or "against" the resolution stated above, based on the reports generated from the e-voting system provided by National Securities Depository Limited (NSDL), the authorized agency to provide e-voting facilities, engaged by the Company.

Further to above I submit my report as under:

1. The members of the Company whose name were recorded in the Register of Members or in the Register of Beneficial Owners maintained in the depositories as on the "cut off" date i.e., 22<sup>nd</sup> November, 2024 were entitled to vote on the proposed resolution as mentioned in the notice of the said Postal Ballot.
2. Dispatch of the Postal Ballot Notice along with the Explanatory Statement to the Members of the Company was completed on 3<sup>rd</sup> December, 2024.
3. The remote e-voting period remained open from 9.00 A.M. on Wednesday, 4<sup>th</sup> December 2024 up to 5.00 P.M. on Thursday, 2<sup>nd</sup> January, 2025. Accordingly, e-votes cast upto 5:00 P.M. (IST) on Thursday, 2<sup>nd</sup> January, 2025 have been considered for my scrutiny.
4. The e-voting platform was unblocked for vote counting on Friday, 3<sup>rd</sup> January, 2025 at 10:02 a.m. in the presence of two witnesses, namely Ms. Priyanka Sharma and Mr. Meet Soni, who are not in employment of the company.
5. Thereafter, the e-voting results containing, inter-alia the list of Shareholders who have voted in favour or against the resolutions or who have abstained from voting were downloaded from the e-voting website of National Securities Depository Limited (NSDL) i.e. <https://www.evoting.nsdl.com>
6. Based on the report generated from NSDL's e-voting website, the results of voting through remote e-voting means in respect of the said resolution are as under:

**Resolution No. 1- (Ordinary Resolution) - Approval for the related party transaction (Acquisition of 100% partnership interest in EduSpace Services LLP from its existing partners by the Company along with its Wholly-owned Subsidiary, Elpro Realty Private Limited):**

<b>Sr. No.</b>	<b>Particulars</b>	<b>No. of remote e-voting confirmation</b>	<b>No. of shares on which votes cast</b>
a)	Remote e-voting confirmation received	161	2,59,09,619
	<b>Total</b>	<b>161</b>	<b>2,59,09,619</b>
b)	Less: Invalid Remote e-voting confirmations	0	0
c)	<b>Net valid Remote e-voting confirmations</b>	<b>161</b>	<b>2,59,09,619</b>
	(i) Remote e-voting confirmations with assent for the resolution	147	2,58,93,581
	% of assent	99.94%	
	(i) Remote e-voting confirmations with dissent for the resolution	14	16,038
	% of dissent	0.06%	

The result of the voting by Members through remote e-voting in respect of the above-mentioned Ordinary Resolution may accordingly be declared by the Company.

Thanking You.  
Yours faithfully,

For Jayshree A. Lalpuria & Co.,  
Practicing Company Secretary

Jayshree  
Ashish  
Lalpuria

Jayshree A. Lalpuria  
(Proprietor)

ACS 17629; CP 7109

Scrutinizer appointed for the Voting  
Process

UDIN: A017629F003560289

PR No. 2023/2022

Place: Mumbai

Dated: 3<sup>rd</sup> January, 2025

Countersigned by  
For Elpro International Limited

Deepak  
Kumar

Digitally signed by  
Deepak Kumar  
Date: 2025.01.03  
17:52:43 +05'30'

Mr. Deepak Kumar  
Chairman and Managing Director  
(DIN: 07512769)