



**August 10, 2024**

To,  
Listing Compliances,  
**BSE Limited**  
P.J. Towers, Fort  
Mumbai – 400 001

**Scrip Code: 504351**

**Scrip Id: EMPOWER**

**Sub.: Voting Result of Postal Ballot as per Regulation 44 of Securities and Exchange Board of India (LODR) Regulations, 2015.**

Dear Sir/Madam,

With reference to the Postal Ballot Notice dated July 04, 2024 and in compliance with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 we hereby submit the following documents:

1. Voting results of Postal Ballot concluded on August 09, 2024 through Postal Ballot Forms and Remote E-voting.
2. Scrutinizer's Report submitted by M/s. Jaymin Modi & Co. Practicing Company Secretaries.

You are requested to take the above cited information on your records.

Thanking You,  
**For Empower India Limited**

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N SRINIVASA  
SRINIVASA IYENGAR  
Date: 2024.08.10  
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IYENGAR

**Rajgopalan Iyengar**  
**Managing Director**  
**DIN: 00016496**

**Encl: as above**

Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				TO REGULARIZE APPOINTMENT OF MR. RAJESH CHAVAN (DIN: 07011994) AS A NON-EXECUTIVE NON-INDEPENDENT DIRECTOR OF THE COMPANY				
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	0.0000	0	0	0	0
	Poll	174781787						
	Postal Ballot (if applicable)							
	<b>Total</b>	174781787	0	0.0000	0	0	0.0000	0.0000
Public-Institutions	E-Voting		0	0.0000	0	0	0	0
	Poll	300000						
	Postal Ballot (if applicable)							
	<b>Total</b>	300000	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting		5986492	0.6055	5923167	63325	98.9422	1.0578
	Poll	988716773						
	Postal Ballot (if applicable)							
	<b>Total</b>	988716773	5986492	0.6055	5923167	63325	98.9422	1.0578
<b>Total</b>		1163798560	5986492	0.5144	5923167	63325	98.9422	1.0578
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							<a href="#">Add Notes</a>	

\* this fields are optional

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

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Resolution (2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				TO REGULARIZE APPOINTMENT OF MS. FATIMA RAZVI (DIN: 10665340) NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY				
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	0.0000	0	0	0	0
	Poll	174781787						
	Postal Ballot (if applicable)							
	<b>Total</b>	174781787	0	0.0000	0	0	0.0000	0.0000
Public- Institutions	E-Voting		0	0.0000	0	0	0	0
	Poll	300000						
	Postal Ballot (if applicable)							
	<b>Total</b>	300000	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting		5990995	0.6059	5894404	96591	98.3877	1.6123
	Poll	988716773						
	Postal Ballot (if applicable)							
	<b>Total</b>	988716773	5990995	0.6059	5894404	96591	98.3877	1.6123
<b>Total</b>		1163798560	5990995	0.5148	5894404	96591	98.3877	1.6123
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							Add Notes	

\* this fields are optional

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

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**SCRUTINIZER'S REPORT  
ON POSTAL BALLOT (E-VOTING) OF EMPOWER INDIA LIMITED  
[Pursuant to Section 108 and 110 of the Companies Act, 2013 and Rules 20 and 22 of  
the Companies (Management and Administration) Rules, 2014]**

To,  
The Chairman & Managing Director  
**Empower India Limited**  
25/25A, 2nd Floor, 327, Nawab Building,  
D. N. Road, Fort, Mumbai, Maharashtra, 400001.

**Sub: Report of Scrutinizer on Postal Ballot process conducted through Remote E-voting pursuant to the provisions of Sections 108 and 110 of the Companies Act, 2013 ('the Act') read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 and MCA circulars (mentioned herein below) in respect of passing of the resolution contained in the Postal Ballot Notice 04<sup>th</sup> July, 2024.**

Dear Sir,

We, Jaymin Modi & Co, Practicing Company Secretary having office at 603/604, Sai Janak Classic, Sudhir Phadke Flyover, Devidas Lane, Borivali (W), Mumbai - 400 103, Maharashtra, India., was appointed as a Scrutinizer by the Board of Directors of **EMPOWER INDIA LIMITED** ('the Company') dated 04<sup>th</sup> July, 2024, for the purpose of scrutinizing the remote e-voting by the Members of the Company which was proposed through Postal Ballot notice dated 04<sup>th</sup> July, 2024 ('Notice').

In view of COVID-19 pandemic, the Ministry of Corporate Affairs ('MCA') guidelines prescribed by the Ministry of Corporate Affairs for conducting postal ballot through e-Voting vide General Circular Nos. 14/2020 dated 8th April 2020, 17/2020 dated 13th April 2020, 22/2020 dated 15th June 2020, 33/2020 dated 28th September 2020, 39/2020 dated 31st December 2020, 10/2021 dated 23rd June 2021 and 20/2021 dated 8th December 2021 and General Circular No. 20/2020 dated 05.05.2022 Circular No. 10/2022 dated December 28, 2022 and General Circular No. 09/2023 dated September 25, 2023 respectively (collectively termed as "MCA Circulars"), Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), Secretarial Standard on General Meetings ("SS - 2") issued by the Institute of Company Secretaries of India and pursuant to all other applicable laws and regulations, if any, the resolution as stated in the Postal Ballot Notice was put before the Member(s) of the Company for Voting through remote e-voting by electronic means and ballot forms.

The compliance with the provisions of the Companies Act, 2013 and the Rules made there under relating to voting through electronic means, by the members on the Resolution proposed in the Postal Ballot Notice dated 04<sup>th</sup> July, 2024, is the responsibility of management. Our responsibility as a scrutinizer is to ensure that the voting process, through remote e-voting and ballot forms, is conducted in a fair and transparent manner and render scrutinizer's report of the total votes cast 'in favour or against', if any, to the Chairman or any other authorized personnel of the Company, on the resolution, based on the reports generated from the remote e-voting system of NSDL the authorized agency, to provide remote e-voting facilities and engaged by the Company for that purpose.



I hereby report as under:

### **Management's Responsibility**

The management of the Company is responsible to ensure compliance with the requirement of the relevant provisions of (i) the company Act, 2013 and the rules made there under and (ii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, (LODR), relating to postal ballot voting by electronic means for the resolution stated in the Postal Ballot Notice.

### **Scrutinizer's Responsibility**

Our responsibility as a scrutinizer is restricted to making a Scrutinizers report of the votes cast by the members in respect of the resolutions contained in the Postal Ballot Notice. My Report is based on e-voting and postal ballot forms (if applicable) received till the time fixed for closing of the voting process.

1. The Company appointed/engaged NSDL, the authorised agency, as the service provider for providing facility of remote e-voting to the members of the Company.
2. The Postal Ballot Notice was sent only through electronic mode to all the members whose e-mail addresses are registered with the Company or with the Depositories/Depository Participants.
3. As prescribed in clause (v) of sub rule 4 of Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company has published an advertisement on 09<sup>th</sup> July, 2024 about the dispatch of Notice in 'Business Standard' in English and 'Mumbai Mitra' in Marathi.
4. The Company dispatched the Notice by email on July 08, 2024 to members whose names 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., 28<sup>th</sup> June, 2024.
5. The voting through remote e-voting facility commenced on Thursday, 11th July 2024 at 9:00 A.M. (IST) and ended on Friday, 09th August 2024 at 5:00 p.m. (IST) being the last date for remote e-voting. The remote e-voting during this period was considered for my scrutiny.
6. Pursuant to Rule 20 of Companies (Management & Administration) Rules, 2014, the remote E-Voting on NSDL Website was unblocked by me on 09th August 2024 at 05.55 P.M. (IST) in the presence of two independent witnesses who are not in employment of the Company.
7. The results of voting are as under:
  - a) Ordinary Resolution

**TO REGULARIZE APPOINTMENT OF MR. RAJESH CHAVAN (DIN: 07011994)  
AS A NON-EXECUTIVE NON-INDEPENDENT DIRECTOR OF THE COMPANY:**



• **Voted in Favour of the resolution:**

Postal Ballot Voting	Number members who voted	of	Number of votes cast by them	% of total number of valid votes cast
Electronic (e-voting)	288		5923167	98.94%
Ballot Forms	-		-	-
<b>Total</b>	<b>288</b>		<b>5923167</b>	<b>98.94%</b>

• **Voted against the resolution:**

Postal Ballot Voting	Number members who voted	of	Number of votes cast by them	% of total number of valid votes cast
Electronic (e-voting)	21		63325	1.06%
Ballot Forms	-		-	-
<b>Total</b>	<b>21</b>		<b>63325</b>	<b>1.06%</b>

• **Invalid Votes**

Postal Ballot Voting	Number members who voted	of	Number of votes cast by them	% of total number of valid votes cast
Electronic (e-voting)	Nil		Nil	NA
Ballot Forms	Nil		Nil	NA
<b>Total</b>	<b>Nil</b>		<b>Nil</b>	<b>NA</b>

Thus, the Ordinary Resolution as contained in Item No.1 is passed with requisite majority.

b) Special Resolution

**TO REGULARIZE APPOINTMENT OF MS. FATIMA RAZVI (DIN: 10665340) NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY:**

• **Voted in Favour of the resolution:**

Postal Ballot Voting	Number members who voted	of	Number of votes cast by them	% of total number of valid votes cast
Electronic (e-voting)	276		5894404	98.39%
Ballot Forms	-		-	-
<b>Total</b>	<b>276</b>		<b>5894404</b>	<b>98.39%</b>



• **Voted against the resolution:**

Postal Ballot Voting	Number members of who voted	Number of votes cast by them	% of total number of valid votes cast
Electronic (e-voting)	39	96591	1.61%
Ballot Forms	-	-	-
<b>Total</b>	39	96591	1.61%

• **Invalid Votes**

Postal Ballot Voting	Number members of who voted	Number of votes cast by them	% of total number of valid votes cast
Electronic (e-voting)	Nil	Nil	NA
Ballot Forms	Nil	Nil	NA
<b>Total</b>	Nil	Nil	NA

**Thus, the Special Resolution as contained in Item No. 2 is passed with requisite majority.**

The Chairman/ Authorised representative may accordingly declare the result of voting through remote E-voting facility in respect of Resolution's mentioned in the Notice.

All relevant records in relation to the postal ballot voting including voting by electronic means are handed over to the management of the Company.

**For, Jaymin Modi & Co.  
Company Secretaries**

Jaymin Piyush Bhai Modi  
Digitally signed by Jaymin Piyush Bhai Modi  
Date: 2024.08.10 11:33:07 +05'30'



**CS Jaymin Modi  
Authorised Signatory  
COP: 16948**

**Mem No. 44248  
PRC: 2146/2022  
UDIN: A044248F000944092**

**Place: Mumbai  
Date: 10.08.2024**