



**December 02, 2024**

To,

**BSE Limited,**  
20<sup>th</sup> Floor, P. J. Towers,  
Dalal Street,  
Mumbai – 400 001.  
(Scrip Code: 539528; Scrip Id: AAYUSH)

**Metropolitan Stock Exchange of India Limited,**  
Vibgyor Towers, 4<sup>th</sup> floor, Plot No C 62, G - Block,  
Opp. Trident Hotel, Bandra Kurla Complex, Bandra  
(E), Mumbai – 400 098  
(Symbol – AAYUSH, Series – EQ)

Dear Sir/Madam,

**Sub: Voting results and scrutinizer's report on Postal Ballot.**

Pursuant to Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith, details of voting results and scrutinizer's report on the Postal Ballot conducted by the Company.

The Company had provided e-voting facility to Members through Central Depository Services (India) Limited. The e-voting period commenced from Saturday, November 02, 2024 (9:00 am IST) and ended on Sunday, December 01, 2024 (5:00 pm IST).

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

Thanking You,

**For Aayush Wellness Limited**  
*(Formerly known as Aayush Food and Herbs Limited)*

**Naveenakumar Kunjaru**  
**Managing Director**  
**DIN: 07087891**

**AAYUSH WELLNESS LIMITED**  
**(Formerly known as Aayush Food and Herbs Limited)**  
**CIN: L01122DL1984PLC018307**

**Registered Office:** 55, 2<sup>nd</sup> Floor, Lane 2, Westend Marg, Saidullajab, Near Saket Metro Station, New Delhi, Delhi 110030  
**Contact No:** +91 8448693031 **Email:** cs@aayushwellness.com **Website:** www.aayushwellness.com



**Resolution (1)**

Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				INCREASE IN AUTHORISED SHARE CAPITAL AND CONSEQUENT ALTERATION OF CAPITAL CLAUSE OF THE MEMORANDUM OF ASSOCIATION				
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)	$(3) = \frac{(2)}{(1)} * 100$	(4)	(5)	$(6) = \frac{(4)}{(2)} * 100$	$(7) = \frac{(5)}{(2)} * 100$
Promoter and Promoter Group	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>							
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>							
Public- Non Institutions	E-Voting	32450000	12623618	38.9018	12623587	31	99.9998	0.0002
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		32450000	12623618	38.9018	12623587	31	99.9998
<b>Total</b>		32450000	12623618	38.9018	12623587	31	99.9998	0.0002
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							<input type="button" value="Add Notes"/>	

\* this fields are optional

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

**AAYUSH WELLNESS LIMITED**  
**(Formerly known as Aayush Food and Herbs Limited)**  
 CIN: L01122DL1984PLC018307

**Registered Office:** 55, 2<sup>nd</sup> Floor, Lane 2, Westend Marg, Saidullajab, Near Saket Metro Station, New Delhi, Delhi 110030  
**Contact No:** +91 8448693031 **Email:** cs@aayushwellness.com **Website:** www.aayushwellness.com



**Resolution (2)**

<b>Resolution required: (Ordinary / Special)</b>				Ordinary				
<b>Whether promoter/promoter group are interested in the agenda/resolution?</b>				No				
<b>Description of resolution considered</b>				ISSUE OF BONUS SHARES TO THE EQUITY SHAREHOLDERS 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							
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>							
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>							
Public- Non Institutions	E-Voting		12623598	38.9017	12623587	11	99.9999	0.0001
	Poll	32450000						
	Postal Ballot (if applicable)							
	<b>Total</b>	32450000	12623598	38.9017	12623587	11	99.9999	0.0001
<b>Total</b>		32450000	12623598	38.9017	12623587	11	99.9999	0.0001
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							<input type="button" value="Add Notes"/>	

\* this fields are optional

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

**AAYUSH WELLNESS LIMITED**  
**(Formerly known as Aayush Food and Herbs Limited)**  
**CIN: L01122DL1984PLC018307**

**Registered Office:** 55, 2<sup>nd</sup> Floor, Lane 2, Westend Marg, Saidullajab, Near Saket Metro Station, New Delhi, Delhi 110030  
**Contact No:** +91 8448693031 **Email:** cs@aayushwellness.com **Website:** www.aayushwellness.com



**SCRUTINIZER'S REPORT  
ON POSTAL BALLOT (E-VOTING) OF AAYUSH WELLNESS 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,  
Chairman & Managing Director  
**Aayush Wellness Limited**  
55, 2nd Floor, Lane 2, Westend Marg,  
Saidullajab, Near Saket Metro Station,  
New Delhi, Delhi 110030

**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 29<sup>th</sup> October, 2024.**

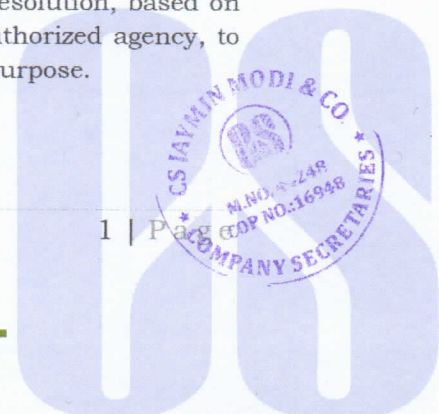
Dear Sir,

We, Jaymin Modi & Co, Practicing Company Secretary having office at 603/604, Sai Janak Classic, Devidas Lane Near Sudhir Phadke Flyover, Borivali West Mumbai Maharashtra 400103 India, was appointed as a Scrutinizer by the Board of Directors of Aayush Wellness Limited ('the Company') dated 29th October, 2024, for the purpose of scrutinizing the remote e-voting by the Members of the Company which was proposed through Postal Ballot notice dated 29th October, 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 29th October, 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 CDSL 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 CDSL, 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 31<sup>st</sup> October, 2024 about the dispatch of Notice in 'Financial Express' in English and 'Jansatta' in Hindi.
4. The Company dispatched the Notice by email 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., October 25, 2024.
5. The voting through remote e-voting facility commenced on Saturday, November 02, 2024 at 9:00 A.M. (IST) and ended on Sunday, December 01, 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 CDSL Website was unblocked by me on 02<sup>nd</sup> December, 2024 at 10:28 AM. (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) Special Resolution

**INCREASE IN AUTHORISED SHARE CAPITAL AND CONSEQUENT ALTERATION OF CAPITAL CLAUSE OF THE MEMORANDUM OF ASSOCIATION:**

• Voted in Favour of the resolution:

Postal Ballot Voting	Number of members who voted	of	Number of votes cast by them	% of total number of valid votes cast
Electronic (e-voting)	61		12623587	99.99%
Ballot Forms	0		0	0
<b>Total</b>	<b>61</b>		<b>12623587</b>	<b>99.99%</b>

• Voted against the resolution:

Postal Ballot Voting	Number of members who voted	of	Number of votes cast by them	% of total number of valid votes cast
Electronic (e-voting)	03		31	0.01%
Ballot Forms	-		-	-
<b>Total</b>	<b>03</b>		<b>31</b>	<b>0.01%</b>

• Invalid Votes

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

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

b) Ordinary Resolution

**ISSUE OF BONUS SHARES TO THE EQUITY SHAREHOLDERS OF THE COMPANY:**

• Voted in Favour of the resolution:

Postal Ballot Voting	Number of members who voted	of	Number of votes cast by them	% of total number of valid votes cast
Electronic (e-voting)	61		12623587	99.99%
Ballot Forms	0		0	0
<b>Total</b>	<b>61</b>		<b>12623587</b>	<b>99.99%</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)	02		11	0.01%
Ballot Forms	-		-	-
<b>Total</b>	<b>02</b>		<b>11</b>	<b>0.01%</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)	-		-	-
Ballot Forms	-		-	-
<b>Total</b>	<b>-</b>		<b>-</b>	<b>-</b>

Thus, the Ordinary 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: 2024.12.02 14:28:18 +05'30'

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

**Mem No. 44248**  
**PRC: 2146/2022**  
**UDIN: A044248F003199114**



**Place: Mumbai**  
**Date: 02.12.2024**