



March 15, 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 February 09, 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 March 13, 2024 through Postal Ballot Forms and Remote E-voting.
2. Scrutinizer's Report submitted by M/s. JCA & Co. Practicing Company Secretaries.

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

Thanking You,
For Empower India Limited

Rajgopalan Iyengar
Managing Director
DIN: 00016496

Encl: as above

JCA & Co.

Company Secretaries Firm

Office No. 23 Ground Floor, Swaymbhu Gaodevi SRA Building, Carter Road No. 2, Borivali East,
Mumbai – 400066

FORM No. MGT-13

REPORT OF SCRUTINIZER(S) - COMBINED

To,
The Managing Director
M/s. Empower India Limited
CIN: L51900MH1981PLC023931
25/25A, 2nd Floor, 327, Nawab Building,
D. N. Road, Fort, Mumbai – 400001

Dear Sir,

1. The Board of Directors of **Empower India Limited** (hereinafter referred to as "the Company") has appointed us as the Scrutinizer for the purpose of Scrutinizing Postal Ballot (including e-voting) for following resolutions as mentioned in the Notice of Postal Ballot dated February 9, 2024.

1. To approve new set of Memorandum of Association (MOA) as per the requirements of Companies Act 2013.
2. To increase the authorised share capital of the company & consequent amendment to the capital clause in the memorandum of association (MOA) of the company.
3. Issue convertible equity warrants through preferential allotment / private placement.

2. I submit my report as under:

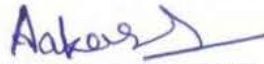
- a. On February 10, 2024 the Company has completed the dispatch of Postal Ballot Notice electronically as well as through Physical mode to all the members whose names appear in the Register of members/list of Beneficial Owners as on the cut-off date i.e. on Friday, February 02, 2024 in accordance with the guidelines prescribed by the Ministry of Corporate Affairs ("MCA") for holding general meetings / conducting postal ballot process through e-voting vide General Circular Nos. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020, 39/2020 dated December 31, 2020 and General Circular No. 10/2021 dated June 23, 2021 ("MCA Circulars").
- b. The e-voting commenced on Tuesday, February 13, 2024 from 9.00 a.m. (IST) and shall end on Wednesday, March 13, 2024 5.00 p.m. (IST). The votes casted electronically by the shareholders till Wednesday, March 13, 2024 up to 5.00 p.m., being the last date and time fixed by the company for e-voting were considered for my scrutiny.
- c. Company had also provided facility of voting through Physical Postal Ballot. I have received 8 (Eight) physical Postal Ballot forms as on Wednesday, March 13, 2024 till 5.00 pm (IST).
- d. After completion of voting through remote e-voting and Physical Postal Ballot, the votes casted by the members, were unblocked at Mumbai on March 13, 2024 in the



presence of Mahesh Bachhav and Aakash Shewale who are not in the employment of the Company.



Signature of Witness
Mahesh Bachhav



Signature of Witness
Aakash Shewale

- e. Votes cast by the members through e-voting, were reconciled with the records maintained by the Registrar and Transfer Agent of the Company and authorizations lodged with the Company.
 - f. I have scrutinized and reviewed the voting through electronic means and votes tendered therein based on the data downloaded from NSDL e-voting system.
 - g. The Management of the Company is responsible to ensure compliance with the requirements of this Act and rules relating to remote e-voting prior to and e-voting during the Postal Ballot on the resolutions forming part of the Notice of Postal Ballot.
 - h. My responsibility as a Scrutinizer for the e-voting is restricted to making a Scrutinizer's report of the votes cast in favour or against the resolutions.
3. I now submit the consolidated report on results of e-voting and Physical Postal Ballot conducted in relation to the resolution as under:

SPECIAL BUSINESS:

Resolution 1: Special Resolution

TO APPROVE NEW SET OF MEMORANDUM OF ASSOCIATION (MOA) AS PER THE REQUIREMENTS OF COMPANIES ACT 2013.

- (i) Voted in favour of the resolution:

	Number of Members who voted	Number of Votes casted (Shares)	%Total number of valid votes cast
E-voting	225	56568602	11.7040
Physical	8	426754972	88.2955
Total	233	483323574	99.9995



(ii) Voted against the resolution:

	Number of Members who voted	Number of Votes casted (Shares)	%Total number of valid votes cast
E-voting	8	2401	0.0005
Physical	0	0	0
Total	8	2401	0.0005

(iii) Invalid votes:

	Total number of members whose were declared invalid	Total Number of Votes casted (Shares)	%Total number of invalid votes cast
E-voting	Nil	Nil	N.A.
Physical	Nil	Nil	N.A.
Total	Nil	Nil	N.A.

Result: Resolution No. 1 contained in the Postal Ballot Notice dated February 9, 2024 has been passed as Special Resolution with requisite majority.

Resolution 2: Special Resolution

TO INCREASE THE AUTHORISED SHARE CAPITAL OF THE COMPANY & CONSEQUENT AMENDMENT TO THE CAPITAL CLAUSE IN THE MEMORANDUM OF ASSOCIATION (MOA) OF THE COMPANY.

(i) Voted in favour of the resolution:

	Number of Members who voted	Number of Votes casted (Shares)	%Total number of valid votes cast
E-voting	221	56537167	11.6975
Physical	8	426754972	88.2955
Total	229	483292139	99.9930

(ii) Voted against the resolution:

	Number of Members who voted	Number of Votes casted (Shares)	%Total number of valid votes cast
E-voting	12	33836	0.0070
Physical	0	0	0
Total	12	33836	0.0070



(iii) **Invalid votes:**

	Total number of members whose were declared invalid	Total Number of Votes casted (Shares)	%Total number of invalid votes cast
E-voting	Nil	Nil	N.A.
Physical	Nil	Nil	N.A.
Total	Nil	Nil	N.A.

Result: Resolution No. 2 contained in the Postal Ballot Notice dated February 9, 2024 has been passed as Special Resolution with requisite majority.

Resolution 3: Special Resolution

ISSUE CONVERTIBLE EQUITY WARRANTS THROUGH PREFERENTIAL ALLOTMENT / PRIVATE PLACEMENT.

(i) **Voted in favour** of the resolution:

	Number of Members who voted	Number of Votes casted (Shares)	%Total number of valid votes cast
E-voting	222	56576221	11.7047
Physical	8	426754972	88.2886
Total	230	483331193	99.9933

(ii) **Voted against** the resolution:

	Number of Members who voted	Number of Votes casted (Shares)	%Total number of valid votes cast
E-voting	12	32560	0.0067
Physical	0	0	0
Total	12	32560	0.0067

(iii) **Invalid votes:**

	Total number of members whose were declared invalid	Total Number of Votes casted (Shares)	%Total number of invalid votes cast
E-voting	Nil	Nil	N.A.
Physical	Nil	Nil	N.A.
Total	Nil	Nil	N.A.



Result: Resolution No. 3 contained in the Postal Ballot Notice dated February 9, 2024 has been passed as Special Resolution with requisite majority.
5. The Ballot forms and other relevant records were sealed and handed over to the Company Secretary authorized by the Board for safe keeping.

6. The consolidated result of the votes cast (by Remote E-Voting and by Physical Postal Ballot) is provided as **Annexure I** to this report.

Thanking You,

Yours Faithfully,

For M/s. JCA & Co,
Practicing Company Secretary



CS. Chirag Jain
Proprietor
Membership No: F11127
COP No. 13687
UDIN: F011127E003584906

Date: 14/03/2024
Place: Mumbai

Annexure-I

Consolidated result of voting (by remote e-voting and Physical Postal Ballot) for resolution numbers 1 to 3 of the Notice of the Postal Ballot Notice of "Empower India Limited" passed on Wednesday, 13th March 2024.

Resol ution No.	Total Valid Votes Cast			Voted in favor of Resolution				Voted against the Resolution			
	Remote E- Voting	Physical Ballot	Total	Remote E- Voting	Physical Ballot	Total	%	Remote E- Voting	Physic al Ballot	Total	%
1.	56571003	426754972	483325975	56568602	426754972	483323574	99.9995	2401	0	2401	0.0005
2.	56571003	426754972	483325975	56537167	426754972	483292139	99.9930	33836	0	33836	0.0070
3.	56608781	426754972	483363753	56576221	426754972	483331193	99.9933	32560	0	32560	0.0067

Result: All Resolutions passed with requisite majority.

**For M/s. JCA & Co,
Practicing Company Secretary**

Chirag Jain



CS. Chirag Jain
Proprietor
Membership No: F11127
COP No. 13687
UDIN: F011127E003584906

Date: 14/03/2024
Place: Mumbai

Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				TO APPROVE NEW SET OF MEMORANDUM OF ASSOCIATION (MOA) AS PER THE REQUIREMENTS OF COMPANIES ACT 2013.				
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	174781787	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		174781787	100.0000	174781787	0	100.0000	0.0000
	Total		174781787	174781787	100.0000	174781787	0	100.0000
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	989016773	56571003	5.7199	56568602	2401	99.9958	0.0042
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		251973185	25.4771	251973185	0	100.0000	0.0000
	Total		989016773	308544188	31.1971	308541787	2401	99.9992
Total		1163798560	483325975	41.5300	483323574	2401	99.9995	0.0005
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

Resolution (2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				TO INCREASE THE AUTHORISED SHARE CAPITAL OF THE COMPANY & CONSEQUENT AMENDMENT TO THE CAPITAL CLAUSE IN THE MEMORANDUM OF ASSOCIATION (MOA) 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	174781787	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		174781787	100.0000	174781787	0	100.0000	0.0000
	Total		174781787	174781787	100.0000	174781787	0	100.0000
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	989016773	56571003	5.7199	56537167	33836	99.9402	0.0598
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		251973185	25.4771	251973185	0	100.0000	0.0000
	Total		989016773	308544188	31.1971	308510352	33836	99.9890
Total		1163798560	483325975	41.5300	483292139	33836	99.9930	0.0070
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

Resolution (3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				ISSUE CONVERTIBLE EQUITY WARRANTS THROUGH PREFERENTIAL ALLOTMENT / PRIVATE PLACEMENT.				
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	174781787	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		174781787	100.0000	174781787	0	100.0000	0.0000
	Total		174781787	174781787	100.0000	174781787	0	100.0000
Public-Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	989016773	56608781	5.7237	56576221	32560	99.9425	0.0575
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		251973185	25.4771	251973185	0	100.0000	0.0000
	Total		989016773	308581966	31.2009	308549406	32560	99.9894
Total		1163798560	483363753	41.5333	483331193	32560	99.9933	0.0067
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0