



**Date: April 01, 2024**

**To,  
The Dept. of Corporate Services  
BSE Limited,  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai - 400001**

Dear Sir/Madam,

**Subject: Disclosure of Voting Results of Postal Ballot with Scrutinizer's Report in accordance with Regulation 30 and 44(3) and Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015**

**Scrip Code: 500267**

This is with reference to our earlier letter dated February 26, 2024, informing Stock Exchanges on seeking shareholders' approval by way of Special Resolutions through Postal Ballot (remote e-voting only) for Appointment of Mr. Tripurari Pandey (DIN: 10494898) as Non-Executive Independent Director of the Company

Pursuant to Regulation 30 and 44(3) and Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith the result of remote e-voting in the prescribed format along with Scrutinizer's report for the resolution proposed for the approval of the Members vide Postal Ballot Notice dated February 8, 2024, w.r.t. Appointment of Mr. Tripurari Pandey (DIN: 10494898) as an Non-Executive Independent Director of the Company by passing necessary resolution in accordance with regulation 25(2A) and other applicable regulations / provisions of the Securities and exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

The process of remote e-voting commenced on Friday, March 01, 2024 (09.00 A.M.) (IST) and concluded on Saturday, March 30, 2024 (17.00 P.M.) (IST).

The resolutions as set out in Postal Ballot Notice, have been approved by the Members with the requisite majority and deemed to be passed on March 30, 2024, being the last date of receipt of postal ballot e-voting.

The voting results and the Scrutinizer's Report are being uploaded on the Company's website: [www.majesticauto.in](http://www.majesticauto.in) and NSDL's e-voting website: [www.evoting.nsdl.com](http://www.evoting.nsdl.com).



We request you to kindly take the above information on record.

**Thanking You,  
For Majestic Auto Limited**

PARUL CHADHA  
Digitally signed by  
PARUL CHADHA  
Date: 2024.04.01  
18:37:02 +05'30'

**Parul Chadha  
Company Secretary and Compliance officer  
Membership No.: A50171**



**VOTING RESULTS OF THE POSTAL BALLOT  
PURSUANT TO REGULATION 44 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS)  
REGULATIONS, 2015**

**Date of the Postal Ballot Notice**

February 26, 2024  
(E-Voting Start Date- March 01, 2024;  
E-Voting End Date - March 30, 2024)

**Total No of shareholders as on Record Date  
("Cut-off Date") (February 20, 2024)**

8698 Shareholders holding 10397478 shares.

**Item No: 1 To approve the appointment of Mr. Tripurari Pandey (DIN: 10494898) as a Non Executive Independent Director of the Company**

Resolution Required	Special Resolution							
	Whether promoter/promoter group are interested in the agenda/resolution ?							
Category	Mode of voting	No. of shares held (1)	No. of votes voted(2)	% of Votes on outstanding shares	No. of Votes - in Favor	No. of Votes - in Against	% of Votes- in favor	% of Votes-in against
				(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	7798108	7798108	100.00	7798108	0	100.00	0.00
Public - Institutions	E-Voting	5029	0	0.00	0	0	0.00	0.00
Public - Non Institutions	E-Voting	2594341	236731	9.12	234951	1780	99.24	0.75
<b>Total</b>		<b>10397478</b>	<b>8034839</b>	<b>77.27</b>	<b>8033059</b>	<b>1780</b>	<b>99.98</b>	<b>0.02</b>

We request you to kindly take the above information on record.

**Thanking You,  
For Majestic Auto Limited**

**PARUL CHADHA**  
Digitally signed  
by PARUL  
CHADHA  
Date: 2024.04.01  
18:37:23 +05'30'

**Parul Chadha  
Company Secretary and Compliance officer  
Membership No.: A50171**



**NEETA A & ASSOCIATES**  
**Company Secretaries**

Ref No.: NA/2024-25/01

**SCRUTINIZER'S REPORT**

*Scrutinizer Report on E-voting in respect of resolutions proposed through Postal Ballot  
(Pursuant to Section 108 & 110 of the Companies Act, 2013 read with Rules 20 & 22 of the Companies  
(Management and Administration) Rules 2014)*

To,  
The Chairman  
Majestic Auto Limited

**Sub: Report of Scrutinizer on passing of resolutions by the shareholders of Majestic Auto Limited (the "Company") through Postal Ballot only by way of electronic means (remote e-voting)**

Dear Sir,

1. The Board of Directors of the company by resolution passed on February 08, 2024, has appointed me as Scrutinizer for conducting the postal ballot (e-voting process) for passing the resolutions as set out in the Notice of Postal Ballot dated February 08, 2024.
2. In terms of Section 108, Section 110 and other applicable provisions, if any, of the Companies Act, 2013, as amended (the "Act"), read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), read with the General Circular No. 14/2020 dated April 8, 2020, the General Circular No. 17/2020 dated April 13, 2020, and subsequent circulars issued in this regard by the Ministry of Corporate Affairs ("MCA"), the latest being 09/2023 dated 25th September, 2023 (collectively referred to as "MCA Circulars"), (including any statutory modification or re-enactment thereof for the time being in force, and as amended from time to time), the Company had sent postal ballot notice in electronic form only. The hard copy of Postal Ballot Notice along with Postal Ballot forms and pre-paid business envelopes were not sent to the members for the postal ballot in accordance with the requirements specified under the MCA Circulars. Accordingly, the communication of the assent or dissent of the members would take place through the remote e-voting system only. To facilitate such members to receive notice electronically and cast their vote electronically, the company had made arrangement for registration of email addresses in terms of the MCA Circulars. The Notice had also been placed on website of the Company at [www.majesticauto.in](http://www.majesticauto.in). and websites of the Stock Exchanges i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com).
3. I submit my report as under:

C-147 Pundrik Vihar (Opp. D-Block  
Saraswati Vihar), Pitampura, Delhi - 110034

+91-7827089967  
011-46102947

 [csneeta.1989@gmail.com](mailto:csneeta.1989@gmail.com)



4. The notice of postal ballot dated February 08, 2024 alongwith the statement under Section 102 of the Companies Act, 2013 setting out all material facts in respect of the resolutions mentioned therein was sent electronically by email to the members whose names appear in the register of members/ List of Beneficial Owners as received from the Depositories as on February 20, 2024 in compliance with the above referred MCA circulars.
5. The Company has completed the dispatch of Postal Ballot Notice by email on February 26, 2024. The company has also published Newspaper advertisement in Business Standard (English) and Business Standard (Hindi) respectively, regarding dispatch of notice of postal ballot alongwith remote e-voting information and containing all the matters required under Companies Act, 2013 and relevant rules on February 27, 2024.
6. The company has offered e-voting through National Securities Depository Limited (NSDL) and the facility e-voting remained open from 9:00 A.M. on Friday, March 01, 2024 and ended at 5:00 P.M. on Saturday, March 30, 2024.
7. We have unblocked the cast through remote e-voting in the presence of Ms. Shivani Kamra and Ms. Neetu who are not in the employment of the company. Thereafter, the details containing, inter-alia the list of members who voted "For" or "Against" the resolutions were derived from the report generated from the e-voting website of NSDL i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
8. Summary of postal ballot through e-voting is given below:

**Item No. 1**

**Special Resolution:** To approve the appointment of Mr. Tripurari Pandey (DIN: 10494898) as an Non-Executive Independent Director of the Company

<u>S.No</u>	<u>Particulars</u>	<u>No. of shareholders</u>	<u>No. of shares</u>	<u>% to the total shares representing valid votes</u>
1	Voting exercised through e-voting	88	8034839	-
2	E-Voting ballot with assent (Favour) for the resolution	81	8033059	99.98
3	E-Voting ballot with dissent (against) for the resolution	7	1780	0.02
4	Invalid votes	0	0	0.00

1. Based on the aforesaid results, I report that the Resolution as set out in Item No. 1 of the Notice dated February 08, 2024 have been passed with requisite majority. You may declare the result accordingly.
2. It is to be noted:
  - a. The shareholders abstained from voting were not considered.;
  - b. Body Corporates whose authorization resolutions/letter were not received were considered as invalid;
  - c. The figures in percentage have been rounded off to 2 decimal points;
  - d. An excel spreadsheet containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed;
  - e. The register, all other papers and relevant records relating to electronic voting shall remain in my safe custody and will be handed over to the Chairman for preserving safely.

#### **Restriction on Use**

This report has been issued at the request for (i) submission to Stock Exchange, (ii) to be placed on the website of the Company, and (iii) website of NSDL and CDSL. This report is not to be used for any other purpose or to be distributed to any other parties. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior consent in writing.

Thanking you,

Yours faithfully,

**For Neeta A & Associates  
Company Secretaries**


NEETA  
AGGARWA  
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Digitally signed by  
NEETA  
AGGARWAL  
Date: 2024.04.01  
15:05:52 +05'30'

**Neeta Aggarwal**  
**Practicing Company Secretary**  
**M. No. F9893**  
**CoP: 13218**  
**ICSI Unique Code: S2022DE852100**

**Date: April 01, 2024**

**Place: New Delhi**

**Countersigned by:**  
**MAJESTIC AUTO LIMITED**  
  
**Chairman of the Company**  
**Authorised Signatory**

**POSTAL BALLOT PROCEEDINGS HELD THROUGH REMOTE E-VOTING  
CONCLUDED ON MARCH 30, 2024**

The Board of Directors vide their resolution dated February 08, 2024, approved the postal ballot notice entailing the resolution to be considered and approved by shareholders through remote e-voting pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014.

<b>S. No.</b>	<b>Particulars</b>
1.	Appointment of Mr. Tripurari Pandey (DIN: 10494898) as a Non-Executive Independent Director of the Company

- a) The Company had engaged the services of NSDL for the purpose of providing e-voting facility and technical services relating to the Postal Ballot to all its members.
- b) The Board had appointed Ms. Neeta Aggarwal (Membership No.: F9893, COP: 13218), Proprietor, M/s Neeta A & Associates, Practicing Company Secretaries, as the Scrutinizer for conducting the e-voting process in a fair and transparent manner.
- c) In accordance with applicable MCA and SEBI circulars, the postal ballot notice was sent through electronic mode to those members whose e-mail addresses were registered with the Company/ Depositories and whose names are recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date February 20, 2024, seeking approval as set out in the postal ballot notice.
- d) The total number of shareholders as on the cut-off date was 8698.
- e) Pursuant to the above, the postal ballot notice was sent to all eligible shareholders, electronically, on February 26, 2024.
- f) A Public advertisement was published on February 27, 2024, in Business Standard in English and Business Standard in Hindi.
- g) The e-voting commenced on **Friday, March 01, 2024** (9.00 AM IST) and closed on **Saturday, March 30, 2024** (5.00 PM IST).
- h) The Scrutinizer unblocked the votes casted under e-voting and downloaded the details from NSDL portal in the presence of two witnesses.
- i) The Scrutinizer then rendered his report to the Chairman.
- j) The Chairman took the report on record and declared that the resolutions set out in the postal ballot notice dated February 08, 2024, were passed with the requisite majority. The details of voting are as below;

<b>Resolution</b>	<b>Total shares as on the cut-off date</b>	<b>No. of votes polled</b>	<b>No. of Votes -in favor</b>	<b>% of Votes in favor</b>	<b>No. of Votes - against</b>	<b>% of Votes against</b>
Appointment of Mr. Tripurari Pandey (DIN: 10494898)	10397478	8034839	8033059	99.98	1780	0.02

as a Non-Executive Independent Director of the Company						
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*Note – None of the promoter/promoter group members were interested in the aforementioned resolutions.*

- k) The text of resolutions as set out in the postal ballot notice dated February 08,2024, that were passed by the shareholders were as follows:

**Resolution No. 1 - Appointment of Mr. Tripurari Pandey (DIN: 10494898) as a Non-Executive Independent Director of the Company**

**“RESOLVED THAT** pursuant to the provisions of Section 149, 150, 152 and 161 of the Companies Act, 2013, Schedule IV read with Companies (Appointment and Qualification of Directors) Rules, 2014, and other applicable provisions, if any (including any statutory modification(s) or re-enactment thereof for the time being in force) and the Articles of Association and pursuant to the recommendation of Nomination & Remuneration Committee and the Board of Directors of the Company, Mr. Tripurari Pandey \_ (DIN: 10494898 ) who was appointed as an Additional Independent Director of the Company with effect from February 08, 2024, who meets the criteria for independence as provided in Section 149(6) of the Act along with the rules framed thereunder and Regulation 16(1)(b) of Listing Regulations and who has submitted a declaration to that effect and who, in terms of Section 161 of the Companies Act, 2013, holds office upto the date of this Annual General Meeting and in respect of whom the Company has received notice from a member under Section 160 of the Companies Act, 2013 signifying his intention to propose Mr. Tripurari Pandey as a candidate for the office of Independent Director, be and is hereby appointed as Non-Executive, Independent Director of the Company for a tenure from February 08, 2024 till February 07, 2029 i.e., whose period of office will not be liable to determine by retirement by rotation.

**RESOLVED FURTHER THAT** the Board of Directors and the Company Secretary of the Company be and are hereby severally authorized to sign the requisite forms/documents and to do all such acts, deeds and things and execute all such documents, instruments and writings as may be required to give effect to the aforesaid resolution.”

The Chairman authorized the Company Secretary to disseminate the results, as required under Regulation 44(3) of the Securities and Exchange Board of India (ListingObligations and Disclosure Requirements) Regulations, 2015 and post the same on the website of the Company.

**Thanking You,  
For Majestic Auto Limited**

**PARUL CHADHA** Digitally signed by  
PARUL CHADHA  
Date: 2024.04.02  
14:48:15 +05'30'

**Parul Chadha  
Company Secretary and Compliance officer  
Membership No.: A50171**