### **Elpro International Ltd.**

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

T +91 22 2202 3075, +91 22 4029 9000 F +91 22 2202 7995

CIN: L51505MH1962PLC012425

September 17, 2024

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 August 16, 2024, enclosing the copy of Postal Ballot Notice seeking approval of the Members of the Company, to pass the resolution(s), as set out below, by means of Postal Ballot through electronic means ("e-voting / remote e-voting").

Resolution	Type of	Resolution(s)				
No.	Resolution(s)					
1.	Special	To approve the alteration of Object Clause of the Memorandum of				
		Association of the Company				
2.	Ordinary	To approve the increase in Authorised Share Capital of the Company				
		and consequential, alteration of Capital Clause of Memorandum of				
		Association of the Company				
3.	Special	To approve the increase in limit to make loan(s), give guarant				
		provide security(ies) or make investment(s) in excess of the limits				
		prescribed in Section 186 of the Companies Act 2013				
4.	Special	To approve the advancing Loan or giving guarantee or providing				
		security under Section 185 of the Companies Act, 2013				
5.	Ordinary	To approve Related Party Transactions				
6.	Special	To increase the borrowing limit under Section 180(1)(c) of the				
		Companies Act, 2013				
7.	Special	To approve the increase in limit under Section 180(1)(a) of the				
		Companies Act, 2013 for creation of mortgage or charge on the assets,				
		properties or undertaking(s) of the Company				

The above Ordinary / Special Resolution(s) 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 Sunday, September 15, 2024.

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.

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Visit us at : <u>www.elpro.co.in</u>

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The same will also be made available on the Company's website at <a href="www.elpro.co.in">www.elpro.co.in</a> and on the website of National Securities Depository Limited ("NSDL") at <a href="www.evoting.nsdl.com">www.evoting.nsdl.com</a>.

Kindly take the same on record.

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

Deepak Digitally signed by Deepak Kumar Ajmera Date: 2024.09.17 15:59:29 +05'30'

Deepak Kumar Ajmera Chief Financial Officer

Encl.: as above

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Visit us at: www.elpro.co.in

Name of the Company				Elpro International Limited				
				August 9, 2024 (Remote e-voting commenced on Saturday, August 17, 2024 from 09:00 a.m. IST to Sunday, September 15, 2024				
Date of Postal Ballot				till 05:00 p.m. IST)				
otal number of shareholders on Friday, August 09, 2024 i.e, cut-off date for voting				10592				
No. of shareholders present in the	meeting either in	person or through pro	xy:	Not Applicable				
Promoters and Promoter Group:				-				
Public:	Public:							
No. of Shareholders attended the	meeting through V	ideo Conferencing:		Not Applicable				
Promoters and Promoter Group:				-				
Public:				-				
Resolution Required : (Special Res	Resolution Required : (Special Resolution) To approve the alterat				e Memorandum o	f Association of the C	ompany	
Whether promoter / promoter gro resolution?	Whether promoter / promoter group are interested in the agenda / resolution?							
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
	E-Voting		12,71,08,970	100.0000	12,71,08,970	0.0000	100.0000	0.0000
Promoter and Promoter Group	Poll	12,71,08,970	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
Promoter and Promoter Group	Postal Ballot	12,71,08,970	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
	Total		12,71,08,970	100.0000	12,71,08,970	0.0000	100.0000	0.0000
	E-Voting		1,81,79,604	95.4815	1,81,79,604	0.0000	100.0000	0.0000
Public Institutions	Poll	1,90,39,920	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
rubiic ilistitutions	Postal Ballot	1,50,35,520	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
	Total		1,81,79,604	95.4815	1,81,79,604	0.0000	100.0000	0.0000
	E-Voting		90,66,916	38.8634	90,53,222	13,694	99.8490	0.1510
Public Non Institutions	Poll	2,33,30,240	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
done Non institutions	Postal Ballot	2,33,30,240	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
	Total		90,66,916	38.8634	90,53,222	13,694	99.8490	0.1510
Total		16,94,79,130	15,43,55,490	91.0764	15,43,41,796	13,694	99.9911	0.0089

Name of the Company				Elpro International Limited				
Name of the Company				August 9, 2024				
				(Remote e-voting commer	nced on Saturday, Aug	ust 17, 2024 from 09:	00 a.m. IST to Sunday, Se	eptember 15, 2024 till
Date of Postal Ballot				05:00 p.m. IST)				
Total number of shareholders on F	riday, August 09, 2	024 i.e, cut-off date f	or voting	10592				
No. of shareholders present in the	meeting either in	person or through pro	эху:	Not Applicable				
Promoters and Promoter Group:	Promoters and Promoter Group:							
Public:				-				
io. of Shareholders attended the meeting through Video Conferencing:				Not Applicable				
Promoters and Promoter Group:				-				
Public:				-				
Resolution Required : (Ordinary)			To approve the increase in Association of the Compa	n Authorised Share Capital iny	of the Company and	consequential, alterat	tion of Capital Clause of	Memorandum of
Whether promoter / promoter groresolution?	up are interested	in the agenda /	No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on	No. of Votes – in	No. of Votes –	% of Votes in favour	% of Votes against on
				outstanding shares	favour	Against	on votes polled	votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
	E-Voting		12,71,08,970	100.0000	12,71,08,970	0.0000	100.0000	0.00000
Promoter and Promoter Group	Poll	12.71.08.970	0.0000	0.0000	0.0000	0.0000	0.0000	0.00000
Tromoter and Fromoter Group	Postal Ballot	12,71,00,370	0.0000	0.0000	0.0000	0.0000	0.0000	0.00000
	Total		12,71,08,970	100.0000	12,71,08,970	0.0000	100.0000	0.00000
	E-Voting		1,81,79,604	95.4815	1,81,79,604	0.0000	100.0000	0.00000
Public Institutions	Poll	1,90,39,920	0.0000	0.0000	0.0000	0.0000	0.0000	0.00000
rubiic ilistitutions	Postal Ballot	1,50,35,520	0.0000	0.0000	0.0000	0.0000	0.0000	0.00000
	Total		1,81,79,604	95.4815	1,81,79,604	0.0000	100.0000	0.00000
	E-Voting		90,66,906	38.8633	90,53,014	13,892	99.8468	0.15322
Public Non Institutions	Poll	2,33,30,240	0.0000	0.0000	0.0000	0.0000	0.0000	0.00000
a done 14011 HISTICULIONS	Postal Ballot	2,33,30,240	0.0000	0.0000	0.0000	0.0000	0.0000	0.00000
	Total		90,66,906	38.8633	90,53,014	13,892	99.8468	0.15322
Total		16,94,79,130	15,43,55,480	91.0764	15,43,41,588	13,892	99.9910	0.00900

Name of the Company				Elpro International Limited	d			
				August 9, 2024				
Date of Postal Ballot				(Remote e-voting commer till 05:00 p.m. IST)	nced on Saturday,	August 17, 2024 from	09:00 a.m. IST to Sunday	, September 15, 2024
Total number of shareholders on	Friday August 09 2	1024 i.e. cut-off date fo	or voting	10592				
No. of shareholders present in the		*	-	Not Applicable				
Promoters and Promoter Group:			,					
Public:								
No. of Shareholders attended the		Not Applicable						
Promoters and Promoter Group:				-				
Public:								
Resolution Required : (Special)				n limit to make loan(s), giv of the Companies Act 2013		vide security(ies) or r	nake investment(s) in ex	cess of the limits
Whether promoter / promoter grants	oup are interested i	in the agenda /	No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on	No. of Votes – in	No. of Votes –	% of Votes in favour	% of Votes against
				outstanding shares	favour	Against	on votes polled	on votes polled
		[1]	[2]	fal (fal (f.1)	[4]	(e)		
		.,	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
	E-Voting	.,	12,71,08,690	[3]={[2]/[1]}*100 99.9998	12,71,08,690	0.0000	[6]={[4]/[2]}*100 100.0000	
Promoter and Promoter Group	E-Voting Poll							0.0000
Promoter and Promoter Group		12,71,08,970	12,71,08,690	99.9998	12,71,08,690	0.0000	100.0000	0.0000
Promoter and Promoter Group	Poll		12,71,08,690	99.9998	12,71,08,690 0.0000	0.0000	100.0000	0.0000 0.0000 0.0000
Promoter and Promoter Group	Poll Postal Ballot		12,71,08,690 0.0000 0.0000	99.9998 0.0000 0.0000	12,71,08,690 0.0000 0.0000	0.0000 0.0000 0.0000	100.0000 0.0000 0.0000	0.0000 0.0000 0.0000
	Poll Postal Ballot Total	12,71,08,970	12,71,08,690 0.0000 0.0000 12,71,08,690	99.9998 0.0000 0.0000 99.9998	12,71,08,690 0.0000 0.0000 12,71,08,690	0.0000 0.0000 0.0000 0.0000	100.0000 0.0000 0.0000 100.0000	0.0000 0.0000 0.0000 0.0000 54.5632
Promoter and Promoter Group  Public Institutions	Poll Postal Ballot Total E-Voting		12,71,08,690 0.0000 0.0000 12,71,08,690 1,81,79,604	99.9998 0.0000 0.0000 <b>99.9998</b> 95.4815	12,71,08,690 0.0000 0.0000 12,71,08,690 82,60,230	0.0000 0.0000 0.0000 <b>0.0000</b> 99,19,374	100.0000 0.0000 0.0000 100.0000 45.4368	0.0000 0.0000 0.0000 <b>0.0000</b> 54.5632 0.0000
	Poll Postal Ballot Total E-Voting Poll	12,71,08,970	12,71,08,690 0.0000 0.0000 12,71,08,690 1,81,79,604	99.9998 0.0000 0.0000 <b>99.9998</b> 95.4815 0.0000	12,71,08,690 0.0000 0.0000 12,71,08,690 82,60,230 0.0000	0.0000 0.0000 0.0000 0.0000 99,19,374 0.0000	100.0000 0.0000 0.0000 100.0000 45.4368 0.0000	0.0000 0.0000 <b>0.0000</b> 54.5632 0.0000
	Poll Postal Ballot Total E-Voting Poll Postal Ballot	12,71,08,970	12,71,08,690 0.0000 0.0000 12,71,08,690 1,81,79,604 0.0000	99.9998 0,0000 0,0000 <b>99.9998</b> 95.4815 0,0000	12,71,08,690 0.0000 0.0000 12,71,08,690 82,60,230 0.0000	0.0000 0.0000 0.0000 0.0000 99,19,374 0.0000	100.0000 0.0000 100.0000 45.4368 0.0000	0.0000 0.0000 0.0000 0.0000 54.5632 0.0000 0.0000
Public Institutions	Poll Postal Ballot Total E-Voting Poll Postal Ballot Total	12,71,08,970 1,90,39,920	12,71,08,690 0.0000 0.0000 12,71,08,690 1,81,79,604 0.0000 0.0000	99.9998 0.0000 0.0000 99.9998 95.4815 0.0000 0.0000	12,71,08,690 0.0000 0.0000 12,71,08,690 82,60,230 0.0000 0.0000 82,60,230	0.0000 0.0000 0.0000 0.0000 99,19,374 0.0000 0.0000	100.0000 0.0000 100.0000 100.0000 45.4368 0.0000 0.0000	0.0000 0.0000 0.0000 54.5632 0.0000 54.5632 0.2248
	Poll Postal Ballot Total E-Voting Poll Postal Ballot Total E-Voting	12,71,08,970	12,71,08,690 0.0000 12,71,08,690 1,81,79,604 0.0000 0.0000 1,81,79,604 90,66,905	99.9998 0.0000 0.0000 99.9998 95.4815 0.0000 0.0000 95.4815 38.8633	12,71,08,690 0.0000 12,71,08,690 82,60,230 0.0000 0.0000 82,60,230 90,46,521	0.0000 0.0000 0.0000 0.0000 99,19,374 0.0000 0.0000 99,19,374 20,384	100.0000 0.0000 100.0000 45.4368 0.0000 45.4368 99.7752	0.0000 0.0000 0.0000 0.0000
Public Institutions	Poll Postal Ballot Total E-Voting Poll Postal Ballot Total E-Voting Poll Postal Ballot Total E-Voting Poll	12,71,08,970 1,90,39,920	12,71,08,690 0.0000 12,71,08,690 1,81,79,604 0.0000 0.0000 1,81,79,604 90,66,905	99,9998 0.0000 0.0000 99,9998 95,4815 0.0000 95,4815 38.8633 0.0000	12,71,08,690 0.0000 12,71,08,690 82,60,230 0.0000 0.0000 82,60,230 90,46,521	0.0000 0.0000 0.0000 0.0000 99,19,374 0.0000 0.0000 99,19,374 0.0000	100.0000 0.0000 100.0000 45.4368 0.0000 45.4368 99.7752	0.0000 0.0000 0.0000 54.5632 0.0000 54.5632 0.2248

Name of the Company				Elpro International Limite	н			
reame of the company				August 9, 2024	<u> </u>			
				(Remote e-voting comme	nced on Saturday,	August 17, 2024 from	09:00 a.m. IST to Sunday	, September 15, 2024
Date of Postal Ballot				till 05:00 p.m. IST)				
Total number of shareholders on F	riday, August 09, 2	2024 i.e, cut-off date fo	or voting	10592				
No. of shareholders present in the	person or through pro	xy:	Not Applicable					
Promoters and Promoter Group:				-				
Public:				-				
No. of Shareholders attended the	meeting through V	ideo Conferencing:		Not Applicable				
Promoters and Promoter Group:				-				
Public:				-				
Resolution Required : (Special)			To approve the advancing	g Loan or giving guarantee	or providing securi	ty under Section 185	of the Companies Act, 20	013
Whether promoter / promoter group are interested in the agenda /			Yes					
resolution?	I	I			I			
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
	E-Voting	<u> </u>	12,71,08,970	100.0000	12,71,08,970	0.0000	100.0000	0.0000
Promoter and Promoter Group	Poll	12,71,08,970	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
Tromoter and Tromoter Group	Postal Ballot	12,71,00,570	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
	Total		12,71,08,970	100.0000	12,71,08,970	0.0000	100.0000	0.0000
	E-Voting		1,81,79,604	95.4815	82,60,230	99,19,374	45.4368	54.5632
Public Institutions	Poll	1,90,39,920	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
Public institutions	Postal Ballot	1,90,39,920	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
	Total	1	1,81,79,604	95.4815	82,60,230	99,19,374	45.4368	54.5632
	E-Voting		90,66,905	38.8633	90,46,521	20,384	99.7752	0.2248
B. L.C. Maria Landin Co.	Poll	1	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
Public Non Institutions	Postal Ballot	2,33,30,240	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
	Total	1	90,66,905	38.8633	90,46,521	20,384	99.7752	0.2248
Total	•	16,94,79,130	15,43,55,479	91.0764	14,44,15,721	99,39,758	93.5605	6.4395

Name of the Company				Elpro International Limite	d			
Date of Postal Ballot				August 9, 2024 (Remote e-voting commenced on Saturday, August 17, 2024 from 09:00 a.m. IST to Sunday, September 15, 2024 till 05:00 p.m. IST)				
Total number of shareholders on I	riday, August 09, 2	:024 i.e, cut-off date fo	or voting	10592				
No. of shareholders present in the	meeting either in	person or through pro	жу:	Not Applicable				
Promoters and Promoter Group:	Promoters and Promoter Group:							
Public:				-				
No. of Shareholders attended the	meeting through V	ideo Conferencing:		Not Applicable				
Promoters and Promoter Group:				-				
Public:				-				
Resolution Required : (Ordinary)			To approve Related Party	Transactions				
Whether promoter / promoter group are interested in the agenda / Yes resolution?								
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
	E-Voting		0.0000	0.0000	0.0000	0.0000	0.0000	0.00000
	Poll	42.74.00.070	0.0000	0.0000	0.0000	0.0000	0.0000	0.00000
Promoter and Promoter Group	Postal Ballot	12,71,08,970	0.0000	0.0000	0.0000	0.0000	0.0000	0.00000
	Total	1	0.0000	0.0000	0.0000	0.0000	0.0000	0.00000
	E-Voting		1,81,79,604	95.4815	82,60,230	99,19,374	45.4368	54.5632
Public Institutions	Poll	1.90.39.920	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
Fublic ilistitutions	Postal Ballot	1,50,35,520	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
	Total		1,81,79,604	95.4815	82,60,230	99,19,374	45.4368	54.5632
	E-Voting		90,66,905	38.8633	90,47,216	19,689	99.7828	0.2172
Public Non Institutions	Poll	2,33,30,240	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
a danc iton mattations	Postal Ballot	2,33,30,240	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
	Total		90,66,905	38.8633	90,47,216	19,689	99.7828	0.2172
Total		16,94,79,130	2,72,46,509	16.0766	1,73,07,446	99,39,063	63.5217	36.4783

Name of the Company				Elpro International Limite	d			
				August 9, 2024 (Remote e-voting comme	nced on Saturday,	August 17, 2024 from	09:00 a.m. IST to Sunda	y, September 15, 2024
Date of Postal Ballot				· · · · · ·	till 05:00 p.m. IST)			
Total number of shareholders on F		•		10592				
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:			I <del>-</del>	-	V. V. C. U. C			
Resolution Required : (Special)			To increase the borrowin	g limit under Section 180(1	)(c) of the Compan	ies Act, 2013		
Whether promoter / promoter gro resolution?	up are interested i	n the agenda /	No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on	No. of Votes – in	No. of Votes –	% of Votes in favour	% of Votes against
				outstanding shares	favour	Against	on votes polled	on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
	E-Voting		12,71,08,970	100.0000	12,71,08,970	0.0000	100.0000	0.0000
Promoter and Promoter Group	Poll	12,71,08,970	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
Promoter and Promoter Group	Postal Ballot	12,71,08,570	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
	Total		12,71,08,970	100.0000	12,71,08,970	0.0000	100.0000	0.0000
	E-Voting		1,81,79,604	95.4815	1,81,79,604	0.0000	100.0000	0.0000
Public Institutions	Poll	1,90,39,920	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
Public institutions	Postal Ballot	1,90,39,920	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
	Total		1,81,79,604	95.4815	1,81,79,604	0.0000	100.0000	0.0000
	E-Voting		90,66,905	38.8633	90,47,521	19,384	99.7862	0.2138
Public Non Institutions	Poll	2,33,30,240	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
Fubiic NON INSTITUTIONS	Postal Ballot	2,33,30,240	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
	Total		90,66,905	38.8633	90,47,521	19,384	99.7862	0.2138
Total		16,94,79,130	15,43,55,479	91.0764	15,43,36,095	19,384	99.9874	0.0126

Name of the Company				Elpro International Limite	d			
Date of Postal Ballot				August 9, 2024 (Remote e-voting commer till 05:00 p.m. IST)	nced on Saturday,	August 17, 2024 from	09:00 a.m. IST to Sunday	, September 15, 2024
Total number of shareholders on	Friday, August 09, 2	024 i.e. cut-off date fo	or voting	10592				
No. of shareholders present in the	meeting either in	person or through pro	xv:	Not Applicable				
Promoters and Promoter Group:			•	-				
Public:				-				
No. of Shareholders attended the	No. of Shareholders attended the meeting through Video Conferencing:							
Promoters and Promoter Group:		_		-				
Public:				-				
Resolution Required : (Special)			To approve the increase i properties or undertaking	in limit under Section 180(1 g(s) of the Company	)(a) of the Compai	nies Act, 2013 for crea	tion of mortgage or cha	rge on the assets,
Whether promoter / promoter group are interested in the agenda / resolution?			No					
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
	E-Voting		12,71,08,970	100.0000	12,71,08,970	0.0000	100.0000	0.0000
	Poll		0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
Promoter and Promoter Group	Postal Ballot	12,71,08,970	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
	Total		12,71,08,970	100.0000	12,71,08,970	0.0000	100.0000	0.0000
	E-Voting		1,81,79,604	95.4815	1,81,79,604	0.0000	100.0000	0.0000
Public Institutions	Poll	1 00 30 030	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
Public institutions	Postal Ballot	1,90,39,920	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
	Total		1,81,79,604	95.4815	1,81,79,604	0.0000	100.0000	0.0000
	E-Voting		90,66,905	38.8633	90,46,921	19,984	99.7796	0.2204
Public Non Institutions	Poll	2,33,30,240	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
a done won matitutions	Postal Ballot	2,33,30,240	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
	Total		90,66,905	38.8633	90,46,921	19,984	99.7796	0.2204
Total		16,94,79,130	15,43,55,479	91.0764	15,43,35,495	19,984	99.9871	0.0129



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, Practicing Company Secretary, have been appointed by the Board of Directors of ELPRO INTERNATIONAL LIMITED vide resolution dated 9th August, 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 9th August, 2024, which was issued in accordance with General Circular No. 9/2023 dated 25th September, 2023 & 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 resolutions contained in the Notice of Postal Ballot dated 9<sup>th</sup> August, 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., 9<sup>th</sup> August, 2024 were entitled to vote on the proposed 7 (seven) resolutions 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 16<sup>th</sup> August, 2024.
- 3. The remote e-voting period remained open from 9.00 A.M. on Saturday, 17th August 2024 up to 5.00 P.M. on Sunday, 15th September 2024. Accordingly, e-votes cast upto 5:00 P.M. (IST) on Sunday, 15th September, 2024 have been considered for my scrutiny.
- 4. The e-voting platform was unblocked for vote counting on Monday, 16<sup>th</sup> September, 2024 at 11:05 a.m. in the presence of two witnesses, namely Ms. Priyanka Sharma and Ms. Khushi Jain, 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. <a href="https://www.evoting.nsdl.com">https://www.evoting.nsdl.com</a>
- 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- (Special Resolution) - Alteration of the Object Clause of the Memorandum of Association of the Company:

Sr. No.	Partic	ulars	No. of remote e-	
140.			voting confirmation	which votes cast
a)	Remo	te e-voting confirmation received	188	15,43,55,490
	Total		188	15,43,55,490
b)	Less: I	nvalid Remote e-voting confirmations	0	0
c)	Net va	alid Remote e-voting confirmations	188	15,43,55,490
	(i)	Remote e-voting confirmations with assent for the resolution	173	15,43,41,796
	Te. 3s	% of assent	99.99%	
	(i)	Remote e-voting confirmations with dissent for the resolution	15	13,694
		% of dissent	0.01	L%

# Resolution No. 2 - (Ordinary Resolution) - Increase in Authorised Share Capital of the Company and consequential, alteration of Capital Clause of Memorandum of Association of the Company

Sr. No.	Partic	ulars	No. of remote e-voting confirmation	No. of shares on which votes cast
a)	Remot	e e-voting confirmation received	187	15,43,55,480
	Total		187	15,43,55,480
b)	Less: I	nvalid Remote e-voting confirmations	0	0
c)	Net va	lid Remote e-voting confirmations	187	15,43,55,480
	(i)	Remote e-voting confirmations with assent for the resolution	171	15,43,41,588
		% of assent	99.9	9%
	(i)	Remote e-voting confirmations with dissent for the resolution	16	13,892
	15 200	% of dissent	0.01	L%

# Resolution No. 3 - (Special Resolution) - Increase in limit to make loan(s), give guarantee(s), provide security(ies) or make investment(s) in excess of the limits prescribed in Section 186 of the Companies Act 2013

Sr. No.		Particulars	No. of remote e-voting confirmation	No. of shares on which votes cast
a)	Remot	e e-voting confirmation received	185	15,43,55,199
	Total		185	15,43,55,199
b)	Less: I	nvalid Remote e-voting confirmations	0	0
c)	Net va	lid Remote e-voting confirmations	185	15,43,55,199
	(i)	Remote e-voting confirmations with assent for the resolution	162	14,44,15,441
		% of assent	93.5	6%
	(i)	Remote e-voting confirmations with dissent for the resolution	23	99,39,758
		% of dissent	6.44	1%

## Resolution No. 4 - (Special Resolution) - Advancing Loan or giving guarantee or providing security under Section 185 of the Companies Act, 2013

Sr. No.		Particulars	No. of remote e-voting shares or confirmation which votes case		
a)	Remot	e e-voting confirmation received	186	15,43,55,479	
	Total		186	15,43,55,479	
b)	Less: I	nvalid Remote e-voting confirmations	0	0	
c)	Net va	lid Remote e-voting confirmations	186	15,43,55,479	
	(i)	Remote e-voting confirmations with assent for the resolution	163	14,44,15,721	
		% of assent	93.56	0/0	
	(i)	Remote e-voting confirmations with dissent for the resolution	23	99,39,758	
		% of dissent	6.44%	/ <sub>0</sub>	

# Resolution No. 5 - (Ordinary Resolution) - Approval of the Related Party Transactions

Sr. No.	Particulars		No. of remote e-voting confirmation	No. of shares on which votes cast
a)	Remote e-voting confirmation received		174	2,72,46,509
	Total		174	2,72,46,509
b)	Less: Invalid Remote e-voting confirmations		0	0
c)	Net valid Remote e-voting confirmations		174	2,72,46,509
	(i)	Remote e-voting confirmations with assent for the resolution	154	1,73,07,446
		% of assent	63.52%	
	(i)	Remote e-voting confirmations with dissent for the resolution	20	99,39,063
		% of dissent	36.48%	

# Resolution No. 6 - (Special Resolution) - Increase the borrowing limit under Section 180(1)(c) of the Companies Act, 2013

Sr. No.		Particulars	No. of remote e-voting confirmation	No. of shares on which votes cast
a)	Remo	te e-voting confirmation received	186	15,43,55,479
	Total		186	15,43,55,479
b)	Less: Invalid Remote e-voting confirmations		0	0
c)	Net valid Remote e-voting confirmations		186	15,43,55,479
	(i)	Remote e-voting confirmations with assent for the resolution	166	15,43,36,095
		% of assent	99.99%	
	(i)	Remote e-voting confirmations with dissent for the resolution	20	19,384
	1	% of dissent	0.01%	

Resolution No. 7 - (Special Resolution) - Increase in limit under Section 180(1)(a) of the Companies Act, 2013 for creation of mortgage or charge on the assets, properties or undertaking(s) of the Company

Sr. No.		Particulars	No. of remote e-voting confirmation	No. of shares on which votes cast
a)	Remo	te e-voting confirmation received	186	15,43,55,479
	Total		186	15,43,55,479
b)	Less: Invalid Remote e-voting confirmations		0	0
c)	Net valid Remote e-voting confirmations		186	15,43,55,479
	(i)	Remote e-voting confirmations with assent for the resolution	165	15,43,35,495
		% of assent	99.99%	
	(i)	Remote e-voting confirmations with dissent for the resolution	21	19,984
		% of dissent	0.01%	

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

Thanking You. Yours faithfully,

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

Jayshree

DN: c-IN, o-Personal, preudorym=5701f5cef84c459e9acde1f8e9be7c a2, 2.54.20=237aec06c92e2c13af88d377e74e4abc 4874c9ee759688bc4758895414760ac0, postalCode=400057; s-InAhahrashtra, serialNumber-ae-2ad6x2f9a4s458a165ab61f8 ceefa444ae771d555eee2708bce1200491275.

Ashish Lalpuria

Jayshree A. Lalpuria

(Proprietor)

ACS 17629; CP 7109

Scrutinizer appointed for the Voting

**Process** 

Countersigned by For Elpro International Limited

Deepak Kumar Digitally signed by Deepak Kumar Date: 2024.09.17 15:58:36 +05'30'

UDIN: A017629F001219918

PR No. 2023/2022

Place: Mumbai

Dated: 16th September, 2024

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