

Date: 1<sup>st</sup> September, 2023

To, <b>BSE Limited ("BSE"),</b> Corporate Relationship Department, 2 <sup>nd</sup> Floor, New Trading Ring, P.J. Towers, Dalal Street, Mumbai – 400 001	To, <b>National Stock Exchange of India Limited ("NSE"),</b> "Exchange Plaza", 5 <sup>th</sup> Floor, Plot No. C/1, G Block, Bandra-Kurla Complex Bandra (East), Mumbai – 400 051
<b>BSE Scrip Code: 543399</b>	<b>NSE Symbol: TARSONS</b>
<b>ISIN: INE144Z01023</b>	<b>ISIN: INE144Z01023</b>

**Sub: Submission of Voting Results & Scrutinizer's Report on the resolutions passed through Postal Ballot**

Dear Sir/Madam,

In furtherance to our communication dated 1<sup>st</sup> August, 2023 in connection with the Postal Ballot conducted by Tarsons Products Limited ('the Company') for seeking approval of the members for the matters set out in the Notice of Postal Ballot dated 25<sup>th</sup> July, 2023 and pursuant to the provisions of Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith the voting results enclosed as Annexure – I along with Scrutinizer's Report in respect of the resolutions passed through Postal Ballot.

The said resolutions as set out in the Postal Ballot is passed by members with requisite majority and shall be deemed to be passed on the last date of e-voting i.e., 31<sup>st</sup> August, 2023.

The voting results along with Scrutinizer's Report can also be accessed on the Company's website at [www.tarsons.com](http://www.tarsons.com).

Kindly take the same on record.

Thanking you,

**Yours Faithfully,**  
**For Tarsons Products Limited****Santosh Kumar Agarwal**  
**Company Secretary and Chief Financial Officer***Encl: As above*

**Annexure – I**

**Disclosure of Voting Results pursuant to the provisions of Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Voting results	
Record date	28-07-2023
Total number of shareholders on record date	108133
<b>No. of shareholders present in the meeting either in person or through proxy</b>	
a) Promoters and Promoter group	Not Applicable
b) Public	
<b>No. of shareholders attended the meeting through video conferencing</b>	
a) Promoters and Promoter group	Not Applicable
b) Public	
<b>No. of resolution passed in the meeting</b>	<b>3</b>

**Agenda-wise disclosure**

Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approval for extension of time limit in deployment of funds received during IPO in a fungible/interchangeable manner along with the utilization for Machines and Moulds				
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	25169955	25169955	100.0000	25169955	0	100.0000	0.0000
Public- Institutions	E-Voting	8549375	8073779	94.4371	8073779	0	100.0000	0.0000
Public- Non- Institutions	E-Voting	19486951	13431174	68.9239	13427256	3918	99.9708	0.0292
<b>Total</b>	<b>Total</b>	<b>53206281</b>	<b>46674908</b>	<b>87.7244</b>	<b>46670990</b>	<b>3918</b>	<b>99.9916</b>	<b>0.0084</b>
Whether resolution is Pass or Not.							Yes	



Resolution (2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approval for remuneration of Mr. Sanjive Sehgal (DIN: 00787232), as Chairman and Managing 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	25169955	25169955	100.0000	25169955	0	100.0000	0.0000
Public-Institutions	E-Voting	8549375	8073779	94.4371	8067136	6643	99.9177	0.0823
Public- Non-Institutions	E-Voting	19486951	13431152	68.9238	13412615	18537	99.8620	0.1380
<b>Total</b>	<b>Total</b>	<b>53206281</b>	<b>46674886</b>	<b>87.7244</b>	<b>46649706</b>	<b>25180</b>	<b>99.9461</b>	<b>0.0539</b>
Whether resolution is Pass or Not.							Yes	

Resolution (3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approval for remuneration of Mr. Rohan Sehgal (DIN: 06963013), as Whole-Time 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	25169955	25169955	100.0000	25169955	0	100.0000	0.0000
Public-Institutions	E-Voting	8549375	8073779	94.4371	6341467	1732312	78.5440	21.4560
Public- Non-Institutions	E-Voting	19486951	13431144	68.9238	13420286	10858	99.9192	0.0808
<b>Total</b>	<b>Total</b>	<b>53206281</b>	<b>46674878</b>	<b>87.7244</b>	<b>44931708</b>	<b>1743170</b>	<b>96.2653</b>	<b>3.7347</b>
Whether resolution is Pass or Not.							Yes	



**REPORT OF THE SCRUTINIZER**

[Pursuant to Sections 110, 108 of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 as amended from time to time]

To,  
The Chairman,  
**TARSONS PRODUCTS LIMITED**  
Martin Burn Business Park, Room No. 902,  
BP-3, Salt Lake, Sector-V  
Kolkata-700091

Subject: Scrutinizer's Report on the Postal Ballot process conducted through remote e-voting pursuant to the provisions of Section 110 and 108 of the Companies Act, 2013 read with Rule 22 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, in respect of passing of the special resolution contained in the Postal Ballot Notice dated July 25, 2023

Dear Sir/Madam,

I, Manisha Saraf, a Company Secretary in Practice and Proprietor of Manisha Saraf & Associates, Company Secretaries (FCS: 7607 and C.P. No.: 8207), Kolkata, was appointed as Scrutinizer by the Board of Directors of **TARSONS PRODUCTS LIMITED** ("Company") for Scrutinizing Postal Ballot which was conducted only through electronic means in respect of the resolution contained in the Notice of Postal Ballot dated 25<sup>th</sup> July, 2023 in a fair and transparent manner and for ascertaining the requisite majority for the resolution proposed to be passed with respect 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 (as amended) and in terms of the General Circular No. 14/2020, 17/2020, 22/2020, 33/2020, 39/2020, 10/2021, 20/2021, 03/2022 and 11/2022 dated 8<sup>th</sup> April, 2020, 13<sup>th</sup> April, 2020, 15<sup>th</sup> June, 2020, 28<sup>th</sup> September, 2020, 31<sup>st</sup> December, 2020, 23<sup>rd</sup> June, 2021, 8<sup>th</sup> December, 2021, 5<sup>th</sup> May, 2022 and 28<sup>th</sup> December, 2022 respectively issued by the Ministry of Corporate Affairs ('MCA') (hereinafter referred to as "MCA Circulars"), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI (LODR) Regulations, 2015") and other applicable laws and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force, and to submit our report thereon to the Company on the resolution as set out in Notice of Postal Ballot (hereinafter referred to as "Notice").

**Management's Responsibility**

The management of the Company is responsible to ensure compliance with the requirements of (i) the Act and the Rules made thereunder; (ii) the MCA Circulars; and (iii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("LODR") relating to passing of resolutions by the members of the Company (the "Members") by way of Postal Ballot through remote electronic voting ("e-voting"). The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

  
Manisha Saraf

### Scrutinizer's Responsibility

My responsibility as Scrutinizers for the process of Postal Ballot through remote e-voting is to ensure that the voting process is conducted in a fair and transparent manner and is restricted /limited to issuance of Scrutinizer's Report on the votes casted as "Assent" or "Dissent" / "For" or "Against" for the resolution stated in the notice of postal ballot and ascertaining the requisite majority thereon, based on the reports generated from the electronic voting services facility provided by National Security Depositories Limited ("NSDL"), the authorized agency, engaged by the Company, to provide voting through electronic means i.e., by e-voting and Postal Ballot.

The Notice along with explanatory statement under section 102 of the Act was sent to the shareholders of the Company in line with the provisions of Companies Act 2013 to those members whose email addresses were registered with the Company/Depositories as on cut-off date i.e., Friday, 28<sup>th</sup> July, 2023. The shareholders holding shares as on cut-off date was entitled to vote on the proposed resolution as set out in the Notice and as mentioned below:


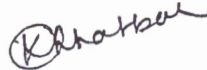
1. **Approval for extension of time limit in deployment of funds received during IPO in a fungible/interchangeable manner along with the utilization for Machines and Moulds**
2. **Approval for remuneration of Mr. Sanjive Sehgal (DIN: 00787232), as Chairman and Managing Director of the Company.**
3. **Approval for remuneration of Mr. Rohan Sehgal (DIN: 06963013), as Whole-Time Director of the Company.**

The Company has availed services of the e-voting facility offered by National Security Depositories Limited ("NSDL") for conducting e-voting by shareholders of the Company.

I submit my report as under:

1. The Company completed the dispatch of postal ballot notice (for the process of remote e-voting) on 1<sup>st</sup> August, 2023 only through electronic mode to member(s) whose e-mail ID(s) was registered with the Company and whose name(s) appeared on the register of members/List of Beneficial Owners as on the cut-off date i.e., 28<sup>th</sup> July, 2023. For this purpose, we have relied upon the email exchanged by NSDL with the Company for confirming that the email communication has been sent to all the members as mentioned above.
2. An advertisement regarding notice of Postal Ballot/E-Voting was published in Financial Express (English Kolkata Edition) dated 2<sup>nd</sup> August, 2023 and Aajkal (Bengali Kolkata Edition) dated 2<sup>nd</sup> August, 2023.
3. The shareholders have cast their votes through e-voting facility on the designated website URL: <https://www.evoting.nsdl.com>.
4. The remote e-voting for postal ballot process commenced on Wednesday 2<sup>nd</sup> August 2023 at 9.00 A.M. (IST) and ended on Thursday, 31<sup>st</sup> August, 2023 at 5.00 P.M. (IST).
5. All the votes received up to 5:00 PM on 31<sup>st</sup> August, 2023, being the last date and time fixed by the Company for remote e-voting, were considered for my scrutiny. The e-voting was disabled immediately thereafter.
6. The results of remote e-voting were unblocked by me by accessing the data downloaded by me from the website [www.evoting.nsdl.com](http://www.evoting.nsdl.com) of NSDL. The votes were unblocked by me at 5:10 P.M. on 31<sup>st</sup> August, 2023, in the presence of two witnesses, Ms. Bina Jaiswal and Ms. Khushboo Chhatbar, who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

  
Nisha Saraf & Associates  
Kolkata  
Manisha Saraf

	
Ms. Bina Jaiswal	Ms. Khushboo Chhatbar

7. The Postal Ballot electronic votes, as downloaded from the NSDL website, were duly scrutinized.
8. The votes cast through e-Voting were scrutinized and the shareholdings were reconciled with the Register of Members of the Company/ List of Beneficiaries as on 28<sup>th</sup> July, 2023.
9. The summary of votes cast through e-Voting is given below:

Resolution 1: Special		<i>Approval for extension of time limit in deployment of funds received during IPO in a fungible/interchangeable manner along with the utilization for Machines and Moulds</i>			
		No. of Members voted	No. of Shares voted	% of Total Paid-up Equity Capital	% of total votes polled
1.	Total votes cast	1,327	4,66,74,908	87.73%	100%
2.	Less: Invalid Votes	-	-	-	-
3.	Total Valid Votes	1,327	4,66,74,908	87.73%	100%
4.	Total votes favoring the Resolution	1,276	4,66,70,990	87.72%	99.99%
5.	Total votes against the Resolution	51	3,918	0.01%	0.01%

Since total votes polled in favor of the resolution is 99.99% and total votes polled against the resolution is 0.01%, resolution has been passed as **Special Resolution**.

Resolution 2: Special		<i>Approval for remuneration of Mr. Sanjive Sehgal (DIN: 00787232), as Chairman and Managing Director of the Company</i>			
		No. of Members voted	No. of Shares voted	% of Total Paid-up Equity Capital	% of total votes polled
1.	Total votes cast	1,324	4,66,74,886	87.73%	100.00%
2.	Less: Invalid Votes	-	-	-	-
3.	Total Valid Votes	1,324	4,66,74,886	87.73%	100.00%
4.	Total votes favoring the Resolution	1,239	4,66,49,706	87.68%	99.95%
5.	Total votes against the Resolution	85	25,180	0.05%	0.05%

Since total votes polled in favor of the resolution is 99.95% and total votes polled against the resolution is 0.05%, resolution has been passed as **Special Resolution**.



Resolution 3: Special		Approval for remuneration of Mr. Rohan Sehgal (DIN: 06963013), as Whole-Time Director of the Company			
		No. of Members voted	No. of Shares voted	% of Total Paid-up Equity Capital	% of total votes polled
1.	Total votes cast	1,325	4,66,74,878	87.73%	100.00%
2.	Less: Invalid Votes	-	-	-	-
3.	Total Valid Votes	1,325	4,66,74,878	87.73%	100.00%
4.	Total votes favoring the Resolution	1,215	4,49,31,708	84.45%	96.27%
5.	Total votes against the Resolution	110	17,43,170	3.28%	3.73%

Since total votes polled in favor of the resolution is 96.27% and total votes polled against the resolution is 3.73%, resolution has been passed as **Special Resolution**.

10. According to the report generated from the NSDL Portal, some of the shareholders have exercised partial voting on the above-mentioned resolutions. Such shareholders have been considered in both assent and dissent while determining the number of persons who voted.
11. You may accordingly declare the result of the Postal Ballot conducted through remote e-Voting.
12. The electronic data and all other relevant records relating to e-voting are under my safe custody and will be handed over to the Chairman/Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

#### Restriction on Use

This report has been issued at the request of the Company for (i) placing on website of the Company and (ii) website of stock exchange (iii) website of NSDL. This report is not to be used for any other purpose or to be distributed by the Company 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 Manisha Saraf & Associates  
Practising Company Secretary

*Manisha Saraf*

Manisha Saraf  
(Proprietor)  
Membership No: F7607  
Certificate of Practice No: 8207  
FRN: S2019WB666200  
UDIN: F007607E000912588

Date: 1<sup>st</sup> September, 2023  
Place: Kolkata



Counter Signed by:  
For Tarsons Products Limited

*Santosh Kumar Agarwal*  
Santosh Kumar Agarwal  
CFO and Company Secretary

