

ESTER**INDUSTRIES LTD.**

CIN : L24111UR1985PLC015063

**Date:** 26th June, 2023

BSE Limited (BSE) Department of Corporate services Phirojee Jeejeebhoy Towers Dalal Street, Mumbai – 400023	National Stock Exchange of India Limited (NSE) Exchange Plaza, Plot no. C/1, G Block, Bandra-Kurla Complex, Bandra (E), Mumbai – 400051
Scrip Code: 500136	Symbol: ESTER

Dear Sir/Madam,

Subject: Voting Results and Scrutinizer's Report on the Postal Ballot

Pursuant to Regulation 44(3) of the SEBI (Listing Obligation and Disclosure Requirements), Regulations, 2015, please find enclosed herewith the 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 National Securities Depository Limited. The e-voting period was commenced on Saturday, 27th May, 2023 at 09:00 A.M. (IST) and ended on Sunday, 25th June, 2023 at 5:00 P.M. (IST).

The Voting results along with the Scrutinizers Report is available on Company's Website www.esterindustries.com and also on the websites of Stock Exchanges i.e. www.bseindia.com and www.nseindia.com and on the website of NSDL i.e. www.evoting.nsdl.com.

Please take the same on your record.

Thanking You

Yours Faithfully

For **Ester Industries Limited**

Pradeep Kumar Rustagi
Executive Director- Corporate Affairs
DIN- 00879345

Encls: As above**Ester Industries Limited**

Corporate Office : Block-A, Plot No. 11, Infocity-I, Sector-34, Gurgaon - 122001 Haryana, India
Phone : +91-124-2656100, 4572100 **Fax :** +91-124-4572199, 2656199 **E-Mail :** info@ester.in **Website :** www.esterindustries.com

Regd. Office & Works : Sohan Nagar, P. O. Charubeta, Khatima - 262308 Distt. Udham Singh Nagar, Uttarakhand
Phone : EPABX No. (05943) 250153-57 Fax No.: (05943) 250158

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Results of Postal Ballot
(As per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements)
Regulations, 2015

Name of the Company	Ester Industries Limited
Date of Postal Ballot Notice	12 th May, 2023
Voting Start Date	Saturday, 27 th May, 2023
Voting End Date	Sunday, 25 th June, 2023
Total number of Members as on record date	40,735 as on 19 th May, 2023
No. of Members present in the meeting either in person or through proxy	
Promoters & Promoter Group	Not Applicable
Public	Not Applicable
No. of Members attended the meeting through Video Conferencing	
Promoters & Promoter Group	Not Applicable
Public	Not Applicable



Ester Industries Limited

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Resolution required: (Ordinary / Special)		Special						
Whether promoter/promoter group are interested in the agenda/resolution?		Yes						
Description of resolution considered		Re-appointment of Mr. Arvind Singhania as 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		302916	0.5672	302916	0	100.0000	0.0000
	Poll	53408228	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	53408228	302916	0.5672	302916	0	100.0000	0.0000
Public- Institutions	E-Voting		25474	11.7988	0	25474	0.0000	100.0000
	Poll	215904	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	215904	25474	11.7988	0	25474	0.0000	100.0000
Public- Non Institutions	E-Voting		197182	0.6624	195075	2107	98.9314	1.0686
	Poll	29769627	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	29769627	197182	0.6624	195075	2107	98.9314	1.0686
Total		83393759	525572	0.6302	497991	27581	94.7522	5.2478
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	53105012
Public Insitutions	0
Public - Non Insitutions	8087859



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Resolution (2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Mr. Pradeep Kumar Rustagi 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		303066	0.5675	303066	0	100.0000	0.0000
	Poll	53408228	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	53408228	303066	0.5675	303066	0	100.0000	0.0000
Public- Institutions	E-Voting		25474	11.7988	0	25474	0.0000	100.0000
	Poll	215904	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	215904	25474	11.7988	0	25474	0.0000	100.0000
Public- Non Institutions	E-Voting		196943	0.6616	194814	2129	98.9190	1.0810
	Poll	29769627	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	29769627	196943	0.6616	194814	2129	98.9190	1.0810
Total		83393759	525483	0.6301	497880	27603	94.7471	5.2529
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	53105012
Public Insitutions	0
Public - Non Insitutions	8087859





AKASH JAIN

Practising Company Secretary

Office: 22/63/4/1 Old Vijay Nagar Colony, Agra-282005, Uttar Pradesh, India

Email: cs.akashjain@yahoo.com Mob: +91 9997807272

To,
The Chairman
Ester Industries Limited
Sohan Nagar, P.O. Charubeta,
Khatima Distt. Udham Singh Nagar UR 262308 IN

Dear Sir,

Re: Report of Scrutinizers on passing of resolutions through Postal ballot by way of remote e-voting of Ester Industries Limited ("the Company")

I, **Akash Jain**, Practising Company Secretary having Membership No. **FCS 9617**, having my office at 22/62/4/1 Old Vijay Nagar Colony, Agra- 282004, have been appointed as the Scrutinizer to conduct the Postal ballot process through electronic voting process ("remote e-voting") instead of submitting the Postal Ballot Form physically in respect of the following Special Resolutions:

- 1. Re-appointment of Mr. Arvind Singhania as Managing Director of the Company; and**
- 2. Re-appointment of Mr. Pradeep Kumar Rustagi as Whole - Time Director of the Company**

pursuant to the Postal Ballot Notice dated **12th May, 2023**, issued under Section 110 read with Section 108 and other applicable provisions, if any, of the Companies Act, 2013, ('the Act') (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, ('Rules'), Regulation 44 of the Securities and Exchange Board of India: (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') and the Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India ('SS-2'), each as amended, and in accordance with the requirements prescribed by the Ministry of Corporate Affairs ('MCA') vide its General Circulars dated April 8, 2020, April 13, 2020, June 15, 2020, September 28, 2020, December 31, 2020, June 23, 2021, December 8, 2021, May 5, 2022 and December 28, 2022 (collectively referred to as ('MCA Circulars') and pursuant to other applicable laws and regulations.

The Postal Ballot Notice dated 12th May, 2023 along with statement setting out material facts under Section 102 of the Act in respect of the above mentioned resolutions, as confirmed by the Company, was sent, electronically only to the Members whose names appeared in the Register of Members / List of Beneficial Owners as received from Depositories and whose email addresses were registered with the Company/ Registrar and Share Transfer Agent ('RTA')/Depository Participant(s).

The Company had availed the e-voting facility offered by **National Securities Depository Limited** for conducting remote e-voting by the Members of the Company.

The Members of the Company holding shares as on the "cut-off" date of **Friday, 19th May, 2023** were entitled to vote on the resolutions as contained in the Notice.

The voting period for remote e-voting commenced at **9:00 A.M. (IST) on Saturday, 27th May, 2023** and ended at **5:00 P.M. (IST) on Sunday, 25th June, 2023** and the National Securities Depository Limited e-voting module was disabled thereafter.

The votes cast under remote e-voting facility were thereafter unblocked.



I have scrutinized and reviewed the votes cast through remote e-voting based on the data downloaded from the National Securities Depository Limited e-voting system and have maintained a register in which necessary entries have been made in accordance with the Companies Management and Administration) Rules, 2014, as amended.

The Management of the Company is responsible to ensure compliance with the requirements of the Act, rules and the MCA Circulars relating to remote e-voting on the Resolution contained in the notice of Postal Ballot.

My responsibility as scrutinizer for the voting on postal ballot through remote e-voting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the said resolution.

I would like to mention that the voting rights of Members were in proportion to their share of the paid-up equity share capital of the Company as on the cut-off date i.e. Friday, 19th May, 2023 and as per the Register of Members of the Company.

I now submit my Scrutinizer Report on the results of the voting by postal ballot only through the remote e-voting process in respect of the said Special Resolution as under:

Resolution 1: Special Resolution:**Re-appointment of Mr. Arvind Singhania as Managing Director of the Company****(i) Voted in favour of resolution**

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
229	497991	94.75

(ii) Voted in against of resolution

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
16	27581	5.25

(iii) Invalid Votes

Number of members voted	Number of valid votes cast (Shares)
5	61192871

As the number of votes cast in favour of the resolution was not less than three times the number of votes cast against, I report that the Special Resolution is passed with requisite majority.

Resolution 2: Special Resolution:**Re-appointment of Mr. Pradeep Kumar Rustagi as Whole - Time Director of the Company****(iv) Voted in favour of resolution**

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
226	497880	94.75

(v) Voted in against of resolution

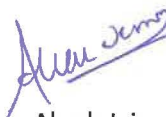
Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
17	27603	5.25

(vi) Invalid Votes

Number of members voted	Number of valid votes cast (Shares)
5	61192871

As the number of votes cast in favour of the resolution was not less than three times the number of votes cast against, I report that the Special Resolution is passed with requisite majority.

Thanking You
Yours faithfully,



Akash Jain
Practicing Company Secretary
M.No.: F9617 C.P. No.: 9432
PR-838/2020
ICSI UDIN: F009617E000503981



Countersigned by

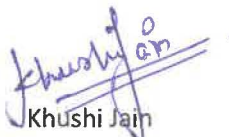
For Ester Industries Limited

Arvind Singhania
Chairman & CEO
DIN: 00934017

Date: 26th June, 2023

Place: Gurugram

We, the undersigned witnessed that the votes casted through remote e-voting, under the postal ballot process, were unblocked from the e-voting website of National Securities Depository Limited (NSDL) in our presence on 26th June, 2023.



Khushi Jain
Gurugram
26th June, 2023



Mansi Jain
Gurugram
26th June, 2023