

Ref. no. : Ethos/Secretarial/2023-24/87

Dated: December 20, 2023

**BSE Limited**  
**Phiroze Jeejeebhoy Towers,**  
**Dalal Street, Mumbai – 400 001**

**National Stock Exchange of India Limited**  
**Exchange Plaza, C-1, Block G,**  
**Bandra Kurla Complex, Bandra,**  
**Mumbai - 400 051**

**Scrip Code : 543532**

**Trading symbol : ETHOSLTD**

**ISIN : INE04TZ01018**

**Subject : Disclosure pursuant to regulation 44(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of results of e-voting on the special resolution set out under Notice of Postal Ballot dated November 19, 2023 along with Scrutiniser's Report**

Dear Sir/Ma'am

Greetings from Ethos.

This is in furtherance to our disclosure dated November 19, 2023 enclosing the copy of Postal Ballot Notice ('Notice') for seeking approval of the Members on the special resolution set out in the Notice.

The Company conducted the Postal Ballot by remote e-voting process as set out in the aforesaid Notice pursuant to Section 110 read with Section 108 and other applicable provisions, if any, of the Companies Act, 2013, ('Act') (including any statutory modification or re-enactment thereof for the time being in force), read with Rule 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'), Secretarial Standard on General Meetings issued by The Institute of Company Secretaries of India ('SS-2'), each as amended, and 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 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, Circular No. 20/2021 dated December 8, 2021, General Circular Nos. 03/2022 dated May 5, 2022, General Circular no. 11/2022 dated September 28, 2022, General Circular no. 11/2022 dated December 28, 2022 and General Circular no. 09/2023 dated September 25, 2023 (collectively the 'MCA Circulars').

The remote e-voting process commenced on **Monday, November 20, 2023 at 9.00 a.m. (IST) and concluded on Tuesday, December 19, 2023 at 5.00 p.m. (IST)**, post which the Scrutinizer has submitted his report on the results of the Postal Ballot. Pursuant to Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations"), we would like to report the voting results in respect of following business as set out under the Notice:-

— **ETHOS LIMITED** —

**Registered Office:**  
Plot No. 3, Sector III, Parwanoo,  
Himachal Pradesh - 173220, India

**Corporate Office:**  
Kamla Centre, S.C.O. 88-89, Sector 8-C,  
Chandigarh - 160009, India

**Head Office:**  
Global Gateway Towers A, 1st Floor, MG Road,  
Sector 26, Gurugram, Haryana - 122002, India

S.No.	Particulars of the agenda item	Type of resolution
1	Appointment of Mrs. Munisha Gandhi (DIN – 09684474) as an Independent (Woman) Director of the Company	Special

The aforementioned special resolution has been approved by the members with requisite majority as per the Consolidated Scrutinizer's Report issued by CS Jaspreet Singh Dhawan, Scrutinizer vide his Report dated December 20, 2023. Details of remote e-voting results as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the aforesaid resolutions and Consolidated Scrutinizer's Report are attached herewith as **Annexure – I** and **Annexure – II** respectively, for the kind information of our valued investors.

The results and report of the Scrutinizer will also be hosted on the website of the Company [www.ethoswatches.com](http://www.ethoswatches.com) and on the website of KFin Technologies Limited at <https://evoting.kfintech.com>

We would request you to please take the same in your record and oblige.

Thanking you

Yours truly  
For **Ethos Limited**



**Anil Kumar**  
**Company Secretary & Compliance Officer**  
**Membership no. F8023**

**Encl.: as above**

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Sector 26, Gurugram, Haryana - 122002, India

ETHOS LIMITED

(CIN - L52300HP2007PLC030800)

Registered office - Plot no. 3, Sector III, Parwanoo 173 220, Himachal Pradesh, Telephone : 0172 2548223/24, Website : www.ethoswatches.com , Email : investor.communication@ethoswatches.com

Date of the Notice of Postal Ballot			November 14, 2023							
Total number of shareholders on record date			24277							
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										
Resolution no.			1							
Resolution required: (Ordinary/ Special)			SPECIAL - Appointment of Mrs. Munisha Gandhi (DIN – 09684474) as the Independent (Woman) Director of the Company							
Whether promoter/ promoter group are interested in the agenda / resolution?			No							
Category	Mode of Voting	No of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)= [(4)/(2)]*100	% of Votes against on votes polled (7)= [(5)/(2)]*100	Votes Invalid	Votes abstained
Public – Institutional Holders	E-Voting	49,42,168	40,72,919	82.4116%	25,87,858	14,85,061	63.5382%	36.4618%	-	-
	Poll		-	-	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-	-	-
	<b>Total</b>	<b>49,42,168</b>	<b>40,72,919</b>	<b>82.4116%</b>	<b>25,87,858</b>	<b>14,85,061</b>	<b>63.5382%</b>	<b>36.4618%</b>	-	-
Promoter and Promoter Group	E-Voting	1,49,01,414	1,46,76,448	98.4903%	1,46,76,448	-	100.0000%	0.0000%	-	-
	Poll		-	-	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-	-	-
	<b>Total</b>	<b>1,49,01,414</b>	<b>1,46,76,448</b>	<b>98.4903%</b>	<b>1,46,76,448</b>	<b>-</b>	<b>100.0000%</b>	<b>0.0000%</b>	-	-
Public-Others	E-Voting	46,36,861	1,89,059	4.0773%	1,88,905	154	99.9185%	0.0815%	-	5
	Poll		-	-	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-	-	-
	<b>Total</b>	<b>46,36,861</b>	<b>1,89,059</b>	<b>4.0773%</b>	<b>1,88,905</b>	<b>154</b>	<b>99.9185%</b>	<b>0.0815%</b>	-	<b>5</b>
<b>GRAND TOTAL</b>		<b>2,44,80,443</b>	<b>1,89,38,426</b>	<b>77.3615%</b>	<b>1,74,53,211</b>	<b>14,85,215</b>	<b>92.1577%</b>	<b>7.8423%</b>	-	<b>5</b>



Jaspreet Singh Dhawan  
B.Com (Hons.), FCS

**JASPREET DHAWAN & ASSOCIATES**

COMPANY SECRETARIES

H. No. 705, Phase-10, Sector 64, Mohali, Punjab-160062

cell : +91 98885-15184, 75891-58266

Off. : +91 98142-49418

e-mail : jaspreetsdhawan1@gmail.com  
dhawan\_jaspreet@hotmail.com

**SCRUTINIZER'S REPORT**

*Scrutinizer Report on Remote E-Voting in Respect of Resolutions Proposed through Postal Ballot  
[Pursuant to Sections 108 & 110 of the Companies Act, 2013 read with Rules 20 and 22 of the  
Companies (Management and Administration) Rules, 2014]*

To,  
The Chairman,  
ETHOS LIMITED  
PLOT NO. 3, SECTOR- III, PARWANOO  
HIMCHAL PRADESH 173220 INDIA

Dear Sir,

Report of Scrutinizer on passing of Resolution by the shareholders of ETHOS LIMITED (the "Company") through Postal Ballot way of remote E- voting only.

Dear Sir,

I, Jaspreet Singh Dhawan, Practicing Company Secretary, Proprietor of M/s Jaspreet Dhawan & Associates (FCS 9372; CP 8545), have been appointed as a scrutinizer, by the Board of Directors of ETHOS LIMITED for the purpose of scrutinizing the Postal Ballot e-voting process for seeking members' assent/dissent on the resolutions as specified in the Postal Ballot Notice dated November 14, 2023.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules made thereunder and the various circulars issued by the Ministry of Corporate Affairs, Government of India relating to Postal Ballot. My responsibility as the scrutinizer is restricted to make a scrutinizer report of the votes cast in favour/against on the resolutions contained in the Postal Ballot Notice dated November 14, 2023 based on the reports generated from the e-voting system provided by the KFIN Technologies Limited, the authorized agency to provide e-voting facilities, engaged by the Company for the purpose.

I submit my report as under:

1. The Postal Ballot is held in compliance with the provisions of Section 108, Section 110 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with Rule 20



and 22 of the Companies (Management and Administration) Rules, 2014, ("the Rules") including any statutory modifications or re-enactments thereof for the time being in force as amended from time to time, read with the General Circular No. 11/2022 dated December 28, 2022 (in continuation to the circulars issued earlier in this regard) issued by the Ministry of Corporate Affairs ("MCA Circulars"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the Secretarial Standard on General Meetings issued by The Institute of Company Secretaries of India ("SS-2") and pursuant to other applicable laws and regulations.

2. The Company has on November 19, 2023 sent Postal Ballot Notice through electronic mode to the Members whose e-mail ids were registered with the Company, Registrar & Share Transfer Agents (RTA), Central Depository Services (India) Limited ("CDSL")/ National Securities Depository Limited (NSDL) as on Friday, November 17, 2023 ('Cut-off date').
3. The Company has on Monday, November 20, 2023 published an advertisement in **Financial Express (English) and Himachal Times, Shimla (Hindi)**.
4. The e-voting facility was provided by Registrar and Share Transfer Agent "KFIN Technologies Limited". The Postal Ballot e-voting period commenced on Monday, November 20, 2023 at 9:00 a.m. (IST) and ended on Tuesday, December 19, 2023 at 5:00 p.m. (IST).
5. After the time fixed for closing of the e-voting i.e., 5.00 p.m. (IST), the votes were unblocked at 05.04 p.m (IST) on Tuesday, December 19, 2023, in the presence of two witnesses who are not in the employment of the Company, on the e-voting website of KFINTECH Technologies Limited (<https://evoting.kfintech.com/Login.aspx>). The data generated was diligently scrutinized.
6. The data for the purpose of verification of the number of shares was taken as on Friday, November 17, 2023 which was the relevant date (**cut-off date**) fixed for determining voting rights of the Members entitled to participate in the voting process.
7. The results of the e-voting in respect to passing of resolutions contained in the Postal Ballot Notice dated November 14, 2023 are as under:

**Item No. 1 - As a Special Resolution:-**

***Appointment of Mrs. Munisha Gandhi (DIN - 09684474) as an Independent (Woman) Director of the Company***

- (i) Voted in favour of the Resolution:

Number of members voted	Number of shares held by them	% of shares held by them
87	1,74,53,211	92.16%



(ii) Voted against the Resolution:

Number of members voted	Number of shares held by them	% of shares held by them
23	14,85,215	7.84%

(iii) Invalid/Abstain Votes:

Number of members whose votes were declared invalid/abstain	Number of invalid/Less voted/abstain votes cast by them
1	5

Since combined number of votes cast in favour of the resolution is more than three times the number of votes cast against the resolution, the said special resolution is declared to be passed.

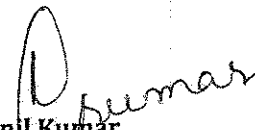
The relevant records relating to the e-voting shall remain in my safe custody and will be handed over to the Company Secretary of the Company for preserving safely after the consideration of results and after the approval of the Chairman and signing of the Minutes.

Thanking You,  
Yours Faithfully  
For M/s Jaspreet Dhawan & Associates  
Company Secretaries



Jaspreet Singh Dhawan  
FCS: 9372  
CP No: 8545  
Peer Review No: 1335/2021  
Date: 20/12/2023  
Place: Mohali  
UDIN: F009372E002987743

Counter signed by

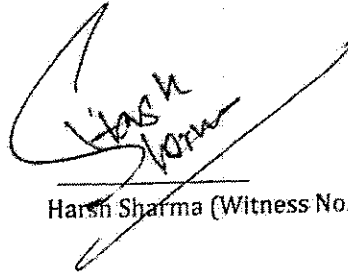
  
Anil Kumar  
Company Secretary  
ETHOS LIMITED

M. No. - F8023  
Date: 20/12/2023  
Place: Chandigarh

We the undersigned witnesseth that the votes were unblocked from the evoting website of the KFINTECH Technologies Limited (<https://evoting.kfintech.com/Login.aspx>) in our presence at 5.04 P.M. IST on Tuesday, December 19, 2023.



Rahul Sharma (Witness No.1)



Harsh Sharma (Witness No. 2)

