



ISO 9001 : 2015, ISO 14001 : 2015 & ISO 45001 : 2018 Certified Company
CIN L36999TN1961PLC004606

Registered Office :
Esvin House,
P.B. No.5068, Perungudi,
Chennai - 600 096.
India

Ref: SECY/2023 - 24/145

March 20, 2024

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

Scrip Code 504176

Dear Sirs,

**Sub: Proceedings of the Postal Ballot results - Intimation under Regulation 30 of the
SEBI (LODR) Regulations 2015**

In term of Regulation 30 of the SEBI (LODR) Regulations, 2015, we are enclosing herewith the copy of the Minutes of the Proceedings of the Postal Ballot results declared on 20th March, 2024.

Kindly take the same on record.

Thanking you,

Yours faithfully,
For HIGH ENERGY BATTERIES (INDIA) LIMITED,

**(V. Anantha Subramanian)
Company Secretary**

Encl: as above

Phone : 91-44-24960335, 39279318, 43063545 Fax: 91-44-24961785, E-mail: hebcnn@highenergy.co.in



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Minutes of the Proceedings for declaration of results of the Postal Ballot of the Company declared on Wednesday, the 20th March 2024 at 03:00 P.M. at "Esvin House", 13, Old Mahabalipuram Road, Perungudi, Chennai 600 096.

Introduction

Presently, the Company has five Independent and four non-Independent Directors that conforms to the requirement under the Companies Act, 2013 and SEBI (LODR) Regulations, 2015. Of this, the tenure of three Independent Directors is to be completed on 31st March 2024 after completing their term of two consecutive five years. Accordingly, the Board decided to appoint two independent directors and re-appoint an independent director whose first term of five years is valid till 31st March 2024.

Further, the Board, based on the recommendation of the Nomination and Remuneration Committee passed through circular resolution dated February 15, 2024 (i) recommended the re-appointment of Dr. Vijayamohan K Pillai (DIN: 07308120) as Independent Director of the Company for a second term of five years from 01st April, 2024 to 31st March, 2029, not liable to retire by rotation and the appointment of Cmde. Saroj Kumar Patel (DIN: 10474393) and Dr. R Subrahmaniya Sivam (DIN: 02393209) as Independent Directors of the Company for a fixed term of five years from 01st April, 2024 to 31st March, 2029, not liable to retire by rotation (ii) approved the Postal Ballot Notice to seek the approval of the Shareholders of the Company for the Re-appointment / Appointments by Special Resolution.

Notice of Postal Ballot

In accordance with applicable MCA and SEBI circulars, Postal Ballot notice for seeking Shareholders approval by way of Special Resolutions for Re-appointment / Appointment of above three independent directors were sent through e-mail on 16.02.2024 to those shareholders who were holding shares as on the cut-off date i.e. 09.02.2024 and shareholders are required to communicate their assent or dissent through the remote e-voting system only.

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E-Voting

In compliance with the provisions of the Companies Act, 2013, the Rules made thereunder and in terms of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company offered the facility of remote e-voting through Central Depository Services (India) Limited (CDSL). Remote e-Voting commenced on Monday, the 19th February, 2024 (09.00 A.M.) and completed on Tuesday, the 19th March, 2024 (05.00 P.M.).

As required under the Companies Act, 2013 and MCA circulars, the Company published requisite advertisement in the Newspapers "Business Standard" and "Makkal Kural" on 17.02.2024 after mailing the Postal Ballot Notice and specifying requisite information in accordance with Rule 22 of the Companies (Management and Administration) Rules, 2014.

Scrutinizer Report

The Board of Directors had appointed Mr.A S Kalyanaraman, Practicing Chartered Accountant (Membership No.201149) as the Scrutinizer for conducting the e-voting process in a fair and transparent manner. The Scrutinizer submitted the Report on 20.03.2024.

Resolution 1: Re-appointment of Dr. Vijayamohan K Pillai (DIN: 07308120) as an Independent Director of the Company

Votes For			Votes Against		
No. of Members	No. of Shares	%	No. of Members	No. of Shares	%
107	4683021	99.99998	1	1	0.00002

Resolution 2: Appointment of Cmde Saroj Kumar Patel (DIN: 10474393) as an Independent Director of the Company

Votes For			Votes Against		
No. of Members	No. of Shares	%	No. of Members	No. of Shares	%
107	4683021	99.99998	1	1	0.00002

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Resolution 3: Appointment of Dr. R Subrahmaniya Sivam (DIN: 02393209) as an Independent Director of the Company

Votes For			Votes Against		
No. of Members	No. of Shares	%	No. of Members	No. of Shares	%
107	4683021	99.99998	1	1	0.00002

Note 1: There are no invalid votes

Note 2: Vote % is calculated on total number of valid votes cast (for and against)

Results

The results of the voting based on the scrutinizer's report was declared on 20th March, 2024 at the registered office of the Company and initialed by the Managing Director as authorised by the Board of Directors and all the three Special Resolutions were passed with requisite special majority. The results were posted at website of the Company, www.highenergy.co.in and intimated to Stock Exchange ie. BSE Ltd.

Special Resolutions:

The following Special Resolutions were passed with requisite special majority through Postal Ballot in terms of Section 110 of the Companies Act, 2013, read with Rule 22 of the Companies (Management and Administration) Rules, 2014.

1. Re-appointment of Dr. Vijayamohan K Pillai (DIN: 07308120) as an Independent Director of the Company

“RESOLVED THAT pursuant to the provisions of Sections 149 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ('the Act') and the Rules made thereunder and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and based on the recommendations of the Nomination and Remuneration Committee and Board of Directors of the Company, Dr. Vijayamohan K Pillai

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(DIN: 07308120), Independent Director of the Company, who is eligible for re-appointment, be and is hereby re-appointed as an Independent Director of the Company to hold office for a second term of five years from 01st April, 2024 to 31st March 2029, not liable to retire by rotation;

RESOLVED FURTHER THAT the Board of Directors and the Company Secretary of the Company be and are hereby severally authorized to do all acts and take all such steps as may be considered necessary, proper or expedient for the purpose of giving effect to the above resolution.”

Declared that this Resolution has been passed with requisite special majority as a Special Resolution.

Resolution 2: Appointment of Cmde Saroj Kumar Patel (DIN: 10474393) as an Independent Director of the Company

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 150 and 152 read Schedule IV and other applicable provisions of the Companies Act, 2013 (‘the Act’) and the Rules made thereunder and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015(including any statutory modification(s) or reenactment(s) thereof for the time being in force) and based on the recommendations of the Nomination and Remuneration Committee and Board of Directors of the Company, Cmde Saroj Kumar Patel (DIN: 10474393) be and is hereby appointed as an Independent Director of the Company to hold office for a fixed term of five years from 01st April, 2024 to 31st March, 2029, not liable to retire by rotation;

“**RESOLVED FURTHER THAT** the Board of Directors and the Company Secretary of the Company be and are hereby severally authorized to do all acts and take all such steps as may be considered necessary, proper or expedient for the purpose of giving effect to the above resolution.”

Declared that this Resolution has been passed with requisite special majority as a Special Resolution.

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Resolution 3: Appointment of Dr. R Subrahmaniya Sivam (DIN: 02393209) as an Independent Director of the Company

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 150 and 152 read Schedule IV and other applicable provisions of the Companies Act, 2013 (‘ the Act’) and the Rules made thereunder and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or reenactment(s) thereof for the time being in force) and based on the recommendations of the Nomination and Remuneration Committee and Board of Directors of the Company, Dr. R Subrahmaniya Sivam (DIN: 02393209) be and is hereby appointed as an Independent Director of the Company to hold office for a fixed term of five years from 01st April 2024 to 31st March 2029, not liable to retire by rotation;

“**RESOLVED FURTHER THAT** the Board of Directors and the Company Secretary of the Company be and are hereby severally authorized to do all acts and take all such steps as may be considered necessary, proper or expedient for the purpose of giving effect to the above resolution.”

Declared that this Resolution has been passed with requisite special majority as a Special Resolution.

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LAB / Unit : IV High Energy Batteries (India) Ltd., (Lead Acid Battery Plant) SFNo. 22-24, Rasipuram Road, Mathur - 622 515, Pudukkottai Dist. Phone: 7305071448
Website : www.highenergyltd.com