ETHOS LIMITED

KAMLA CENTRE, SCO 88-89, SECTOR 8-C Chandigarh-160 009 INDIA

Phone: +91 172 2548223/24/27, 2544378/79

Fax: +91 172 2548302 CIN – L52300HP2007PLC030800

PAN – AADCK2345N

Ref. no.: Ethos/Secretarial/2022-23/77

Dated: March 6, 2023

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400001

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

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 resolutions set out under Notice of Postal Ballot dated February 3, 2023 along with Scrutiniser's Report

Dear Sir/Ma'am

Greetings from Ethos.

This is in furtherance to our disclosure dated February 4, 2023 enclosing the copy of Postal Ballot Notice ('Notice') for seeking approval of the Members on the resolutions 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 and General Circular no. 11/2022 dated December 28, 2022.

The remote e-voting process commenced on Sunday, February 5, 2023 at 9:00 a.m. (IST) and concluded on Sunday, March 5, 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

ETHOS LIMITED

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Obligation and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations"), we would like to report the voting results in respect of following businesses as set out under the Notice:-

S.No.	Particulars of the agenda item	Type of resolution
1	Re-appointment of Mr. Yashovardhan Saboo (DIN - 00012158) as the	Ordinary
	Chairman and Managing Director of the Company	
2	Appointment of Mrs. Munisha Gandhi (DIN – 09684474) as a Director of	Ordinary
	the Company, liable to retire by rotation	
3	Appointment of Mr. Patrik Paul Hoffmann (DIN - 09208027) as an	Special
	Independent Director of the Company	
4	Appointment of Mr. Charu Sharma (DIN – 02276310) as an Independent	Special
	Director of the Company	

The aforementioned resolutions have 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 March 6, 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 and on the website of KFin Technologies Limited at https://evoting.kfintech.com

We would request you to please take the aforesaid information in your record.

Thanking you

Yours truly
For **Ethos Limited**

Anil Kumar Company Secretary and Compliance Officer Membership no. F8023

Encl.: as above



ETHOS LIMITED

CIN - L52300HP2007PLC030800

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

Date of the Notice of Postal Ballot	February 03, 2023
Total number of shareholders on record date	13,904
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing:	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution No.	1									
Resolution required: (Ordinary/ Special)	ORDINARY : Re -a	RDINARY : Re -appointment of Mr. Yashovardhan Saboo (DIN – 00012158) as the Chairman and Managing Director of the Company								
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes									
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
	E-Voting		1,48,58,493	98.39	1,48,58,493	0	100.00	0	0	0
Promoter and Promoter Group	Poll	1 51 01 414	0	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	1,51,01,414	0	0	0	0	0	0	0	0
	Total	1,51,01,414	1,48,58,493	98.39	14,858,493	0	100.00	0	0	0
	E-Voting		25,53,114	64.06	25,53,114	0	100	0	0	0
Public- Institutions	Poll	39,85,011	0	0	0	0	0	0	0	0
Tuble institutions	Postal Ballot (if applicable)	39,85,011	0	0	0	0	0	0	0	0
	Total	39,85,011	25,53,114	64.06	25,53,114	0	100	0	0	0
	E-Voting		4,18,755	9.82	4,18,728	17	99.99	0.01	0	10
Public- Non - Institutions	Poll	42 62 000	0	0	0	0	0	0	0	0
. done real matteriors	Postal Ballot (if applicable)	42,62,808	0	0	0	0	0	0	0	0
	Total	42,62,808	4,18,755	9.82	4,18,728	17	99.99	0.01	0	10
	GRAND TOTAL	2,33,49,233	1,78,30,362	76.36	1,78,30,335	17	99.99	0.01	0	10

Resolution No.	2	2								
Resolution required: (Ordinary/ Special)	ORDINARY : Re-a _l	RDINARY: Re-appointment of Mrs. Munisha Gandhi (DIN – 09684474) as a Director of the Company, liable to retire by rotation								
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
	E-Voting		1,48,58,493	98.39	1,48,58,493	0	100.00	0	0	0
Promoter and Promoter Group	Poll	1 51 01 414	0	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	1,51,01,414	0	0	0	0	0	0	0	0
	Total	1,51,01,414	1,48,58,493	98.39	14,858,493	0	100.00	0	0	0
	E-Voting	39,85,011	25,53,114	64.06	25,53,114	0	100	0	0	0
Public- Institutions	Poll		0	0	0	0	0	0	0	0
Public- Histitutions	Postal Ballot (if applicable)		0	0	0	0	0	0	0	0
	Total	39,85,011	25,53,114	64.06	25,53,114	0	100	0	0	0
	E-Voting		4,18,755	9.82	4,18,428	317	99.92	0.08	0	10
Public- Non Institutions	Poll	42,62,808	0	0	0	0	0	0	0	0
Table Northstations	Postal Ballot (if applicable)	72,02,808	0	0	0	0	0	0	0	0
	Total	42,62,808	4,18,755	9.82	4,18,428	317	99.92	0.08	0	10
	GRAND TOTAL	2,33,49,233	1,78,30,362	76.36	1,78,30,035	317	99.92	0.08	0	10

Resolution No.	3									
Resolution required: (Ordinary/ Special)	SPECIAL: Appointment of Mr. Patrik Paul Hoffmann (DIN – 09208027) as an Independent Director of the Company									
Whether promoter/ promoter group are interested in the agenda/resolution?	No 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
	E-Voting		1,48,58,493	98.39	1,48,58,493	0	100.00	0	0	0
Promoter and Promoter Group	Poll	1,51,01,414	0	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	1,51,01,414	0	0	0	0	0	0	0	0
	Total	1,51,01,414	1,48,58,493	98.39	14,858,493	0	100.00	0	0	0
	E-Voting		25,53,114	64.06	18,13,599	7,39,515	71.03	28.96	0	0
Public- Institutions	Poll	39,85,011	0	0	0	0	0	0	0	0
Fubic- institutions	Postal Ballot (if applicable)		0	0	0	0	0	0	0	0
	Total	39,85,011	25,53,114	64.06	18,13,599	0	100	0	0	0
	E-Voting		4,18,755	9.82	4,18,728	17	99.99	0.01	0	10
Public- Non Institutions	Poll	42,62,808	0	0	0	0	0	0	0	0
Tublic- Non-institutions	Postal Ballot (if applicable)	42,02,000	0	0	0	0	0	0	0	0
	Total	42,62,808	4,18,755	9.82	4,18,728	17	99.99	0.01	0	10
	GRAND TOTAL	2,33,49,233	1,78,30,362	76.36	1,70,90,820	7,39,532	95.85	4.15	0	10

Resolution No.	4	4								
Resolution required: (Ordinary/ Special)	SPECIAL : Appoint	SPECIAL: Appointment of Mr. Charu Sharma (DIN – 02276310) as an Independent 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
	E-Voting		1,48,58,493	98.39	1,48,58,493	0	100.00	0	0	0
Promoter and Promoter Group	Poll	1 51 01 414	0	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	1,51,01,414	0	0	0	0	0	0	0	0
	Total	1,51,01,414	1,48,58,493	98.39	14,858,493	0	100.00	0	0	0
	E-Voting		25,53,114	64.06	25,53,114	0	100	0	0	0
Public- Institutions	Poll	39,85,011	0	0	0	0	0	0	0	0
Fusic- Histitutions	Postal Ballot (if applicable)	39,83,011	0	0	0	0	0	0	0	0
	Total	39,85,011	25,53,114	64.06	25,53,114	0	100	0	0	0
	E-Voting		4,18,755	9.82	4,18,728	17	99.99	0.01	0	10
Public- Non Institutions	Poll	42,62,808	0	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	42,02,808	0	0	0	0	0	0	0	0
	Total	42,62,808	4,18,755	9.82	4,18,728	17	99.99	0.01	0	10
	GRAND TOTAL	2,33,49,233	1,78,30,362	76.36	1,78,30,335	17	99.99	0.01	0	10



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 Resolutions 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 February 03, 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 February 03, 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:

 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 February 04, 2023 sent Postal Ballot Notice dated February 03, 2023 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, January 27, 2023 ('Cut-off date').
- 3. The Company has on Sunday, February 05, 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 Sunday, February 5, 2023 at 9:00 a.m. (IST) and ended on Sunday, March 5, 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 06.20 P.M (IST) on Sunday, March 5, 2023, in the presence of two witnesses who are not in the employment of the Company, on the e-voting website of KFin 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, January 27, 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 February 03, 2023 are as under:

Item No. 1 - As an Ordinary Resolution:-

Re-appointment of Mr. Yashovardhan Saboo (DIN - 00012158) as the Chairman and Managing Director of the Company

(i) Voted *in favour* of the Resolution:

Number of member	rs Number of shares held by	% of shares held by them
voted	them	
218	1,78,30,335	99.99%

(ii) Voted *against* the Resolution:

Number	of members	Number of shares held by	% of shares held by them
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voted	them	
1	17	0.01%

(iii) Invalid/Abstain Votes:

Number of members whose votes were declared invalid/abstain	Number of invalid/Less voted /abstain votes cast by them
1	10

Item No. 2 - As an Ordinary Resolution:-

Re-appointment of Mrs. Munisha Gandhi (DIN - 09684474) as a Director of the Company, liable to retire by rotation

(i) Voted *in favour* of the Resolution:

Number voted	of	members	Number of shares held by them	% of shares held by them
	217		1,78,30,035	99.99%

(ii) Voted *against* the Resolution:

Number voted	of	members	Number of shares held by them	% of shares held by them
	2		317	0.01%

(i) *Invalid/Abstain* Votes:

Number of members whose votes were declared invalid/abstain	Number of invalid/Less voted /abstain votes cast by them
1	10

Item No. 3 - As a Special Resolution:-

Appointment of Mr. Patrik Paul Hoffmann (DIN - 09208027) as an Independent Director of the Company

(i) Voted *in favour* of the Resolution:

Number	of	members	Number of shares held by	% of shares held by them
voted			them	
	215		1,70,90,820	95.85%

(ii) Voted *against* the Resolution:

Number	of	members	Number of shares held by	% of shares held by them
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voted	them	
4	7,39,532	4.14%

(iii) *Invalid/Abstain* Votes:

Number of members whose votes were declared invalid/abstain	Number of invalid/Less voted /abstain votes cast by them
1	10

Item No. 4 - As a Special Resolution:-

Appointment of Mr. Charu Sharma (DIN - 02276310) as an Independent Director of the Company

(i) Voted *in favour* of the Resolution:

Number voted	of	members	Number of shares held by them	% of shares held by them
	218		1,78,30,335	99.99%

(ii) Voted *against* the Resolution:

Number voted	of	members	Number of shares held by them	% of shares held by them
	1		17	0.01%

(iii) *Invalid/Abstain* Votes:

Number of members whose votes were declared invalid/abstain	Number of invalid/Less voted /abstain votes cast by them
1	10

Based on the foregoing, the Resolution Nos. 1 to 4 shall be deemed to have been passed with the requisite majority.

The relevant records relating to the e-voting shall remain in my safe custody and will be handed over to the Company Secretary and Compliance Officer 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 Sincerely

For M/s Jaspreet Dhawan & Associates Company Secretaries

JASPREET

Digital is general by AUSPREET SINCH DAWNAN

SINGH

DHAWAN

DIGITAL DIGITAL DAWNAN

DHAWAN

Jaspreet Singh Dhawan

FCS: 9372 CP No: 8545

UDIN: F009372D003243614

Date: 06/03/2023 Place: Mohali

Counter signed by: For ETHOS LIMITED

Anil Digitally signed by Anil Kumar Date: 2023.03.06 19:09:10 +05'30'

Anil Kumar Company Secretary & Compliance Officer (Membership no..: F8023) We, the undersigned, witnesseth that the votes were unblocked from the e-voting website of the KFin Technologies Limited (https://evoting.kfintech.com/Login.aspx) in our presence at 6.20 P.M. IST on Sunday, March 05, 2023.

KARAN
KAKKAR
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