

October 01, 2024

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 (E) Mumbai- 400 051
Scrip Code: 543983	NSE Symbol: EMSLIMITED

Subject: - Details of the Voting Results of the 14th Annual General Meeting of EMS Limited held on Monday, September 30, 2024

Dear Sir/Madam,

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with amended Rule 20 of Companies (Management and Administration) Rules, 2015, please find enclosed herewith the details of the voting results along with the Scrutinizer's Report.

The Voting Results along with the Scrutinizer's Report is also available on the Company's website at www.ems.co.in.

Request you to take the same on your records.

Thanking you.

Yours faithfully,

For **EMS Limited (formerly known as EMS Infracon Pvt Ltd)**

Ashish Tomar
Managing Director & CFO
DIN: 03170943

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Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To consider and adopt the audited financial statements (including the consolidated financial statements) of the Company for the financial year ended March 31, 2024 together with the reports of the Board of Directors and Auditors thereon				
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		38705882	100.0000	38705882	0	100.0000	0.0000
	Poll	38705882	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	38705882	38705882	100.0000	38705882	0	100.0000	0.0000
Public-Institutions	E-Voting		717985	68.4146	717985	0	100.0000	0.0000
	Poll	1049462	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	1049462	717985	68.4146	717985	0	100.0000	0.0000
Public- Non Institutions	E-Voting		53499	0.3391	53418	81	99.8486	0.1514
	Poll	15775463	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	15775463	53499	0.3391	53418	81	99.8486	0.1514
Total		55530807	39477366	71.0909	39477285	81	99.9998	0.0002
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	0
Public Insitutions	0
Public - Non Insitutions	0

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Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To declare a Final Dividend of ₹1.00 per equity shares of ₹ 10 each, for the financial year ended 31st March 2024				
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		38705882	100.0000	38705882	0	100.0000	0.0000
	Poll	38705882	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	38705882	38705882	100.0000	38705882	0	100.0000	0.0000
Public-Institutions	E-Voting		717985	68.4146	717985	0	100.0000	0.0000
	Poll	1049462	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	1049462	717985	68.4146	717985	0	100.0000	0.0000
Public- Non Institutions	E-Voting		53500	0.3391	53414	86	99.8393	0.1607
	Poll	15775463	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	15775463	53500	0.3391	53414	86	99.8393	0.1607
Total		55530807	39477367	71.0909	39477281	86	99.9998	0.0002
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	0
Public Insitutions	0
Public - Non Insitutions	0

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Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint a director in place of Mr. Ashish Tomar (DIN: 05170945), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible offers himself for re-appointment				
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		38705882	100.0000	38705882	0	100.0000	0.0000
	Poll	38705882	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	38705882	38705882	100.0000	38705882	0	100.0000	0.0000
Public-Institutions	E-Voting		717985	68.4146	717985	0	100.0000	0.0000
	Poll	1049462	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	1049462	717985	68.4146	717985	0	100.0000	0.0000
Public- Non Institutions	E-Voting		53500	0.3391	53157	343	99.3589	0.6411
	Poll	15775463	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	15775463	53500	0.3391	53157	343	99.3589	0.6411
Total		55530807	39477367	71.0909	39477024	343	99.9991	0.0009
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	0
Public Insitutions	0
Public - Non Insitutions	0

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Resolution (4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Ratification of Cost Auditor's Remuneration				
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		38705882	100.0000	38705882	0	100.0000	0.0000
	Poll	38705882	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	38705882	38705882	100.0000	38705882	0	100.0000	0.0000
Public-Institutions	E-Voting		717985	68.4146	717985	0	100.0000	0.0000
	Poll	1049462	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	1049462	717985	68.4146	717985	0	100.0000	0.0000
Public- Non Institutions	E-Voting		52820	0.3348	52496	324	99.3866	0.6134
	Poll	15775463	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	15775463	52820	0.3348	52496	324	99.3866	0.6134
Total		55530807	39476687	71.0897	39476363	324	99.9992	0.0008
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	0
Public Insitutions	0
Public - Non Insitutions	0

R & D

COMPANY SECRETARIES

Scrutinizer's Report

(Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014)

To,
The Chairman
EMS Limited
Registered Office: 701, DLF Tower A, Jasola,
New Delhi-110025

Sub: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 ('SEBI Listing Obligations') for the 14th (Fourteenth) Annual General Meeting of EMS Limited held on Monday, 30th September, 2024, at 12:10 P.M. (IST) through video conferencing (VC) / other audio-visual means (OAVM).

Dear Sir,

I, Debabrata Deb Nath, Practicing Company Secretary (Membership No. F-7775), Partner of R & D Company Secretaries, having office at 785, Pocket-E, Mayur Vihar-II, Delhi-110091, had been appointed as the Scrutinizer by the Board of Directors of EMS Limited ("the Company") pursuant to Section 108 of the Companies Act, 2013 (the Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, to conduct the remote e-voting process in respect of the below mentioned resolutions proposed at the 14th (Fourteenth) Annual General Meeting of the Company held on Monday, 30th September, 2024, at 12:10 P.M. (IST) through VC/OAVM.

I was also appointed as Scrutinizer to scrutinize the remote e-voting process during the said AGM.

The notice dated 2nd September, 2024 convening the AGM, as confirmed by the Company was sent in respect of the below mentioned resolutions passed at the AGM of the Company along with Annual Report 2023-2024 was sent through electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories, in compliance with the MCA circulars Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020, followed by General Circular Nos. 20/2020 dated May 5, 2020, and subsequent circulars issued in this regard, the latest being 09/2023 dated September 25, 2023 (collectively referred to as 'MCA Circulars') and Securities and Exchange Board of India ('SEBI') Circulars dated May 12, 2020, January 15, 2021, May 13, 2022, January 5, 2023 and October 7, 2023.

The Notice and Annual Report 2023-2024 was also uploaded on the Company's website www.ems.co.in, websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com, respectively and on the website of National Securities Depository



- Branch Office: 2C, Pocket-F, Mayur Vihar II, Delhi-Meerut Expressway/NH-9, Delhi 110 091, India
- Regd. Office: 785, Pocket-E, Mayur Vihar II, Delhi-Meerut Expressway/NH-9, Delhi 110 091, India
- Phone: 011-35960738, 43012488 ● E-mail: rndregular@gmail.com

Limited (NSDL) at www.evoting.nsdl.com. The Company had availed the e-voting facility offered by NSDL for conducting remote e-voting by the Shareholders of the Company.

In accordance with the applicable provisions, the Notice of the 14th Annual General Meeting sent to the members electronically on September 06, 2024 and the Advertisement published pursuant to Rule 20(4)(v) of the Companies (Management and Administration) Rules, 2014 (Amendment Rules 2015) on September 07, 2024, the remote e-voting period commenced on Friday, 27th September, 2024 (9:00 a.m. IST) and remained open till 5:00 P.M. IST on Sunday, 29th September, and the NSDL e-voting platform was disabled thereafter.

The Company had also provided remote e-voting facility to the Shareholders present at the AGM through VC/OAVM and who had not cast their vote earlier.

The Shareholders of the Company holding shares as on the cut-off date Monday, 23rd September, 2024 were entitled to vote on the resolutions as contained in the Notice of the AGM.

After the closure of remote e-voting at the AGM, the report on remote e-voting done during the AGM and the votes cast under remote e-voting facility prior to the AGM were unblocked and counted.

I have scrutinized and reviewed the remote e-voting prior to and during the AGM and votes cast therein based on the data downloaded from the NSDL e-voting system.

The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting prior to and during the AGM on the resolutions contained in the notice of the AGM.

My responsibility as scrutinizer for the remote e-voting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolutions.

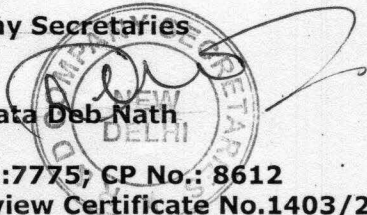
I now submit my report as along with detailed result of the remote e-voting prior to and during the AGM in respect of the said resolutions enclosed herewith marked as Annexure-1.

Thanking You,

Yours Faithfully,

For R&D

Company Secretaries


Debabrata Deb Nath
Partner
FCS No.: 7775; CP No.: 8612
Pee Review Certificate No. 1403/2021
UDIN: F007775F001395931
Unique Identification No. P2005DE011200
Date: 01.10.2024
Place: Delhi

Countersign by

Chairman/ Managing Director

Annexure-I

Sl. No.	Particulars of resolution	Ordinary/ Special Resolution	Voting	No. of Share olders Voted	Votes in favour		Votes Against		Invalid Votes
					No. of Shares	% of total valid votes	No. of Share s	% of total valid votes	
1	To consider and adopt the audited financial statements (including the consolidated financial statements) of the Company for the financial year ended March 31, 2024 together with the reports of the Board of Directors and Auditors thereon.	Ordinary Resolution	Remote E-voting	154	3,94,57,285	99.9491	81	0.0002	0
			E-voting During the AGM	1	20,000	0.0507	0	0	0
			Total	155	3,94,77,285	99.9998	81	0.0002	0
2	To declare a Final Dividend of ₹1.00 per equity shares of ₹ 10 each, for the financial year ended 31 st March 2024	Ordinary Resolution	Remote E-voting	155	3,94,57,281	99.9491	86	0	0
			E-voting During the AGM	1	20,000	0.0507	0	0	0
			Total	156	3,94,77,281	99.9998	0	0.0002	0
3	To appoint a director in place of Mr. Ashish Tomar (DIN: 03170943), who retires by	Ordinary Resolution	Remote E-voting	155	3,94,57,024	99.9485	343	0	0



Annexure-I

	rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible offers himself for re-appointment.		E-voting During the AGM	1	20,000	0.0507	0	0	0
			Total	156	3,94,77,024	99.9991	343	0.0009	0
4	Ratification of Cost Auditor's Remuneration	Ordinary Resolution	Remote E-voting	153	3,94,56,363	99.9485	324	0	0
			E-voting During the AGM	1	20,000	0.0507	0	0	0
			Total	154	3,94,76,363	99.9992	324	0.0008	0

