

The Manager,
Listing Department,
National Stock Exchange of India Ltd.,
'Exchange Plaza' C-1 , Block G,
Bandra-Kurla Complex, Bandra (E),
Mumbai-400 051.
Security ID: SUBROS

Dy. General Manager,
Department of Corporate Services,
BSE LIMITED,
First Floor, P.J. Towers,
Dalal Street, Fort,
Mumbai – 400001.
Security ID: 517168

Dear Sir/Madam,

Sub: Submission of e-Voting Results on resolution(s) passed through Postal Ballot

Ref: Postal Ballot Notice dated March 29, 2023

Pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') we submit as below:

- (a) Result of remote e-voting
- (b) Scrutinizer's report on Postal Ballot conducted through remote e-voting
- (c) The said resolution(s) have been passed by the Shareholders with requisite majority
- (d) The result of the remote e-voting and report of the Scrutinizer's is also hosted on the website of the Company i.e. www.subros.com.

We request you to kindly take the same on record.

Thanking you,

Yours faithfully,
For **SUBROS LIMITED**

KAMAL Digitally signed by
SAMTANI KAMAL SAMTANI
Date: 2023.05.23
19:54:41 +05'30'

Kamal Samtani
Company Secretary

SUBROS LIMITED

In accordance with regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements), the voting results of the Postal Ballot are furnished below:

Date of Annual General Meeting	Not Applicable (Resolution(s) passed through Postal Ballot on 19 th May, 2023)
Total number of shareholders on record date (cut off date i.e April 14, 2023)	23975
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 Approval for appointment of Mr. Naohisa Kuriyama (DIN:10047865) Nominee Director

Resolution required: (Ordinary/Special) Ordinary

Whether promoter/promoter group are interested in the agenda/resolution No

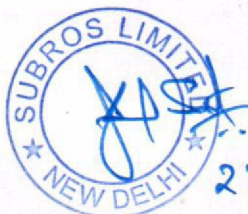
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding (3) = [(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - Against (5)	% of Votes in favour on votes polled (6) = [(4)/(2)]*100	% of Votes against on votes polled (7) = [(5)/(2)]*100
	Poll	0	0.000	0	0	0.000	0.000	
	Postal Ballot (if applicable)	0	0.000	0	0	0.000	0.000	
	Total	24000000	24000000	100.000	24000000	0	100.000	0.000
Public - Institutions	E-voting	9114799	8985767	98.584	446331	8539436	4.967	95.033
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total		8985767	98.584	446331	8539436	4.967	95.033
Public - Non Institution	E-voting	32120951	12199588	37.980	12198488	1100	99.991	0.009
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total		12199588	37.980	12198488	1100	99.991	0.009
Total		65235750	45185355	69.265	36644819	8540536	81.099	18.901

Resolution No.2 Approval for appointment of Dr. Yasuhiro Iida (DIN:07144682) Alternate Director

Resolution required: (Ordinary/Special) Ordinary

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 (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
	Poll	0	0.000	0	0	0.000	0.000	
	Postal Ballot (if applicable)	0	0.000	0	0	0.000	0.000	
	Total	24000000	24000000	100.000	24000000	0	100.000	0.000
Public - Institutions	E-voting	9114799	8985767	98.584	1540961	7444806	17.149	82.851
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total		8985767	98.584	1540961	7444806	17.149	82.851
Public - Non Institution	E-voting	32120951	12199567	37.980	12198467	1100	99.991	0.009
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total		12199567	37.980	12198467	1100	99.991	0.009
Total		65235750	45185334	69.265	37739428	7445906	83.521	16.479



23/05/2023

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CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 and 110 of the Companies Act, 2013 and Rule 20 and 22 of the Companies
(Management and Administration) Rules, 2014]

To,
The Chairperson
SUBROS LIMITED
LGF, World Trade Centre,
Barakhamba Lane, New Delhi-110001

**SUB: SCRUTINIZER'S REPORT ON POSTAL BALLOT PROCESS CONDUCTED
THROUGH REMOTE E-VOTING IN RESPECT OF PASSING OF RESOLUTIONS SET-
OUT IN THE NOTICE DATED MARCH 29, 2023.**

Dear Madam,

I, Ravi Sharma, Practicing Company Secretary, Partner of RSM & Co., Company Secretaries, appointed by the Board of Directors of the Company at its meeting held on March 29, 2023 to act as the Scrutinizer in terms of Section 108 & 110 of the Companies Act, 2013 and Rule 22 of the Companies (Management and Administration) Rules, 2014 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2023, for the purpose of scrutinizing the process of Postal Ballot voting held through remote e-voting in a fair and transparent manner and ascertaining the requisite majority on e-voting and postal ballot as per the provisions of the Companies Act, 2013, on the below mentioned resolution(s) do hereby submit my report as follows:-

1. The Company has appointed "National Securities Depository Limited (NSDL), as the Agency, for providing the facility of remote e-voting to the Members of the Company. NSDL has provided a system for recording the votes of the shareholders electronically.
2. Pursuant to the MCA Circulars the Members of the Company holding equity shares, as on i.e. "cut off" date i.e. Friday, April 14, 2023 were entitled to vote on the proposed resolution(s) as set out in the Notice of Postal Ballot dated March 29, 2023 through e-voting only.
3. The remote e- voting period commenced from Thursday, April 20, 2023, 9.00 A.M. (IST) till Friday, May 19, 2023, 5.00 P.M. (IST) at e-voting platform on the designated website of NSDL i.e. (<https://www.evoting.nsdl.com>). E-voting facility was blocked forth with thereafter.
4. Pursuant to the provisions of the Act and MCA Circulars issued by Ministry of Corporate Affairs and applicable circulars issued by Securities and Exchange Board of India, the Company has sent Postal Ballot Notice(s) to its members whose name(s) appeared in the Register of Members/List of beneficial owners received from National Securities Depository Limited/Central Depository

Postal Ballot Scrutinizer's Report – SUBROS LIMITED



Services (India) Limited as on the Cut-off date i.e Friday, April 14, 2023 and whose e-mail IDs were available with the Company and Depositories, through electronic means only and has not dispatched physical notices to any member. Further the Company vide the Postal Ballot Notice dated March 29, 2023, has also requested its shareholders to register their email addresses with the Registrar and Transfer Agent of the Company.

5. As stated in sub-rule 3 of Rule 22 of the Companies (Management and Administration) Rules, 2014 as amended from time to time & MCA circulars, on Tuesday, April 18, 2023, public notices were published by the Company in Financial Express (English Newspaper) and Jansatta (Hindi Newspaper) informing about the completion of dispatch of Postal Ballot notices to its shareholders through electronic means, along with all requisite documents.
6. The votes were unblocked on 20th May 2023 in the presence of two witnesses who are not in the employment of the company. Thereafter, the details, containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the e-voting website of the NSDL.
7. The management of the Company is responsible to ensure the compliance with the requirements of the relevant provisions of the Companies Act, 2013 and the rules made thereunder including MCA circulars; and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, relating to postal ballot and voting by electronic means.
8. Our responsibility as Scrutinizer for e-voting process is restricted to make Scrutinizers' Report of the votes cast "For" or "Against" the resolutions, based on the reports generated from the e-voting system provided by the NSDL.
9. After our scrutiny, We hereby submit the result as under:-

ITEM NO. 1 ORDINARY RESOLUTION:

**APPROVAL FOR APPOINTMENT OF Mr. NAOHISA KURIYAMA (DIN: 10047865),
NOMINEE DIRECTOR.**

e-Voting	Number of Members who voted	Number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favor of the resolution	210	36644819	81.10
Voted against the resolution	28	8540536	18.90
Total	238	45185355	100

Postal Ballot Scrutinizer's Report – SUBROS LIMITED



ITEM NO. 2 ORDINARY RESOLUTION:

**APPROVAL FOR APPOINTMENT OF DR. YASUHIRO IIDA (DIN: 07144682),
ALTERNATE DIRECTOR.**

e-Voting	Number of Members who voted	Number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favor of the resolution	209	37739428	83.52
Voted against the resolution	28	7445906	16.48
Total	237	45185334	100

10. Based on the above remote e-voting, I confirm that the resolutions under the item No 1 and 2 have been passed with the requisite majority accordingly, I request the company, to announce the voting results of the Postal Ballot.

For RSM & Co.
Company Secretaries



CS RAVI SHARMA

Partner

FCS: 4468 | COP No.: 3666

ICSI UDIN: F004468E000347241

Date : 22.05.2023

Place : Delhi



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Chairperson / ~~Person~~ Authorized by Chairperson