



LIMITED
(Formerly EVANS ELECTRIC PVT. LTD.)
Heavy Electro-Mechanical Repairs

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GST: 27AAACE2502Q1ZM PAN: AAACE2502Q

January 25, 2022

To,
The Manager
BSE Limited,
P J Towers, Dalal Street,
Fort, Mumbai – 400 001

REF: COMPANY CODE NO. 542668

ISIN: INE06TD01010

Dear Sir/Madam,

Subject: Minutes of the Resolutions Passed by way of Postal ballot through Remote E-voting Process for the Bonus issue intimated vide notice dated December 23, 2022 to the shareholders of the Company.

With reference to the captioned subject, enclosed are the Minutes of the Resolutions passed by way of postal ballot by the Shareholders of the Company on 25th January, 2023 as set out in the Postal Ballot Notice dated 23rd December, 2022. The Results of the Postal Ballot was declared on January 25, 2022.

Kindly take the same on your records.

Thanking you,

Yours faithfully,

For Evans Electric Ltd.

Nelson Lionel Fernandes
(Managing Director)
DIN: 00985281

MINUTES OF THE RESOLUTIONS PASSED BY WAY OF POSTAL BALLOT THROUGH REMOTE E-VOTING PROCESS BY THE MEMBERS OF THE COMPANY ON WEDNESDAY, 25TH JANUARY, 2023, RESULTS OF WHICH WERE DECLARED ON JANUARY 25, 2022.

At its meeting held on December 16, 2022 the Board of Directors ("Board") of the Company approved the proposal to conduct a Postal Ballot pursuant to Section 110 of the Companies Act 2013 and Rule 20 & Rule 22 of the Companies (Management and Administration) Rules, 2014, read with the General Circular No.14/2020 dated 8th April, 2020, General Circular No. 17/2020 dated 13th April, 2020, General Circular No. 20/2020 dated 5th May, 2020, General Circular No. 22/2020 dated 15th June, 2020, General Circular No. 33/2020 dated 28th September, 2020, General Circular No. 39/2020 dated 31st December, 2020, General Circular No. 10/2021 dated 23rd June, 2021 and General Circular No. 20/2021 dated 8th December, 2021 (the "MCA Circulars") issued by the Ministry of Corporate Affairs ("MCA Circulars") to seek approval of the Members for the following Ordinary Resolutions:

Sr. No	Subject of the Resolutions
1	Increase of Authorized Share Capital of the Company and amend the Capital Clause in the Memorandum of Association of the Company.
2	Issue of Bonus Shares by way of Capitalization of Reserves.

The Board of Directors at its meeting held on December 16, 2022 had appointed Meghna Shah (FCS-9425 COP 9007), Partner of MSDS & Associates, Firm of Practicing Company Secretaries, as Scrutinizer for conducting the Postal Ballot through Remote E-voting process in fair and transparent manner. The E-Voting facility to Members was provided through Bigshare Services Pvt Ltd (Bigshare). The E-Voting period commenced on Tuesday, December 27, 2022 (9:00 a.m. IST) and ended on Wednesday, January 25, 2023 (5:00 p.m. IST). The advertisement containing relevant details as required by the Companies (Management and Administration) Rules, 2014, including any statutory modification or re-enactment thereof, for the time being in force, was published on December 24, 2022 in Financial Express, English Newspaper in English language and in Navakal, Marathi Newspaper in Marathi language.

The Scrutinizer submitted the report on postal ballot by remote e-voting process to the Company on January 25, 2023.

Summary of the Scrutinizer's Report is as under:

1. Pursuant to General Circular dated April 8, 2020, April 13, 2020, June 15, 2020, September 28, 2020, December 31, 2020, General Circular No. 10/2021 dated June 23, 2021 and General Circular No. 20/2021 dated 8 December, 2021 issued by the Ministry of Corporate Affairs, Government of India (collectively referred to as "MCA Circulars") in relation to "Clarification on passing of ordinary and special resolutions by Companies under the Companies Act, 2013 and the rules made there under on account of the threat posed by COVID - 19" issued by the Ministry of Corporate Affairs, and due to difficulty in dispatch of Postal Ballot notice, the postal ballot notice dated December 23, 2022 was sent to the members whose name(s) appeared on the Register of Members/list of Beneficial Owners as received from National Securities Depository Limited(NSDL)/Central Depository Services (India) Limited (CDSL) and Bigshare Services Private Limited, the Company's Registrar & Transfer Agent (hereinafter referred as "RTA") as on cut-off date i.e. Wednesday, December 21, 2022.
2. Particulars of votes cast through electronic means only have been entered in the register separately maintained for the purpose.
3. The votes cast through electronic means were unblocked on Wednesday, January 25, 2023 at 5.14 PM.
4. Votes cast through electronic means were scrutinized and the shareholding was matched/confirmed with the Register of Members of the Company/list of beneficiaries as on Wednesday, December 21, 2022.
5. Votes cast through electronic means up to 5.00 PM on Wednesday, January 25, 2023 being the last time and date fixed by the Company for voting through electronic means were considered for scrutiny.
6. Since the voting on Postal Ballot process was conducted only through e-voting, reporting on finding of defaced or mutilated ballot paper does not arise.

Based on the analysis of valid votes, the Scrutinizer submitted the report dated January 25, 2023, to the Company. Based on the report, the resolutions set out in the postal ballot notice dated December 23, 2022, have been declared to be passed with majority / with requisite majority.

The details of voting on the Ordinary Resolution as per the Scrutinizer's report are as under:

Resolution No 1: Ordinary Resolution

Increase of Authorized Share Capital of the Company and amend the Capital Clause in the Memorandum of Association of the Company:

“**RESOLVED THAT** pursuant to provisions of Section 61 and any other applicable provisions, if any, of the Companies Act, 2013, including rules notified thereunder, as may be amended from time to time (including any statutory modification or re-enactment thereof for the time being in force) consent of the members of the Company be and is hereby accorded, to increase the Authorised Share Capital of the Company from Rs. 1,50,00,000 (Rupees One Crore Fifty Lakhs Only) divided into 15,00,000 (Fifteen Lakhs) equity shares of Rs. 10/- each to Rs. 3,00,00,000 (Rupees Three Crores Only) divided into 30,00,000 (Thirty Lakhs) equity shares of Rs. 10/- each by creation of additional 15,00,000 (Fifteen Lakhs) equity shares of Rs. 10/- each.”

“**RESOLVED FURTHER THAT** pursuant to provisions of Section 13, 61 and 64 and any other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification or re-enactment thereof for the time being in force) and rules framed thereunder and subject to the approval of members of the Company; the consent of the members of the Company be and is hereby accorded, for substituting Clause 5 of the Memorandum of Association of the Company with the following clause:

5. The Authorised Share Capital of the Company is Rs. 3,00,00,000 (Rupees Three Crores Only) divided into 30,00,000 (Thirty Lakhs) equity shares of Rs. 10/- (Rupees Ten Only) each.

The Company will have power to increase or reduce the Capital and to divide the share into capital for lime being several classes and to attach thereto respectively any preference or special rights, privileges or conditions so that such rights shall not be alterable, otherwise than in pursuance to provision contained in the Articles of Association of the Company.”

“**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, any Director of the Company be and is hereby severally authorised to do all such acts, deeds, matters and things necessary, proper or desirable and to sign and execute all necessary documents, authority letters, applications and returns through themselves or through their authorised representatives.”

Resolution No 2: Ordinary Resolution**Issue of Bonus Shares by way of Capitalization of Reserves:**

RESOLVED THAT in accordance with Section 63 and other applicable provisions of the Companies Act, 2013, if any, including rules notified thereunder, as may be amended from time to time (including any statutory modification or re-enactment thereof for the time being in force) read with the relevant provisions of the Memorandum and Articles of Association of the Company and the recommendation of the Board and subject to the regulations and guidelines issued by the Securities and Exchange Board of India (SEBI) and subject to such approvals as may be required in this including Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, and applicable Regulatory Authorities and such permissions, sanctions and approvals as may be required in this regard, consent of the members be and is hereby accorded for issue up to 13,72,000 fully paid-up equity shares of Rs. 10/- each as bonus equity shares of an aggregate nominal value up to Rs. 1,37,20,000/- (Rupees One Crore Thirty Seven Lakhs Twenty Thousand Only), as bonus equity shares to the shareholders out of the Reserves of the Company.”

“RESOLVED FURTHER THAT:

- a. The bonus issue of equity shares will be made in the ratio of 1:1 [i.e. 1 (One) fully paid up equity share for every 1 (One) equity share held by the shareholders on such date (Record Date) as may be determined by the Board of Director(s).
- b. The Equity Shares so issued shall upon allotment have the same rights of voting as the existing equity shares and be treated for all other purposes pari-passu with the existing equity shares of the Company.
- c. Since the equity shares are held in dematerialized form, the Bonus shares will be credited to the respective demat account of the shareholders.”

“RESOLVED FURTHER THAT for the purpose of giving effect to these resolutions, any Director of the Company be and is hereby severally authorised to do all such acts, deeds, matters and things necessary, proper or desirable and to sign and execute all necessary documents, authority letters, applications and returns with Stock Exchange, Registrar Of Companies, SEBI, Superintendent of Stamps, NSDL, CDSL, RTA or any other authority through themselves or through their authorised representatives.”

Results of the Voting through Postal Ballot by Remote E-Voting was as follows:

Particulars	E-Voting		% of the total paid up capital as of cut-off date: December 21 st , 2022
	No of Members voted through E-Voting System	No of votes Cast (Equity Shares of Rs. 10 each)	
E-votes with assent for the Resolution as percentage of net valid shares polled	9	10,07,496	73.43
E-votes with Dissent for the Resolution as percentage of net valid shares polled	-	-	-

Mr. Nelson Lionel Fernandes (DIN-00985281), Managing Director of the Company noted the results of voting as stated above and it was declared and recorded that the Resolutions as set out in the Notice of Postal Ballot dated December 23, 2022 were duly passed by the Members on January 25, 2023 with majority/ with requisite majority.

Mr. Nelson Lionel Fernandes (DIN-00985281), Managing Director of the Company also stated that the results of Postal Ballot (Remote E-Voting) along with the Scrutinizer's Report will be placed on the website of the Company i.e. <http://evanselectric.co.in/> and on Bigshare website i.e. <https://ivote.bigshareonline.com> and the same has been submitted to BSE Ltd within the prescribed time limit.

For Evans Electric Ltd.

Nelson Lionel Fernandes
(Managing Director)
DIN: 00985281
Date: January 25, 2023
Place: Mumbai