



Empire Industries Limited

September 30, 2021

BSE Limited

Corporate Relationship Department
1st Floor, P.J. Towers, Dalal Street
Fort, Mumbai – 400 001

Scrip Code: 509525

**Sub : Voting Result and the Scrutinizer's Report – 120th Annual General Meeting
("AGM" or "the Meeting")**

Dear Sir,

This is to inform you that in accordance with the applicable laws, the Company had provided the facility of remote e-voting and e-voting at the Meeting to its Members on all resolutions set out in the Notice convening the 120th Annual General Meeting of the members of the Company held on **Wednesday, September 29, 2021 at 3.00 p.m. (IST)** through Video Conferencing and Other Audio-Visual Means.

The Board of Directors of the Company had appointed Mrs. Deepa Gupta, Practicing Company Secretaries (COP 8168) as Scrutinizer to scrutinize the entire voting process. As per the Scrutinizer's Report, all resolutions contained in the Notice of the AGM have been duly passed by the Members with requisite majority.

In connection with this, please find enclosed the consolidated voting results i.e. remote e-voting and e-voting at the Meeting, on the business transacted at 120th AGM, in the format prescribed under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, along with the Scrutinizer's report thereon.

We request you to take the same on your records.

FOR EMPIRE INDUSTRIES LIMITED

Handwritten initials
SUHAS CHANDRA NANDA
DIRECTOR – FINANCE & COMPANY SECRETARY

CIN: L17120MH1900PLC000176

Regd. Office: Empire Complex, 414, Senapati Bapat Marg,
Lower Parel, Mumbai 400 013, India.

Tel.: 66555453 • Fax : 24939143

E-mail: email@empiresecretarial.com • Web : www.empiremumbai.com

Divisions

Empire Machine Tools MFTM • Empire Machine Tools MCAT • Vitrum Glass
Empire Industrial Equipment • Empire Vending (GRABBIT) • Empire Foods
The Empire Business Centre • Empire Industrial Centrum

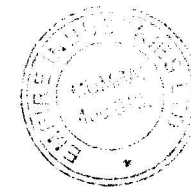
EMPIRE INDUSTRIES LTD

Date of the AGM/EGM	29-09-2021
Total number of shareholders on record date	5931
No. of shareholders present in the meeting either in person or through proxy:	0
Promoters and promoter Group:	0
Public:	0
No. of shareholders attended the meeting through Video Conferencing:	Video Conferencing
Promoters and promoter Group:	7
Public:	30

Resolution 1 :To adopt the Directors' Report and the Audited Balance Sheet as at March 31, 2021, and the Statement of Profit & Loss for the year ended on that date.

Resolution required :(Ordinary / Special)	Ordinary Resolution
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 favor (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
Promoter & Promoter Group	E-VOTING	4353226	4353226	100.00	4353226	0	100.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	4353226	4353226	100.00	4353226	0	100.00	0.00
Public - Institutions	E-VOTING	749276	653953	87.28	653953	0	100.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	749276	653953	87.28	653953	0	100.00	0.00
Public-Non Institutions	E-VOTING	897496	88286	9.84	88284	2	100.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	897496	88286	9.84	88284	2	100.00	0.00
TOTAL		5999998	5095465	84.92	5095463	2	100.00	0.00



Resolution 2 :To declare dividend for the financial year ended March 31, 2021

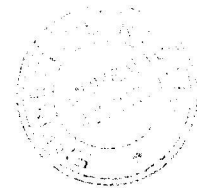
Resolution required :(Ordinary / Special)

Ordinary Resolution

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 favor (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
Promoter & Promoter Group	E-VOTING	4353226	4353226	100.00	4353226	0	100.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	4353226	4353226	100.00	4353226	0	100.00	0.00
Public - Institutions	E-VOTING	749276	653953	87.28	653953	0	100.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	749276	653953	87.28	653953	0	100.00	0.00
Public-Non Institutions	E-VOTING	897496	88286	9.84	88284	2	100.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	897496	88286	9.84	88284	2	100.00	0.00
TOTAL		5999998	5095465	84.92	5095463	2	100.00	0.00



Resolution 3 : To appoint a Director in place of Mr. Dileep Malhotra, who retires by rotation, and being eligible, offers himself for re-appointment.

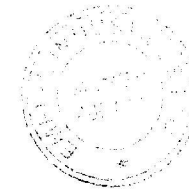
Resolution required : (Ordinary / Special)

Ordinary Resolution

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 favor (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
Promoter & Promoter Group	E-VOTING	4353226	0	0.00	0	0	0.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	4353226	0	0.00	0	0	0.00	0.00
Public - Institutions	E-VOTING	749276	653953	87.28	653953	0	100.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	749276	653953	87.28	653953	0	100.00	0.00
Public-Non Institutions	E-VOTING	897496	88286	9.84	88284	2	100.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	897496	88286	9.84	88284	2	100.00	0.00
TOTAL		5999998	742239	12.37	742237	2	100.00	0.00



Resolution 4 :To ratify appointment of M/s. A. T. Jain & Co. as Statutory Auditors

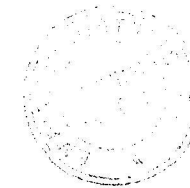
Resolution required :(Ordinary / Special)

Ordinary Resolution

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 favor (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
Promoter & Promoter Group	E-VOTING	4353226	4353226	100.00	4353226	0	100.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	4353226	4353226	100.00	4353226	0	100.00	0.00
Public - Institutions	E-VOTING	749276	653953	87.28	653953	0	100.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	749276	653953	87.28	653953	0	100.00	0.00
Public-Non Institutions	E-VOTING	897496	88286	9.84	88284	2	100.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	897496	88286	9.84	88284	2	100.00	0.00
TOTAL		5999998	5095465	84.92	5095463	2	100.00	0.00



Resolution 5 : Re-appointment of Mr. Rajbir Singh as an Independent Non- Executive Director.

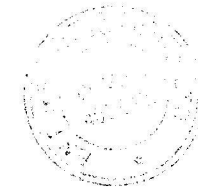
Resolution required :(Ordinary / Special)

SPECIAL Resolution

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 favor (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
Promoter & Promoter Group	E-VOTING	4353226	4353226	100.00	4353226	0	100.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	4353226	4353226	100.00	4353226	0	100.00	0.00
Public - Institutions	E-VOTING	749276	653953	87.28	653953	0	100.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	749276	653953	87.28	653953	0	100.00	0.00
Public-Non Institutions	E-VOTING	897496	88166	9.82	88164	2	100.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	897496	88166	9.82	88164	2	100.00	0.00
TOTAL		5999998	5095345	84.92	5095343	2	100.00	0.00



Resolution 6 :: RATIFICATION OF FEES PAYABLE TO M/s. VINAY MULAY & Co, COST AUDITOR

Resolution required :(Ordinary / Special) **Ordinary Resolution**

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 favor (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
Promoter & Promoter Group	E-VOTING	4353226	4353226	100.00	4353226	0	100.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	4353226	4353226	100.00	4353226	0	100.00	0.00
Public - Institutions	E-VOTING	749276	653953	87.28	653953	0	100.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	749276	653953	87.28	653953	0	100.00	0.00
Public-Non Institutions	E-VOTING	897496	88286	9.84	88284	2	100.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	897496	88286	9.84	88284	2	100.00	0.00
TOTAL		5999998	5095465	84.92	5095463	2	100.00	0.00

Resolution 7 : Appointment of Mrs. Anuja N. Mohe (DIN : 09263246) as Non- Executive Independent Director.

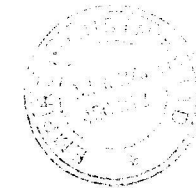
Resolution required :(Ordinary / Special)

Ordinary Resolution

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 favor (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
Promoter & Promoter Group	E-VOTING	4353226	4353226	100.00	4353226	0	100.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	4353226	4353226	100.00	4353226	0	100.00	0.00
Public - Institutions	E-VOTING	749276	653953	87.28	653953	0	100.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	749276	653953	87.28	653953	0	100.00	0.00
Public-Non Institutions	E-VOTING	897496	88266	9.84	88264	2	100.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	897496	88266	9.83	88264	2	100.00	0.00
TOTAL		5999998	5095445	84.92	5095443	2	100.00	0.00



DEEPA GUPTA
Company Secretary

Address:-512, Bazola Bldg. D-1, Muktai CHS, D. L. Marg, Chinchpokli, Mumbai 400 012.
Mob: 09322697460 Email: deepaguptacs@gmail.com

To,
Mr. Satish Chandra Malhotra
Chairman,
EMPIRE INDUSTRIES LIMITED
414, Senapati Bapat Marg,
Lower Parel, Mumbai 400013

Dear Sir,

Sub: Combined Report of Scrutinizer on Remote E-Voting and E-Voting conducted at the 120th Annual General Meeting of Equity Shareholders of Empire Industries Limited ("the Company") held on Wednesday, September 29th 2021 at 03.00 p.m. held through Video Conferencing (VC)/ Other Auditor Visual Means (OVAM)

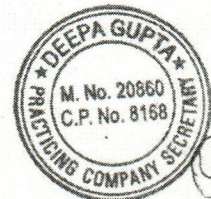
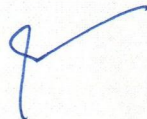
I, Deepa Gupta, Practicing Company Secretary had been appointed as the Scrutinizer by the Board of Directors of Empire Industries Limited ("the Company") pursuant to Section 108 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 of the Companies Act, 2013 ("the Act") as amended from time to time, to scrutinize the process of remote e-voting and e-voting held through Video Conferencing (VC)/ Other Auditor Visual Means (OVAM) on Wednesday, 29th September 2021 (AGM at 3 p.m.)

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and the Rules relating to remote e-voting and e-voting through electronic means on the resolution contained in the Notice of the AGM of the members of the Company.

My responsibility as a Scrutinizer for the remote e-voting and e-voting at AGM is conducted in fair and transparent manner and to submit Scrutinizer's Report on the votes cast "in Favour" or "Against" the resolutions stated as above based on the reports generated from the electronic Voting system provided by the National Securities Depository Limited (NSDL), the authorized agency to provide e-voting facilities, engaged by the Company and the poll conducted at the time of AGM.

Further to the above:

- i. The E-voting period remained opened from Saturday, 25th September 2021 (09.00 a.m.) to Tuesday, 28th September 2021 (5.00 p.m.).
- ii. The members of the Company as on the "Cut Off" date i.e. 21st September 2021 were entitled to vote on the resolution as set out in the notice of the AGM.
- iii. The Company had also provided e-voting facility to the members who had participated in the AGM through Video Conferencing (VC)/ Other Auditor Visual Means (OVAM) and who had not casted their votes on Remote e-voting.



- iv. On completion of E-Voting during AGM I unblocked the results of the remote e-voting and e-voting by the members at the AGM on the NSDL e-voting system / platform and counted after downloading the results.
- v. All the remote e-voting and e-voting responses are valid.
- vi. I now submit my combined report as under on the results of the remote e-voting and e-voting at the AGM in respect of each resolution as set out in the notice dated 23rd June 2021 and addendum notice dated 11th August 2021.

RESOLUTION NO.1: Ordinary Resolution: Adoption of audited annual accounts 31.03.2021, reports of the Board of Directors and auditors thereon.

	In favour of the Resolution			Against the Resolution		
	No. of responses received	No. of shares	% of vote	No. of responses received	No. of shares	% of votes
Remote E-voting	69	5095463	100	2	2	0
E-voting at AGM	0	0	0	0	0	0
TOTAL	69	5095463	100	2	2	0

RESOLUTION NO.2: Ordinary Resolution: Declaration of Dividend for FY ended 31.03.2021.

	In favour of the Resolution			Against the Resolution		
	No. of responses received	No. of shares	% of vote	No. of responses received	No. of shares	% of votes
Remote E-voting	69	5095463	100	2	2	0
E-voting at AGM	0	0	0	0	0	0
TOTAL	69	5095463	100	2	2	0

RESOLUTION NO.3: Ordinary Resolution: Appointment of Mr. Dileep Malhotra retiring by rotation.

	In favour of the Resolution			Against the Resolution		
	No. of response received	No. of shares	% of vote	No. of response received	No. of shares	% vote
Remote E-voting	56	742237	100	2	2	0
E-voting at AGM	0	0	0	0	0	0
TOTAL	56	742237	100	2	2	0



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RESOLUTION NO.4: Ordinary Resolution: Ratification of Appointment of M/s. A.T. Jain & Co. as Statutory Auditors.

	In favour of the Resolution			Against the Resolution		
	No. of responses received	No. of shares	% of vote	No. of responses received	No. of shares	% of votes
Remote E-voting	69	5095463	100	2	2	0
E-voting at AGM	0	0	0	0	0	0
TOTAL	69	5095463	100	2	2	0

RESOLUTION NO.5: Special Resolution: Re-appointment of Mr. Rajbir Singh as an Independent Non-Executive Director.

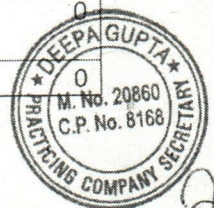
	In favour of the Resolution			Against the Resolution		
	No. of responses received	No. of shares	% of vote	No. of responses received	No. of shares	% of votes
Remote E-voting	67	5095343	100	2	2	0
E-voting at AGM	0	0	0	0	0	0
TOTAL	67	5095343	100	2	2	0

RESOLUTION NO.6: Ordinary Resolution: Ratification of Remuneration to M/s. Vinay Mulay & Co., Cost Accountants.

	In favour of the Resolution			Against the Resolution		
	No. of responses received	No. of shares	% of vote	No. of responses received	No. of shares	% of votes
Remote E-voting	69	5095463	100	2	2	0
E-voting at AGM	0	0	0	0	0	0
TOTAL	69	5095463	100	2	2	0

RESOLUTION NO.7: Ordinary Resolution: Appointment of Mrs. Anuja N. Mohe (DIN: 09263246) as Non- Executive Independent Director.

	In favour of the Resolution			Against the Resolution		
	No. of responses received	No. of shares	% of vote	No. of responses received	No. of shares	% of votes
Remote E-voting	68	5095443	100	2	2	0
E-voting at AGM	0	0	0	0	0	0
TOTAL	68	5095443	100	2	2	0



All the resolutions stand passed under Remote E voting and Poll with the requisite majority.

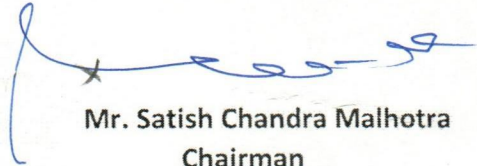
Thanking you,
Yours faithfully,



DEEPA GUPTA
Practicing Company Secretary
M. No. 20860/ CP. No. 8168
Place: Mumbai
Dated: 30th September, 2021
UDIN: A020860C001054761



Countersigned by
For Empire Industries Limited



Mr. Satish Chandra Malhotra
Chairman
(DIN:00026704)