



# APAR

Tomorrow's solutions today

SEC/1001/2024

**E-Filing**

January 10, 2024

|  |   |
|--|---|
| National Stock Exchange of India Limited<br>"Exchange Plaza",<br>C-1, Block G,<br>Bandra- Kurla Complex,<br>Bandra (E),<br>Mumbai – 400 051.<br><br><b>Scrip Symbol : APARINDS</b><br><br><b><u>Kind Attn.: Listing Department</u></b> | BSE Limited<br>Corporate Relations Department,<br>Phiroze Jeejeebhoy Towers,<br>Dalal Street,<br>Fort,<br>Mumbai - 400 001.<br><br><b>Scrip Code : 532259</b><br><br><b><u>Kind Attn. : Corporate Relationship Department</u></b> |
|--|---|

**Sub. : Result of Postal Ballot Notice (conducted through e-voting process) along with Scrutinizer's report, as per Regulation 44 and all other applicable regulations, if any, of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), as amended from time to time.**

Dear Sir/ Madam,

We invite your kind attention to our letter dated December 08, 2023, submitting therewith Notice of Postal Ballot dated October 26, 2023 issued to the members of the Company for seeking their approval by way of Special Resolution, for appointment of Smt. Nirupa Kiran Bhatt (DIN : 02006089) as an Independent Director (Non-Executive) of the Company through Postal Ballot (e-voting process).

Mr. Hemang Mehta, Proprietor of M/s. H. M. Mehta & Associates, Practicing Company Secretaries, Vadodara, Gujarat, India (Membership No. FCS - 4965 & Certificate of Practice No. 2554), was appointed as Scrutinizer for conducting the E-Voting/Postal Ballot process in a fair and transparent manner.

The E-voting period concluded on January 09, 2024 at 17.00 hours IST.

Based on the report given by Scrutinizer, we are enclosing herewith the details of e-voting result on the said Special Resolution, as per the format specified under Regulation 44(3) of Listing Regulations. The said Resolution as mentioned in the Postal Ballot Notice dated October 26, 2023, has been passed, with the requisite majority, on January 09, 2024 (being the last date of e-voting).

The e-voting result (**Annexure – 1**) and the Scrutinizer's Report on e-voting result (**Annexure – 2**) are enclosed herewith and same are also being uploaded at the website of the Company i.e. [www.apar.com](http://www.apar.com) and on the website of the e-voting agency (Central Depository Services (India) Limited) i.e. [www.evotingindia.com](http://www.evotingindia.com).

Kindly take the same on record and disseminate on your website.

Thanking you,

Yours faithfully,  
**For APAR Industries Limited**

**(Sanjaya Kunder)**  
**Company Secretary**

**Encl. : As above**

APAR Industries Limited

Corporate Office : APAR House, Corporate Park, V. N. Purav Marg, Chembur, Mumbai - 400 071, India  
+91 22 2526 3400/6780 0400 [corporate@apar.com](mailto:corporate@apar.com) [www.apar.com](http://www.apar.com)

Regd. Office: 301/306, Panorama Complex, R. C. Dutt Road, Alkapuri, Vadodara - 390007, India  
+91 265 6178 700/6178 709 [apar.baroda@apar.com](mailto:apar.baroda@apar.com) [www.apar.com](http://www.apar.com) CIN: L91110GJ1989PLC012802

## Annexure - 1

|  |  |
|--|--|
| <b>Date of AGM / EGM</b>   | Not applicable (Resolution passed through Postal Ballot on Tuesday, January 09, 2024, being last date of E-voting) |
| <b>Total Number of Shareholders as on record date</b>                                | 91,810 as on Cut-off-date i.e. Monday, December 04 , 2023  |
| <b>No. of shareholders present in the meeting either in person or through proxy:</b> | Not Applicable   |
| Promoters and Promoter Group:  |  |
| Public:  |  |
| <b>No. of Shareholders attended the meeting through Video Conferencing</b>           | Not Applicable   |
| Promoters and Promoter Group:  |  |
| Public:  |  |

| Resolution required: (Ordinary/ Special) : <b>Special</b>                 |                               |                    |                     |   |                       | Appointment of Smt. Nirupa Kiran Bhatt (DIN: 02006089) as an Independent Director (Non-Executive) of the Company. |                                     |                                    |
|---|-------------------------------|--------------------|---------------------|---|-----------------------|---|-------------------------------------|------------------------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? |                               |                    |                     |   |                       | No  |                                     |                                    |
| Category  | Mode of Voting                | No. of shares held | No. of votes polled | % of votes polled on outstanding shares | No. of votes in favor | No of votes against   | % of votes in favor 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 (Remote)            | 2,32,04,303        | 2,32,04,303         | 100.00%                                 | 2,32,04,303           | 0   | 100.00%                             | 0.00%                              |
|   | Poll (E-voting at AGM)        |                    | 0                   | 0.00%                                   | 0                     | 0   | 0.00%                               | 0.00%                              |
|   | Postal Ballot (if applicable) |                    | NA                  | NA                                      | NA                    | NA  | NA                                  | NA                                 |
|   | <b>Total</b>                  |                    | <b>2,32,04,303</b>  | <b>100.00%</b>                          | <b>2,32,04,303</b>    | <b>0</b>  | <b>100.00%</b>                      | <b>0.00%</b>                       |
| Public Institutions   | E- voting (Remote)            | 1,19,38,715        | 1,08,03,671         | 90.49%                                  | 1,07,54,596           | 49075   | 99.55%                              | 0.45%                              |
|   | Poll (E-voting at AGM)        |                    | 0                   | 0.00%                                   | 0                     | 0   | 0.00%                               | 0.00%                              |
|   | Postal Ballot (if applicable) |                    | NA                  | NA                                      | NA                    | NA  | NA                                  | NA                                 |
|   | <b>Total</b>                  |                    | <b>1,08,03,671</b>  | <b>90.49%</b>                           | <b>1,07,54,596</b>    | <b>49075</b>  | <b>99.55%</b>                       | <b>0.45%</b>                       |
| Public- Non Institutions  | E- voting (Remote)            | 50,25,297          | 21,968              | 0.44%                                   | 21,815                | 153   | 99.30%                              | 0.70%                              |
|   | Poll (E-voting at AGM)        |                    | 0                   | 0.00%                                   | 0                     | 0   | 0.00%                               | 0.00%                              |
|   | Postal Ballot (if applicable) |                    | NA                  | NA                                      | NA                    | NA  | NA                                  | NA                                 |
|   | <b>Total</b>                  |                    | <b>21,968</b>       | <b>0.44%</b>                            | <b>21,815</b>         | <b>153</b>  | <b>99.30%</b>                       | <b>0.70%</b>                       |
| <b>TOTAL</b>  |                               | <b>4,01,68,315</b> | <b>3,40,29,942</b>  | <b>84.72%</b>                           | <b>3,39,80,714</b>    | <b>49,228</b>   | <b>99.86%</b>                       | <b>0.14%</b>                       |



CS Hemang Mehta  
B.Com., LL.B (Special), F.C.S.

Annexure -2

H. M. Mehta & Associates  
Company Secretaries  
(Peer Reviewed Firm)

## REPORT OF SCRUTINIZER

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

To,  
The Chairman,  
APAR Industries Limited  
(CIN: L91110GJ1989PLC012802)  
301, Panorama Complex, R C Dutt Road,  
Vadodara-390007,  
Gujarat, India

Dear Sir,

1. I, Hemang Mehta, Proprietor of H. M. Mehta & Associates, Practicing Company Secretaries, having office at 811-812, Vihav Supremus, Besides Iscon Heights, Gotri Road, Vadodara-390021 Gujarat, India was appointed as a Scrutinizer by the Board of Directors of APAR Industries Limited ("**the Company**") under the provisions of Section 108 and Section 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 (as amended from time to time) for the purpose of scrutinizing the Postal Ballot, only by way of remote e-voting process, in respect of resolution contained in the notice dated October 26<sup>th</sup>, 2023 ("**Notice**") issued in accordance with the applicable circulars 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**"), as amended from time to time, Secretarial Standard on General Meetings ("**SS-2**") issued by the Institute of Company Secretaries of India ("**ICSI**") and all other applicable laws, rules and regulations (including any statutory modification or re-enactment thereof for the time being in force and as amended from time to time).
2. The Management of the Company is responsible to ensure the Compliance with the requirements of (i) the Companies Act, 2013 and Rules made thereunder; (ii) MCA and SEBI Circulars and (iii) the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**LODR**"), as amended from time to time, relating to voting through electronic means on the resolution contained in the Notice of Postal Ballot of the Company. My responsibility as a scrutinizer for the remote e-voting is restricted to make a Scrutinizer's Report for Votes cast in "favour" or "against" on the resolution set forth in the Notice of the Postal Ballot of the Company, based on the report generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL), an agency engaged / appointed by the Company to provide remote e-voting facility for voting through electronic means in respect of the resolution as set out in the Notice of Postal Ballot of the Company.

**3. Further to above I submit my report as under:**

**3.1.** The Company through its appointed agency had, on Friday, December 08<sup>th</sup>, 2023, sent Postal Ballot Notice dated October 26<sup>th</sup>, 2023 along with Statement setting out material facts under Section 102 of the Companies Act, 2013 by electronic means i.e. on the registered e-mail IDs of those members whose names appeared in the Register of Members / List of Beneficiaries as on Monday, December 4<sup>th</sup>, 2023. (being cut-off-date).

As per the provisions of the Companies Act, 2013, the numbers of votes cast in respect of resolution have been counted according to the number of shares held by the concerned members. One share held equal to one vote.

**3.2.** The Company arranged for remote e-voting facility provided by Central Depository Services (India) Limited (CDSL) for conducting remote e-voting by the members of the Company on Resolution as set out in the Notice of Postal Ballot of the Company.

**3.3.** The above Notice was also placed on the website of the Company ([www.apar.com](http://www.apar.com)) and websites of the Stock Exchanges, that is, BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com), respectively and on the website of Central Depository Services (India) Limited (CDSL) at <https://www.evotingindia.com> forthwith after it was sent to the members.

**3.4.** The Notice clearly indicated the process and manner for voting by electronic means and the time schedule of voting from Monday, December 11<sup>th</sup>, 2023 (10:00 Hours) to Tuesday, January 9<sup>th</sup>, 2024 (17.00 Hours) during which the votes could be cast and also provided the login ID and created facility for generating password and casting of vote in a secured manner.

**3.6.** As prescribed in the aforesaid Rules and MCA and SEBI Circulars, the Company has also published an advertisement after dispatch of Postal Ballot Notice in e-mode in nationwide daily newspaper in "Business Standard" (English language) and in "Vadodara Samachar" (Gujarati language) on Saturday, December 09<sup>th</sup>, 2023 and it carried the required information as specified in the said Rules.

**3.7** The remote e-voting remained open for a period of 30 days i.e. from Monday, December 11<sup>th</sup>, 2023 (10:00 Hours) to Tuesday, January 9<sup>th</sup>, 2024 (17.00 Hours).

**3.8.** The members holding shares as on the "cut-off-date" i.e. Monday, December 4<sup>th</sup>, 2023 were entitled to vote on the proposed resolution as set out in the Postal Ballot Notice of APAR Industries Limited through remote e-voting.

**3.9** 462 Members had cast their votes on the remote e-voting platform till Tuesday, January 9<sup>th</sup>, 2024 (17.00 Hours) (being last date of casting e-vote).

**3.10** After completion of e-voting period on Tuesday, January 9<sup>th</sup>, 2024 (17.00 Hours), the data of e-voting was diligently scrutinized. Thereafter, the votes cast through remote e-voting were unblocked after completion of e-voting in the presence of two witnesses, (1) Mr. Parth Nashikkar, resident of A-11, Shree Yamunakunj Society, Darbar Chowkdi, Manjalpur, Vadodara-390011, Gujarat, India and (2) Ms. Harita Patel, resident of B-27, Ohm Housing Society, opposite Gokul Party Plot, Gotri-Vasna Road, Vadodara – 390021, Gujarat, India, who are not in the employment of the Company. They have signed below mentioned confirmation of the votes being unblocked in their presence.

  
Parth Nashikkar

  
Harita Patel

- 3.11. Thereafter, the details containing, inter alia, list of members, who voted “for”, “against” of the resolution that were put to vote, were generated from the remote e-voting website of CDSL i.e. [www.evotingindia.com](http://www.evotingindia.com)

The remote e-voting data was scrutinized by the undersigned for verification of the votes cast in favour of or against the resolution.

4. Based on the Report generated from the e-voting website of CDSL of APAR Industries Limited, I hereby submit my Report on the result of the remote e-voting in respect of the said Resolution as under:

**Resolution No. 1: Special resolution**

**APPOINTMENT OF SMT. NIRUPA KIRAN BHATT (DIN: 02006089) AS AN INDEPENDENT DIRECTOR (NON-EXECUTIVE) OF THE COMPANY:**

“RESOLVED THAT in accordance with the provisions of Sections 149, 150, 152 read with Schedule IV and all other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and pursuant to the recommendation of the Nomination and Compensation-cum-Remuneration Committee, Smt. Nirupa Kiran Bhatt (DIN : 02006089), who was appointed as an Additional Director of the Company with effect from October 26, 2023 pursuant to the provisions of Section 161(1) of the Act and the Articles of Association of the Company and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing her candidature to the office of Director, be appointed as an Independent Director (Non-Executive) of the Company, not liable to retire by rotation and to hold office for a term of upto 5 (five) consecutive years i.e. with effect from October 26, 2023.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby severally authorised to do all such acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

| Particulars of mode of voting | Total number of valid votes cast | Votes in favour of the resolution |                                       | Votes against the resolution |                                       |
|-------------------------------|----------------------------------|-----------------------------------|---------------------------------------|------------------------------|---------------------------------------|
|                               |                                  | Number                            | % of total number of valid votes cast | Number                       | % of total number of valid votes cast |
| Remote E-voting               | 3,40,29,942                      | 3,39,80,714                       | 99.86%                                | 49,228                       | 0.14%                                 |
| <b>Total voting</b>           | <b>3,40,29,942</b>               | <b>3,39,80,714</b>                | <b>99.86%</b>                         | <b>49,228</b>                | <b>0.14%</b>                          |

