

Date: 27th September, 2023

BSE Limited Department of Corporate services Phirojee Jeejeebhoy Towers Dalal Street, Mumbai – 400023	National Stock Exchange of India Limited Exchange Plaza, Plot no. C/1, G Block, Bandra-Kurla Complex, Bandra (E), Mumbai – 400051
Scrip Code: 500136	Symbol: ESTER

Subject: E-Voting Results and Scrutinizer's Report for the Annual General Meeting held on 27th September, 2023

Pursuant to the provisions of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the details of the voting results of the 37th AGM for the financial year 2022-23 held on 27th September, 2023, in the prescribed format.

We are also enclosing herewith a copy of the Scrutinizer's Report issued by Mr. Akash Jain, Company Secretary in Practice (Membership No. F9617 and CP No. 9432), who was appointed as the Scrutinizer for the purpose of scrutinizing remote e-voting conducted from Sunday, 24th September, 2023 to Tuesday, 26th September, 2023, and the voting conducted during the AGM.

You are requested to kindly take the above information on your records.

Thanking You,

Yours Faithfully,

For **Ester Industries Limited**

Poornima Gupta
Company Secretary & Compliance Officer

Encls: As above

Ester Industries Limited

Corporate Office : Block-A, Plot No. 11, Infocity-I, Sector-34, Gurgaon - 122001 Haryana, India
Phone : +91-124-2656100, 4572100 Fax : +91-124-4572199, 2656199 E-Mail : info@ester.in Website : www.esterindustries.com

Regd. Office & Works : Sohan Nagar, P. O. Charubeta, Khatima - 262308 Distt. Udham Singh Nagar, Uttarakhand
Phone : EPABX No. (05943) 250153-57 Fax No.: (05943) 250158

ESTER**INDUSTRIES LTD.**

CIN : L24111UR1985PLC015063



Voting Results of 37th Annual General Meeting
(As per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements)
Regulations, 2015

Name of the Company	Ester Industries Limited
Date of Annual General Meeting	27 th September, 2023
Total number of Shareholders as on record date	41579 as on 20 th September, 2023
No. of Shareholders present in the meeting either in person or through proxy	
Promoters & Promoter Group	Not Applicable
Public	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing/ Other Audio Visual Means	
Promoters & Promoter Group	6
Public	48



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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 receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2023				
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		53408053	99.9997	53408053	0	100.0000	0.0000
	Poll	53408228	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	53408228	53408053	99.9997	53408053	0	100.0000	0.0000
Public-Institutions	E-Voting		25474	44.4650	25474	0	100.0000	0.0000
	Poll	57290	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	57290	25474	44.4650	25474	0	100.0000	0.0000
Public- Non Institutions	E-Voting		8224174	27.4796	8223852	322	99.9961	0.0039
	Poll	29928241	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	29928241	8224174	27.4796	8223852	322	99.9961	0.0039
Total		83393759	61657701	73.9356	61657379	322	99.9995	0.0005
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	5000



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Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To declare the final dividend of Rs. 0.50/- per equity share of Rs. 5/- each for the financial year ended 31st March, 2023.				
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		53408053	99.9997	53408053	0	100.0000	0.0000
	Poll	53408228	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	53408228	53408053	99.9997	53408053	0	100.0000	0.0000
Public-Institutions	E-Voting		25474	44.4650	25474	0	100.0000	0.0000
	Poll	57290	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	57290	25474	44.4650	25474	0	100.0000	0.0000
Public- Non Institutions	E-Voting		8224174	27.4796	8223784	390	99.9953	0.0047
	Poll	29928241	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	29928241	8224174	27.4796	8223784	390	99.9953	0.0047
Total		83393759	61657701	73.9356	61657311	390	99.9994	0.0006
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	5000



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Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To appoint a Director in place of Mrs. Archana Singhania (DIN 01096776) who retires by rotation and being eligible, offers herself 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		53408053	99.9997	53408053	0	100.0000	0.0000
	Poll	53408228	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	53408228	53408053	99.9997	53408053	0	100.0000	0.0000
Public-Institutions	E-Voting		25474	44.4650	0	25474	0.0000	100.0000
	Poll	57290	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	57290	25474	44.4650	0	25474	0.0000	100.0000
Public- Non Institutions	E-Voting		8223174	27.4763	8222352	822	99.9900	0.0100
	Poll	29928241	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	29928241	8223174	27.4763	8222352	822	99.9900	0.0100
Total		83393759	61656701	73.9344	61630405	26296	99.9574	0.0426
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	5000



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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 Remuneration of Cost Auditor				
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		53408053	99.9997	53408053	0	100.0000	0.0000
	Poll	53408228	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	53408228	53408053	99.9997	53408053	0	100.0000	0.0000
Public-Institutions	E-Voting		25474	44.4650	25474	0	100.0000	0.0000
	Poll	57290	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	57290	25474	44.4650	25474	0	100.0000	0.0000
Public- Non Institutions	E-Voting		8224174	27.4796	8223602	572	99.9930	0.0070
	Poll	29928241	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	29928241	8224174	27.4796	8223602	572	99.9930	0.0070
Total		83393759	61657701	73.9356	61657129	572	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	5000



AKASH JAIN

Practicing Company Secretary

Shop No. 22/63/4/1 Old Vijay Nagar Colony, In Front of Paliwal Park, Agra, UP-04

Email: cs.akashjain@yahoo.com Mob.: +91 9997807272



CONSOLIDATED SCRUTINIZER'S REPORT

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

To

The Chairman

Ester Industries Limited

CIN: L24111UR1985PLC015063

Sohan Nagar, P.O. Charubeta, Khatima

Distt: Udham Singh Nagar UR 262308 IN

Sub.: Consolidated Scrutinizer's Report on voting through electronic means at the 37th Annual General Meeting ("AGM") of Ester Industries Limited ("Company"), held on Wednesday, 27th September, 2023 at 12.00 Noon (IST) through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM")

Dear Sir,

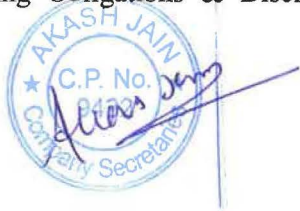
1. APPOINTMENT AS SCRUTINIZER

1.1 We, Akash Jain, Company Secretaries, have been appointed as Scrutinizer by the Board of Directors of Ester Industries Limited vide resolution dated 11th August, 2023, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20(4)(ix) of the Companies (Management and Administration) Rules 2014 for scrutinizing the process of voting through electronic means (hereinafter referred to as "e-voting") on the items contained in the notice of Annual General Meeting ("AGM") of Ester Industries Limited (hereinafter referred to as "the Company") scheduled on **Wednesday, 27th September, 2023 at 12.00 Noon** held through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM") in compliance with General Circular No. 20/2020 dated 5th May, 2020 read with General Circular Nos. 14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020, 02/2021 dated 13th January, 2021, 19/2021 dated 8th December, 2021, 21/2021 dated 14th December, 2021 and 10/2022 dated 28th December, 2022 ('MCA Circulars'). The deemed venue for the Meeting was the Registered Office of the Company.

1.2 Our responsibility as a Scrutinizer was to (i) ensure that the voting process was conducted in a fair and transparent manner and (ii) submit a Consolidated Scrutinizer's report for remote e-voting and e-voting at the AGM, for the resolutions set out in the AGM Notice to the chairman of the Company or any person authorized by him.

2. MANAGEMENT RESPONSIBILITY

2.1 The management of the Company is responsible to ensure the compliance with the requirement of Sections 108 & 109 and other applicable Sections of the Companies Act, 2013 read with Rules 20 & 21 of the Companies (Management and Administration) Rules, 2014 as may be necessary and SEBI (Listing Obligations & Disclosure Requirements) Regulation, 2015 relating to e-voting on the



AKASH JAIN

Practicing Company Secretary

Shop No. 22/63/4/1 Old Vijay Nagar Colony, In Front of Paliwal Park, Agra, UP-04

Email: cs.akashjain@yahoo.com Mob.: +91 9997807272



resolutions contained in the Notice calling the AGM. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

3. DISPATCH OF NOTICE CONVENING THE MEETING

3.1 The Company has informed that, on the basis of the Register of Members/List of Beneficiary owners made available by the depositories viz. National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), the Company completed dispatch of the Notice of the AGM along with the Annual Report on **01st September, 2023** by e-mail to Members who had registered their email id with Company, their Depository Participants (DPs) or the Company's RTA.

3.2 The Notice of the Annual General Meeting of the company is available on the company's website www.esterindustries.com for their download. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Ltd. and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and the AGM Notice is also available on the website of NSDL (agency for providing the e-Voting facility) i.e. www.evoting.nsdl.com.

3.3 An advertisement was published in *The Financial Express*, all India edition (English newspaper) and *Nazaria Khabar*, Dehradun Edition (vernacular language newspaper) both on **2nd September, 2023** specifying details of e-voting.

4. CUT-OFF DATE

4.1 The Voting rights were reckoned as on **Wednesday, 20th September, 2023**, being the Cut-off date for the purpose of deciding the entitlements of members at the remote e-Voting and e-voting at the Meeting.

5. REMOTE E-VOTING

5.1 Agency:

The Company had appointed National Securities Depository Limited (NSDL), as the agency for providing facility for remote e-voting as well as e- voting at the AGM.

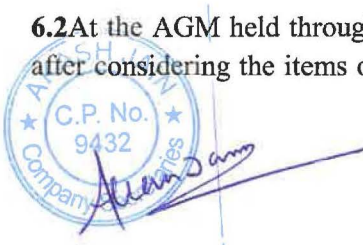
5.2 Remote e-Voting:

Remote e-Voting platform was open from **Sunday at 9.00 AM, 24th September, 2023 to Tuesday at 5.00 PM, 26th September, 2023** and members were required to cast their votes electronically conveying their assent or dissent in respect of the Ordinary Businesses and Special Business on remote e-Voting platform provided by NSDL.

6. VOTING AT THE AGM

6.1 Accordingly, NSDL, the remote e-Voting Agency provided us with the names, DP Id/ Client Id, folios and shareholding of the members who had casted their votes through remote e-Voting.

6.2 At the AGM held through VC / OAVM, on **Wednesday, 27th September, 2023 at 12.00 Noon**, after considering the items of Ordinary and Special Business, e-voting facility was provided to those



AKASH JAIN

Practicing Company Secretary

Shop No. 22/63/4/1 Old Vijay Nagar Colony, In Front of Paliwal Park, Agra, UP-04

Email: cs.akashjain@yahoo.com Mob.: +91 9997807272



Members who were attending the meeting through VC / OAVM but could not participate in the Remote E-voting to cast their votes prior to AGM.

7. COUNTING PROCESS

7.1 On completion of e-voting during the AGM, I first count the votes cast through e-voting by members at the AGM and then unblocked the results of remote e-Voting on the NSDL e-Voting platform in the presence of two witnesses who were not employees of the Company, and downloaded the e-Voting results.

8. RESULTS

8.1 We observed that

- a. 2 Members had cast their votes through e-voting during the AGM; and
- b. 144 Members had cast their votes through remote e-voting.

8.2 The Consolidated Results with respect to the items on the agenda as set out in the Notice of the AGM dated 27th September, 2023 is enclosed herewith as **Annexure-A**.

8.3 Based on the aforesaid results, I report that there are three Ordinary Resolutions as Ordinary Business and one Ordinary Resolution as Special business contained in the Notice of the AGM have been passed with requisite majority.

9. RECORDS

9.1 The Register, all other papers and relevant records relating to remote E-voting and e-voting at the AGM shall be arranging to hand over to Chairman or Company Secretary of the company for safe custody.

Thanking You
Yours faithfully,


Akash Jain
Practicing Company Secretary
M. No.: F9617 C.P. No.: 9432
PR-838/2020
ICSI UDIN: F009617E001102775



Countersigned by
For Ester Industries Limited


Arvind Singhania
Chairman & CEO
DIN: 00934017

Date: 27th September, 2023
Place: Gurugram

We, the undersigned witnessed that the votes casted through remote e-voting, under the postal ballot process, were unblocked from the e-voting website of National Securities Depository Limited (NSDL) in our presence on 26th June, 2023.

AKASH JAIN*Practicing Company Secretary*

Shop No. 22/63/4/1 Old Vijay Nagar Colony, In Front of Paliwal Park, Agra, UP-04

Email: cs.akashjain@yahoo.com Mob.: +91 9997807272

*Akash Jain*

Akash Jain

Gurugram

27th September, 2023*Mansi Jain*

Mansi Jain

Gurugram

27th September, 2023**Annexure-A****CONSOLIDATED RESULTS****ORDINARY BUSINESS:**

Item No. 1: To receive, consider and adopt the Standalone and Consolidated Audited Financial Statements of the company for the financial year ended 31st March, 2023 together with the reports of Board of Directors and Auditors thereon.

Particulars	Remote E-Voting		E-Voting at AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	136	61657344	2	35	138	61657379	99.99
Dissent	5	322	0	0	5	322	0.01
Total	141	61657666	2	35	143	61657701	100
Invalid Votes	1	5000	-	-	1	5000	-

Based on the aforesaid result, I report that the **Ordinary Resolution** as set out in Item No. 1 of the Notice of the AGM dated 27th September, 2023 has been passed with requisite majority.

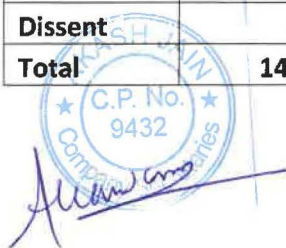
Item No. 2: To declare the final dividend of Rs. 0.50/- per equity share of Rs. 5/- each for the financial year ended 31st March, 2023

Particulars	Remote E-Voting		E-Voting at AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	137	61657276	2	35	139	61657311	99.99
Dissent	4	390	0	0	4	390	0.01
Total	141	61657666	2	35	143	61657701	100
Invalid Votes	1	5000	-	-	1	5000	-

Based on the aforesaid result, I report that the **Ordinary Resolution** as set out in Item No. 2 of the Notice of the AGM dated 27th September, 2023 has been passed with requisite majority.

Item No. 3: To appoint a Director in place of Mrs. Archana Singhania (DIN 01096776) who retires by rotation and being eligible, offers herself for re-appointment.

Particulars	Remote E-Voting		E-Voting at AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	132	61630370	2	35	134	61630405	99.99
Dissent	8	26296	0	0	8	26296	0.01
Total	140	61656666	2	35	142	61656701	100



AKASH JAIN*Practicing Company Secretary*Shop No. 22/63/4/1 Old Vijay Nagar Colony, In Front of Paliwal Park, Agra, UP-04
Email: cs.akashjain@yahoo.com Mob.: +91 9997807272

Invalid Votes	1	5000	-	-	1	5000	-
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Based on the aforesaid result, I report that the **Ordinary Resolution** as set out in Item No. 3 of the Notice of the AGM dated 27th September, 2023 has been passed with requisite majority.

SPECIAL BUSINESS:**Item No. 4: Ratification of Remuneration of Cost Auditor**

Particulars	Remote E-Voting		E-Voting at AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	(%)
Assent	136	61657094	2	35	138	61657129	99.99
Dissent	5	572	0	0	5	572	0.01
Total	141	61657666	2	35	143	61657701	100
Invalid Votes	1	5000	-	-	1	5000	-

Based on the aforesaid result, I report that the **Ordinary Resolution** as set out in Item No. 4 of the Notice of the AGM dated 27th September, 2023 has been passed with requisite majority.

Thanking You
Yours faithfully,


Akash Jain
Practicing Company Secretary
M. No.: F9617 C.P. No.: 9432
PR-838/2020
ICSI UDIN: F009617E001102775

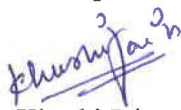


Countersigned by
For Ester Industries Limited


Arvind Singhania
Chairman & CEO
DIN: 00934017

Date: 27th September, 2023
Place: Gurugram

We, the undersigned witnessed that the votes casted through remote e-voting, under the postal ballot process, were unblocked from the e-voting website of National Securities Depository Limited (NSDL) in our presence on 26th June, 2023.


Khushi Jain
Gurugram
27th September, 2023


Mansi Jain
Gurugram
27th September, 2023