

Date: November 11, 2022

To,

Bombay Stock Exchange Limited Phiroz Jeejeebhoy Towers, Dalal Street, Mumbai – 400023	National Stock Exchange of India Ltd., Plot No. C/1 'G' Block Bandra – Kurla Complex Bandra East, Mumbai 400051
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Ref: Scrip Code - **BSE: 517536 NSE: ONWARDTEC**

Sub: Postal Ballot- Scrutinizer's Report and Voting results.

Dear Sir,

This has reference to our earlier letter dated October 07, 2022 in respect of Postal Ballot Notice dated October 10, 2022. We hereby submit the below mentioned documents:

1. Scrutinizer's Report dated November 10, 2022 issued pursuant to the applicable provisions of the Companies Act, 2013 and rules made thereunder.
2. Voting results in the format prescribed under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Based on the Report, we confirm that all the resolutions as contained in the Postal Ballot Notice were passed by the Members with requisite majority.

Request you take the above information on record.

For Onward Technologies Limited

Shama Pawar
Company Secretary
M. No. A28393

NILESH A. PRADHAN & CO., LLP

Company Secretaries

To,
The Chairman,
ONWARD TECHNOLOGIES LIMITED
Sterling Centre, 2nd Floor, Dr. A.B. Road, Worli Mumbai -400018

Dear Sir,

RE: REPORT ON SCRUTINIZER

I, Prajakta V Padhye , Partner of M/s. Nilesh A. Pradhan & Co., LLP, Company Secretaries, have been appointed as the scrutinizer by the Board of Directors of Onward Technologies Limited at their meeting held on 29th September, 2022 for scrutinizing the remote electronic voting process ("**remote e-voting**") in a fair and transparent manner, for the purpose of ascertaining the requisite majority for the passing of special resolution for Appointment of Ms. Niranjani Chandramouli (DIN:07128770) as an Independent Director of the Company pursuant to the Notice approved on 29th September, 2022 and issued on 10th October, 2022 under Section 110 and other applicable provisions, if any, of the Companies Act, 2013 (the "Act") (including any statutory modification or re-enactment thereof for the time being in force) read with Rule 22 of the Companies (Management and Administration) Rules, 2014 ("Rules"), as amended from time to time, read with the General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 39/2020 dated December 31, 2020 and 20/21 dated December 8, 2021 in relation to "Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by Covid-19" issued by the Ministry of Corporate Affairs, Government of India (the "MCA Circulars") and pursuant to other applicable laws and regulations, the Company is sending the Postal Ballot Notice in electronic form only. In compliance with regulation 44 of the Listing Regulations and pursuant to the provisions of sections 108 and 110 of the Act read with the Rules framed thereunder and the MCA Circulars, the Company has extended only the remote e-voting facility for its Members to enable them to cast their votes electronically.



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The Notice approved on 29th September, 2022 and issued on 10th October, 2022 along with statement setting out material facts under Section 102 of the Act in respect of the above mentioned resolution, as confirmed by the Company, was sent via email only to the Members whose names appeared in the Register of Members/List of Beneficial Owners as received from National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") and whose e-mail addresses were available with the Company as on Friday, 7th October, 2022 ("Cut-off Date").

The Company has availed the e-voting facility offered by National Securities Depository Limited ("NSDL") for conducting remote e-voting by the shareholders of the Company.

The shareholders of the company holding shares as on Cut-off Date were entitled to vote on resolution.

The e-voting period remained open from Wednesday, 12th October, 2022 at 9:00 a.m. to Thursday, 10th November, 2022 at 5:00 p.m. and platform provided by "NSDL" was blocked thereafter and the votes cast under remote e-voting facility were then unblocked in the presence of two witness who were not in the employment of the Company.

I have scrutinized and reviewed the remote e-voting process and based on the data downloaded from the e-voting platform provided by "NSDL".

The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013, rules and the MCA Circulars relating to remote e-voting on the Resolution contained in the Notice.

My responsibility as Scrutinizer for the voting through remote e-voting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the said resolution.

I now submit my Scrutinizer Report on the results of the voting by Postal Ballot only through the remote e-voting process in respect of the Special Resolution for Appointment of Ms. Niranjani Chandramouli (DIN:07128770) as an Independent Director of the Company.

Resolution No.1: Special Resolution

Appointment of Ms. Niranjani Chandramouli (DIN:07128770) as an Independent Director of the Company

(i) Voted in **favour** of the resolution:

Number of members voting	Number of votes cast by them	% of total number of valid votes cast
94	16094293	99.9967



(ii) Voted **against** the resolution:

Number of members voting	Number of votes cast by them	% of total number of valid votes cast
9	524	0.0033

(iii) **Invalid/Abstained votes:**

Total number of members whose votes were declared invalid/Abstained	Total number of votes cast by them
0	0

Based on the number of votes i.e. 99.99 % cast in favour of the resolution, I report that the said Special Resolution for Appointment of Ms. Niranjani Chandramouli (DIN: 07128770) as an Independent Director of the Company is passed by the requisite majority.

Regards,

For **Nilesh A. Pradhan & Co., LLP**
Company Secretaries

P.V. Padhye.

Prajakta V Padhye

Partner

CP: 7891

FCS: 7478

PR No:1908/2022

UDIN: F007478D001621838



Date: 10th November, 2022

Place: Mumbai

Resolution (1)								
Resolution required: (Ordinary / Special)			Special					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			Appointment of Ms. Niranjani Chandramouli (DIN:07128770) as an Independent Director of the Company					
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	10083489	10083489	100	10083489	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	10083489	10083489	100	10083489	0	100	0
Public- Institutions	E-Voting	58251	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total	58251	0	0	0	0	0	0
Public- Non Institutions	E-Voting	12010930	6011328	50.0488	6010804	524	99.9913	0.0087
	Poll							
	Postal Ballot (if applicable)							
	Total	12010930	6011328	50.0488	6010804	524	99.9913	0.0087
Total	Total	22152670	16094817	72.6541	16094293	524	99.9967	0.0033
Whether resolution is Pass or Not.							Yes	