

Elpro International Ltd

17th Floor, Nirmal, Nariman Point
Mumbai 400 021, India

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CIN: L51505MH1962PLC012425

April 13, 2023

To,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001

Scrip Code – 504000

Sub.: Voting Results and Scrutinizer's Report on Postal Ballot

Ref.: Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations")

Dear Sir / Madam,

This is in continuation to our letter dated March 13, 2023 enclosing the copy of Postal Ballot Notice seeking approval of the Members of the Company, to pass the resolution, as set out below, by means of Postal Ballot through electronic means ("e-voting / remote e-voting").

Type of Resolution	Resolution
Special	To approve the re-appointment of Mr. Deepak Kumar (DIN: 07512769) as Chairman and Managing Director of the Company

The above Special Resolution have been approved by the Members of the Company with requisite majority. The resolution is deemed to have been passed on the last date of e-voting / remote e-voting i.e., on Wednesday, April 12, 2023.

Pursuant to Regulation 44(3) of the SEBI Listing Regulations, 2015, the voting results of the said Postal Ballot in the prescribed format along with the copy of the Scrutinizer's Report are enclosed herewith.

The same will also be made available on the Company's website at www.elpro.co.in and on the website of National Securities Depository Limited ("NSDL") at www.evoting.nsdl.com.

Kindly take the same on record.

Thanking you,
Yours faithfully,
For **Elpro International Limited**

Rushabh
Rajen Ajmera

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Rushabh Rajen Ajmera
Date: 2023.04.13
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Rushabh Ajmera
Company Secretary

Encl.: as above

Name of the Company									Elpro International Limited								
Date of Postal Ballot									Tuesday, February 7, 2023 (Remote e-voting from Tuesday, March 14, 2023 to Wednesday, April 12, 2023)								
Total number of shareholders on Friday, March 3, 2023 i.e. cut-off date for voting									9727								
No. of shareholders present in the meeting either in person or through proxy:									Not Applicable								
Promoters and Promoter Group:									-								
Public:									-								
No. of Shareholders attended the meeting through Video Conferencing:									Not Applicable								
Promoters and Promoter Group:									-								
Public:									-								
Resolution Required : (Special)						To approve re-appointment of Mr. Deepak Kumar (DIN: 07512769) as Chairman and Managing Director 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 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	12,70,91,970	12,70,91,970	100.0000	12,70,91,970	0.0000	100.0000	0.0000									
	Poll		0.0000	0.0000	0.0000	0.0000	0.0000	0.0000									
	Postal Ballot		0.0000	0.0000	0.0000	0.0000	0.0000	0.0000									
	Total		12,70,91,970	100.0000	12,70,91,970	0.0000	100.0000	0.0000									
Public Institutions	E-Voting	2,26,04,195	99,19,374	43.8828	99,19,374	0.0000	100.0000	0.0000									
	Poll		0.0000	0.0000	0.0000	0.0000	0.0000	0.0000									
	Postal Ballot		0.0000	0.0000	0.0000	0.0000	0.0000	0.0000									
	Total		99,19,374	43.8828	99,19,374	0.0000	100.0000	0.0000									
Public Non Institutions	E-Voting	1,97,82,965	23,747	0.1200	16,113	7,634	67.8527	32.1472									
	Poll		0.0000	0.0000	0.0000	0.0000	0.0000	0.0000									
	Postal Ballot		0.0000	0.0000	0.0000	0.0000	0.0000	0.0000									
	Total		23,747	0.1200	16,113	7,634	67.8527	32.1472									
Total		16,94,79,130	13,70,35,091	80.8566	13,70,27,457	7,634	99.9944	0.0055									

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Jayshree A. Lalpuria & Co.

Practising Company Secretaries

14, Adarsh, 9/83, Nehru Road, Near HDFC Bank, Vile Parle (East), Mumbai-400 057.
Tel. : 2612 1371 Fax : 2611 1371 Cell : 98209 96575 Email : jayshreelalpuria@gmail.com

SCRUTINIZER'S REPORT

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

To
The Chairman
ELPRO INTERNATIONAL LIMITED
Nirmal, 17th Floor, Nariman Point,
Mumbai - 400 021

Dear Sir,

I, Jayshree A. Lalpuria, Practicing Company Secretary, have been appointed by the Board of Directors of ELPRO INTERNATIONAL LIMITED vide resolution dated 7th February, 2023 pursuant to section 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 for the purpose of scrutinizing the Postal Ballot through remote e-voting (e-voting) process in a fair and transparent manner and ascertaining the requisite majority on remote e-voting (e-voting) in respect resolution listed in the Notice of Postal Ballot dated 7th February, 2023, which was issued in accordance with General Circular no. 11/2022 dated December 28, 2022 & other relevant circulars issued by Ministry of Corporate Affairs, Regulation 44 of the Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India.

Management's Responsibility

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules relating to voting through postal ballot on the resolution contained in the Notice of Postal Ballot dated 7th February, 2023.

Scrutinizer's Responsibility

My responsibility as a Scrutinizer is to ensure that the voting process through remote e-voting means is conducted in a fair & transparent manner and to make Scrutinizer's Report of the total votes cast "in favour" or "against" the resolution stated above, based on the reports generated from the e-voting system provided by National Securities Depository Limited (NSDL), the authorized agency to provide e-voting facilities, engaged by the Company.

Further to above I submit my report as under:

1. The members of the Company whose name were recorded in the Register of Members or in the Register of Beneficial Owners maintained in the depositories as on the "cut off" date i.e., 3rd March, 2023 were entitled to vote on the proposed 1 (one) resolution as mentioned in the notice of the said Postal Ballot.
2. Dispatch of the Postal Ballot Notice along with the Explanatory Statement to the Members of the Company was completed on 13th March, 2023.
3. The remote e-voting period remained open from 9.00 A.M. on Tuesday, 14th March, 2023 up to 5.00 P.M. on Wednesday, 12th April, 2023. Accordingly, e-votes cast upto 5:00 P.M. (IST) on Wednesday, 12th April, 2023 have been considered for my scrutiny.
4. The e-voting platform was unblocked for vote counting on Wednesday, 12th April, 2023 at 5.44 p.m. in the presence of two witnesses, namely Ms. Akansha Parmar and Ms. Priyanka Sharma, who are not in employment of the company.
5. Thereafter, the e-voting results containing, inter-alia the list of Shareholders who have voted in favour or against the resolutions or who have abstained from voting were downloaded from the e-voting website of National Securities Depository Limited (NSDL) i.e. <https://www.evoting.nsdl.com>
6. Based on the report generated from NSDL's e-voting website, the results of voting through remote e-voting means in respect of the said resolution are as under.

Special Resolution for re-appointment of Mr. Deepak Kumar (DIN: 07512769) as Chairman and Managing Director of the Company

Sr. No.	Particulars	No. of remote e-voting confirmation	No. of shares on which votes cast
a)	Remote e-voting confirmation received	89	13,70,35,091
	Total	89	13,70,35,091
b)	Less: Invalid Remote e-voting confirmations	-	-
c)	Net valid Remote e-voting confirmations	89	13,70,35,091
	(i) Remote e-voting confirmations with assent for the resolution	84	13,70,27,457
	% of assent	99.99%	
	(i) Remote e-voting confirmations with dissent for the resolution	5	7,634
	% of dissent	0.01%	

The result of the voting by Members through remote e-voting in respect of the above-mentioned resolution may accordingly be declared by the Company.

Thanking You.
Yours faithfully,

For Jayshree A. Lalpuria & Co.
Practicing Company Secretary

Jayshree
Ashish
Lalpuria

Digitally signed by Jayshree Ashish Lalpuria
DN: cn=Jayshree Ashish Lalpuria, o=5822,
pseudonym=1330476725200468363C3Du9H5e
VSDP,
2.5.4.20=237aec06e92e2e13afb8d377e74e4ab
c487Ac9e75968a0cc758895414760ac0,
postalCode=400097, st=Maharashtra,
serialNumber=ac29a62d9aa44558a165ab61f8
ce4f444ae7714555ee62708bec1200491275,
cn=Jayshree Ashish Lalpuria
Date: 2023.04.13 16:37:43 +05'30'

Jayshree A. Lalpuria
(Proprietor)
ACS 17629; CP 7109
Scrutinizer appointed for the Voting Process

UDIN: A017629E000086181
PR No. 2023/2022

Place: Mumbai
Dated: 13th April, 2023

Countersigned by
For Elpro International Limited

DEEPAK
KUMAR

Digitally signed by
DEEPAK KUMAR
Date: 2023.04.13
17:50:54 +05'30'

Mr. Deepak Kumar
Chairman
(DIN: 07512769)