

Ref. no. : Ethos/Secretarial/2023-24/63

Dated: September 30, 2023

BSE Limited	National Stock Exchange of India Limited
Phiroze Jeejeebhoy Towers,	Exchange Plaza, C-1, Block G,
Dalal Street, Mumbai – 400 001	Bandra Kurla Complex, Bandra,
	Mumbai - 400 051

Scrip Code : 543532

Trading symbol : ETHOSLTD

ISIN : INE04TZ01018

Subject: Disclosure pursuant to regulation 44(3) of Securities and Exchange Board of<br/>India (Listing Obligations and Disclosure Requirements) Regulations, 2015 in<br/>respect of results of voting on the resolutions set out under Notice of 16th<br/>Annual General Meeting held on September 29, 2023

Dear Sir/Ma'am

Greetings from Ethos.

The 16<sup>th</sup> (Sixteenth) Annual General Meeting ("AGM") of the Company was held on Friday, September 29, 2023 commenced at 10:00 a.m. IST and concluded at 10:31 a.m. IST through Video Conferencing (VC) / Other Audio Visual Means (OAVM).

The aforesaid meeting was held in compliance with the provisions of Section 108 of the Companies Act, 2013 read with rules made thereunder, Regulation 44 of Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015, in terms of General Circulars no. 10/2022 and 11/2022 issued by Ministry of Corporate Affairs and Circular no. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 issued by SEBI.

Pursuant to Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations"), we would like to report the combined voting results in respect of following businesses as set out under the Notice of the 16<sup>th</sup> AGM of the Company:-

S.No.	Particulars of the agenda item	Type resolution	of
1	To consider and adopt the Audited Standalone and Consolidated	Ordinary	
	Financial Statements of the Company for the financial year ended		

 ETHOS LIMITED

 Registered Office:
 Corporate Office:
 Head Office:

 Plot No. 3, Sector III, Parwanoo,
 Kamla Centre, S.C.O. 88-89, Sector 8-C,
 Global Gateway Towers A, 1st Floor, MG Road,

 Himachal Pradesh - 173220, India
 Chandigarh - 160009, India
 Sector 26, Gurugram, Haryana - 122002, India



		WATCH DOUTIQUES
	March 31, 2023 together with the Report of the Board of	
	Directors and the Statutory Auditors thereon	
2	To appoint Mr. Chitranjan Agarwal (DIN - 00095715), who retires	Ordinary
	by rotation in terms of provisions of section 152 of the Companies	
	Act, 2013 or other applicable provisions, if any, and being eligible,	
	offers himself for re-appointment	
3	To consider and re-appoint Mr. Dilpreet Singh (DIN – 03042448)	Special
	as an Independent Director	
4	To accept/renew unsecured deposits from shareholders under	Ordinary
	section 73(2) of the Companies Act, 2013	
5	To issue securities for an aggregate consideration not exceeding	Special
	Rs. 250 crores	

The aforementioned resolutions have been approved by the members with requisite majority as per the Consolidated Scrutinizer's Report issued by CS Jaspreet Singh Dhawan, Scrutinizer vide his Report dated September 30, 2023. Details of venue voting and remote e-voting results as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the aforesaid resolutions along with Consolidated Scrutinizer's Report are attached herewith for the information of our valued investors.

The results and report of the scrutinizer will also be hosted on the website of the Company <a href="https://www.ethoswatches.com/investors-information/">https://www.ethoswatches.com/investors-information/</a>

We would request you to please take the same in your records and oblige.

Thanking you

Yours truly For **Ethos Limited** 

Anil Kumar Company Secretary & Compliance Officer Membership no. F8023

Encl.: as above

– ETHOS LIMITED –

Registered Office: Plot No. 3, Sector III, Parwanoo, Himachal Pradesh - 173220, India Corporate Office: Kamla Centre, S.C.O. 88-89, Sector 8-C, Chandigarh - 160009, India Head Office: Global Gateway Towers A, 1st Floor, MG Road, Sector 26, Gurugram, Haryana - 122002, India

Contact: 0172-2548223/24 · Email: info@ethoswatches.com · Website: www.ethoswatches.com PAN : AADCK2345N · CIN : L52300HP2007PLC030800



#### ETHOS LIMITED

Registered office: Plot No. 3, Sector III, Parwanoo 173220, Himachal Pradesh

Corporate office: 'Kamla Centre', S.C.O. 88-89, Sector 8-C, Madhya Marg, Chandigarh 160 009

Head Office: Global Gateway Towers A, First Floor, Virendra Gram, MG Road, Near Guru Dronacharya Metro Station, Gurugram, Haryana 122 022

Website: www.ethoswatches.com; Email Id: investor.communication@ethoswatches.com; Phone: +91 172 2548223/27, 2544378/79

Date of the AGM/EGM	September 29, 2023
Total number of shareholders on record date	21,685 (Twenty one thousand six hundred and eighty five)
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Not applicable
Public:	Not applicable
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	5
Public:	53

Resolution No.	1									
Resolution required: (Ordinary/ Special)		RDINARY - To consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2023 together with the eport of the Board of Directors and the Statutory Auditors thereon								
Whether promoter/ promoter group are interested in the	No									
agenda/resolution?										
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	against on votes polled	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting		1,47,97,496	99.3026	1,47,97,496	0	100.0000	0.0000	(	0 0
	Poll	1,49,01,414	C	0.0000	0	0	0.0000	0.0000	(	0 0
	Postal Ballot (if	1,49,01,414								
	applicable)		C	0.0000	0	0	0.0000	0.0000		0 0
	Total		1,47,97,496	99.3026	1,47,97,496	0	100.0000	0.0000	(	0 0
Public- Institutions	E-Voting		30,62,715	80.0576	30,62,715	0	100.0000	0.0000	(	0 0
	Poll	38,25,638	C	0.0000	0	0	0.0000	0.0000	(	0 0
	Postal Ballot (if applicable)	36,23,036	C	0.0000	C	C	0.0000	0.0000	(	0 0
	Total		30,62,715	80.0576	30,62,715	0	100.0000	0.0000	(	0 0
Public- Non Institutions	E-Voting		9,73,768	21.0673	9,73,733	35	99.9964	0.0035	(	17
	Poll	46,22,181	3,610	0.0781	3,610	C	100.0000	0.0000	(	0 0
	Postal Ballot (if applicable)		c	0.0000	0	C	0.0000	0.0000		o o
	Total		9,77,378	21.1454	9,77,343	35	99.9964	0.0036	(	17
	Total	2,33,49,233	1,88,37,589	80.6775	1,88,37,554	35	99.9998	0.0002		17

Resolution No.	2	2								
Resolution required: (Ordinary/ Special)		ORDINARY - To appoint Mr. Chitranjan Agarwal (DIN - 00095715), who retires by rotation in terms of provisions of section 152 of the Companies Act, 2013 or other applicable provisions, if any, and being eligible, offers himself for re-appointment								
Whether promoter/ promoter group are interested in the	No	No								
agenda/resolution?										
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)		No. of Votes – in favour (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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting		1,47,97,496	99.3026	1,47,97,496	0	100.0000	0.0000	0	0
	Poll	1 40 01 414	0	0.0000	0	(	0.0000	0.0000	0	0
	Postal Ballot (if	1,49,01,414								
	applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,47,97,496	99.3026	1,47,97,496	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting		30,62,715		28,99,992	1,62,723			0	0
	Poll	38,25,638	0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)	30,23,030	0	0.0000	0		0.0000	0.0000	0	0
	Total		30,62,715	80.0576	28,99,992	1,62,723	94.6870	5.3130	0	0
Public- Non Institutions	E-Voting		9,73,766	21.0672	9,73,719	47	99.9951	0.0048	0	19
	Poll	46,22,181	3,610	0.0781	3,610	0	100.0000	0.0000	0	0
	Postal Ballot (if	40,22,181								
	applicable)		0	0.0000	0		0.0000			0
	Total		9,77,376	21.1453	9,77,329	47	99.9952	0.0048		19
	Total	2,33,49,233	1,88,37,587	80.6775	1,86,74,817	1,62,770	99.1359	0.8641	0	19

Resolution No.	3									
Resolution required: (Ordinary/ Special)	SPECIAL - To cons	ider and re-appoin	t Mr. Dilpreet Sing	h (DIN – 03042448)	as an Independen	t Director				
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 favour (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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting		1,47,97,496	99.3026	1,47,97,496	C	100.0000	0.0000	0	0
	Poll	1,49,01,414	C	0.0000	C	C	0.0000	0.0000	0	0
	Postal Ballot (if	1,45,01,414								
	applicable)		0	0.0000	c c	0	0.0000	0.0000	0	0
	Total		1,47,97,496	99.3026	1,47,97,496	C	100.0000	0.0000	0	0
Public- Institutions	E-Voting		30,62,715	80.0576	29,01,723	1,60,992	94.7434	5.2565	0	0
	Poll	38,25,638	0	0.0000	C	0	0.0000	0.0000	0	0
	Postal Ballot (if	30,23,030								
	applicable)		C	0.0000		0	0.0000		0	0
	Total		30,62,715						0	0
Public- Non Institutions	E-Voting	_	9,73,768		9,73,733				0	17
	Poll	46,22,181	3,610	0.0781	3,610	0	100.0000	0.0000	0	0
	Postal Ballot (if	. ,	_							
	applicable)		C	0.0000		0	0.0000			0
	Total		9,77,378							17
	Total	2,33,49,233	1,88,37,589	80.6775	1,86,76,562	1,61,027	99.1452	0.8548	0	17

Resolution No.	4									
Resolution required: (Ordinary/ Special)	ORDINARY - To a	ccept/renew unsec	ured deposits from	shareholders und	er section 73(2) of	the Companies Act	, 2013			
Whether promoter/ promoter group are interested in the	No						,			
agenda/resolution?										
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 favour (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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting Poll	-	1,47,97,496		1,47,97,496				( (	
	Postal Ballot (if	1,49,01,414								
<u> </u>	applicable) Total		0 1,47,97,496	0.0000	1,47,97,496	C C			(	
Public- Institutions	E-Voting		30,62,715		20,85,455	-				-
	Poll Postal Ballot (if	- 38,25,638	0	0.0000	0	C	0.0000	0.0000	0	0 0
	applicable)		0	0.0000	20.95.455	0.77.200	0.0000		C	
Public- Non Institutions	Total E-Voting		30,62,715 9,73,768		20,85,455					
	Poll	46,22,181	3 610		3,595				0	
	Postal Ballot (if applicable)	40,22,101	0	0.0000	c	c				
	Total		9,77,378		9,77,264				0	
	Total	2,33,49,233	1,88,37,589	80.6775	1,78,60,215	9,77,374	94.8116	5.1884	C	17
Resolution No.	5									
Resolution No. Resolution required: (Ordinary/ Special)	5 SPECIAL - To issue	e securities for an a	ggregate considera	tion not exceeding	g Rs. 250 crores					
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the	-	e securities for an a	ggregate considera	tion not exceedin	g Rs. 250 crores					
Resolution required: (Ordinary/ Special)	SPECIAL - To issue	e securities for an a No. of shares held (1)	ggregate considera No. of votes polled (2)	-	g Rs. 250 crores No. of Votes – in favour (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	Votes Invalid	Votes Abstained
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? Category	SPECIAL - To issue No	No. of shares	No. of votes	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in	against (5)	favour on votes polled (6)=[(4)/(2)]*100	against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution?	SPECIAL - To issue	No. of shares	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 99.3026	No. of Votes – in favour (4) 1,47,97,496	against (5)	favour on votes polled (6)=[(4)/(2)]*100	against on votes polled (7)=[(5)/(2)]*100		) C
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? Category	SPECIAL - To issue No Mode of Voting E-Voting Poll Postal Ballot (if applicable)	No. of shares held (1)	No. of votes polled (2) 1,47,97,496 0	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 99.3026 0.0000 0.0000	No. of Votes – in favour (4) 1,47,97,496	against (5)	favour on votes polled (6)=[(4)/(2)]*100 100.0000 0.0000	against on votes polled (7)=[(5)/(2)]*100 0 0.0000 0 0.0000	C	
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? Category Promoter and Promoter Group	SPECIAL - To issue No Mode of Voting E-Voting Poll Postal Ballot (if applicable) Total	No. of shares held (1)	No. of votes polled (2) 1,47,97,496 0 0 1,47,97,496	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 99.3026 0.0000 0.0000 99.3026	No. of Votes – in favour (4) 1,47,97,496 0 0 1,47,97,496	against (5)	favour on votes polled (6)=[(4)/(2)]*100 100.0000 0.0000 0.0000	against on votes polled (7)=[(5)/(2)]*100 0 0.0000 0 0.0000 0 0.0000		
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? Category	SPECIAL - To issue No Mode of Voting E-Voting Poll Postal Ballot (if applicable)	No. of shares held (1)	No. of votes polled (2) 1,47,97,496 0 1,47,97,496 30,62,715	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 99.3026 0.0000 99.3026 80.0576 0.0000	No. of Votes – in favour (4) 1,47,97,496	against (5)	favour on votes polled (6)=[(4)/(2)]*100 0.0000 0.0000 100.0000 94.5731 0.0000	against on votes polled (7)=[(5)/(2)]*100 0 0.0000 0 0.0000 0 0.0000 0 0.0000 0 0.0000	C	
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? Category Promoter and Promoter Group	SPECIAL - To issue No Mode of Voting E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable)	No. of shares held (1) - 1,49,01,414	No. of votes polled (2) 1,47,97,496 0 0 1,47,97,496 30,62,715 0 0 0 0 0 0	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 99.3026 0.0000 99.3026 80.0576 0.0000 0.0000	No. of Votes – in favour (4) 1,47,97,496 0 1,47,97,496 28,96,505 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	against (5)	favour on votes polled (6)=[(4)/(2)]*100 0.0000 0.0000 0.0000 94.5731 0.0000 0.0000	against on votes polled (7)=[(5)/(2)]*100 0 0.0000 0 0.0000 0 0.0000 0 0.0000 0 0.0000 0 0.0000 0 0.0000		
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? Category Promoter and Promoter Group Public- Institutions	SPECIAL - To issue No Mode of Voting E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total	No. of shares held (1) - 1,49,01,414	No. of votes polled (2) 1,47,97,496 0 0 1,47,97,496 30,62,715 0 0 30,62,715	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 99.3026 0.0000 0.0000 99.3026 80.0576 0.0000 0.0000 0.0000 80.0576	No. of Votes – in favour (4) 1,47,97,496 0 0 1,47,97,496 28,96,505 0 0 28,96,505	against (5)	favour on votes polled (6)=[(4)/(2)]*100 0.0000 0.0000 94.5731 0.0000 0.0000 0.0000	against on votes polled (7)=[(5)/(2)]*100 0 0.0000 0 0.0000 0 0.0000 0 5.4268 0 0.0000 0 0.0000 0 5.4269		
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? Category Promoter and Promoter Group	SPECIAL - To issue No Mode of Voting E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable)	No. of shares held (1) - 1,49,01,414 - 38,25,638	No. of votes polled (2) 1,47,97,496 0 0 1,47,97,496 30,62,715 0 0 30,62,715 0 0 30,62,715 3,610	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 99.3026 0.0000 0.0000 99.3026 80.0576 0.0000 0.0000 0.0000 21.0673	No. of Votes – in favour (4) 1,47,97,496 0 1,47,97,496 28,96,505 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	against (5)	favour on votes polled (6)=[(4)/(2)]*100 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000	against on votes polled (7)=[(5)/(2)]*100 0 0.0000 0 0.0000		
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? Category Promoter and Promoter Group Public- Institutions	SPECIAL - To issue No Mode of Voting E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable)	No. of shares held (1) - 1,49,01,414	No. of votes polled (2) 1,47,97,496 0 0 1,47,97,496 30,62,715 0 0 30,62,715 9,73,768 3,610 0 0	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 99.3026 0.0000 0.0000 99.3026 80.0576 0.0000 0.0000 80.0576 21.0673 0.0781 0.0000	No. of Votes – in favour (4) 1,47,97,496 0 0 1,47,97,496 28,96,505 0 0 28,96,505 9,73,622 3,595 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	against (5)	favour on votes polled (6)=[(4)/(2)]*100 100.0000 0.0000 100.0000 94.5731 0.0000 94.5731 99.9850 99.5844 0.0000	against on votes polled (7)=[(5)/(2)]*100 0 0.0000 0 0.0000 0 0.0000 0 0.0000 0 0.0000 0 0.0000 0 0.0000 0 0.0000 0 0.0000 0 0.0149 0 0.4155 0 0.0000		
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? Category Promoter and Promoter Group Public- Institutions	SPECIAL - To issue No Mode of Voting E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if	No. of shares held (1) - 1,49,01,414 - 38,25,638	No. of votes polled (2) 1,47,97,496 0 0 1,47,97,496 30,62,715 9,73,768 3,610 0 9,77,378	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 99.3026 0.0000 0.0000 99.3026 80.0576 0.0000 0.0000 0.0000 80.0576 21.0673 0.0781 0.0000 21.1454	No. of Votes - in favour (4) 1,47,97,496 28,96,505 28,96,505 0 28,96,505 9,73,622 3,595 0 0 9,77,217	against (5)	favour on votes polled (6)=[(4)/(2)]*100 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.94.5731 0.0000 0.99.9850 0.0000 0.99.9835	against on votes polled (7)=[(5)/(2)]*100 0 0.0000 0 0.0000 0 0.0000 0 0.0000 0 0.0000 0 0.0000 0 0.0000 0 0.0000 0 0.0000 0 0.0149 0 0.4155 0 0.0000 0 0.0165		



## **CONSOLIDATED SCRUTINIZER'S REPORT**

[Pursuant to section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 read with amendments made thereto and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To, The Chairman ETHOS LIMITED PLOT NO. 3 SECTOR- III PARWANOO HIMACHAL PRADESH 173220 INDIA

Subject: Consolidated Scrutinizer's Report on voting through remote e-voting and e-voting at the 16<sup>th</sup> Annual General Meeting of the Shareholders of Ethos Limited held on Friday, September 29, 2023, at 10:00 A.M. (IST) through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM").

Dear Sir,

I, Jaspreet Singh Dhawan, proprietor of M/s Jaspreet Dhawan & Associates, Practising Company Secretaries, (FCS 9372, CP 8545), have been appointed as the scrutinizer, by the Board of Directors of **ETHOS LIMITED** for the purpose of scrutinizing the remote e-voting and voting by members at the 16<sup>th</sup> Annual General Meeting (AGM) of ETHOS LIMITED (hereinafter referred to as 'the company'), held through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM") on **Friday, September 29, 2023, at 10:00 A.M. (IST)**, based on the reports generated from the e-voting system provided by KFin Technologies Limited, the authorized agency to provide e-voting facilities, engaged by the Company for the said purpose.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules made thereunder and the various circulars issued by the Ministry of Corporate Affairs, Government of India relating to remote e-voting and voting by members at the Annual General Meeting (AGM). My responsibility as the scrutinizer is restricted to make a scrutinizer report of the votes cast in favour/against/ Invalid/Abstain on the resolution contained in the Notice of 16<sup>th</sup> Annual General Meeting dated September 5, 2023 based on the reports generated from the e-voting system provided by the KFin Technologies Limited, the authorized agency to provide e-voting facilities, engaged by the Company for the purpose. I submit my report as under:

1. Pursuant to the General Circulars no. 10/2022 and 11/2022, other circulars issued by the Ministry of Corporate Affairs (MCA) and Circular no. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 issued by the Securities Exchange Board of India (SEBI) (hereinafter collectively referred to as "the Circulars") the notice dated September 5, 2023 as confirmed by the Company was sent to the Members in respect of resolutions provided in Annexure- I,

through electronic mode to those, whose e-mail addresses are registered with the Company/ Depositories.

- 2. As per the provisions of Section 108 of the Companies Act, 2013 ('the Act') read with the Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, in terms of SEBI circular no. SEBI/HO/CFD/CMD/ CIR/P/2020/242 dated December 9, 2020, and also in accordance with the Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided the facility of e-voting to the Members to cast their votes electronically on all the resolutions proposed in the Notice of the 16<sup>th</sup> AGM.
- 3. The Company had appointed KFin Technologies Limited as Service Provider, who provided the facilities for conducting the remote e-voting, for participation by the Members in the AGM through VC/OAVM and e-voting during the said AGM.
- 4. The Company has on September 6, 2023 sent Notice of 16th Annual General Meeting dated September 5, 2023 through electronic mode to the Members whose e-mail IDs were registered with the Company, Registrar & Share Transfer Agents (RTA), Central Depository Services (India) Limited ("CDSL")/ National Securities Depository Limited (NSDL) as on Friday, September 1, 2023 ('**Cut-off date'**).
- The Company has duly published the required advertisement in Financial Express English (Ahmedabad, Bangalore, Chandigarh, Chennai, Hyderabad, Kochi, Kolkata, Lucknow, Mumbai, Delhi, Pune editions) and Himachal Times – Hindi (in the Shimla (cover Parwanoo) edition dated Thursday, September 7, 2023
- 6. The Members of the Company as on the 'cut-off' date i.e. Friday, September 22, 2023 were entitled to vote on the resolutions as set-out in Item Nos. 1 to 5 of the Notice convening the 16<sup>th</sup> AGM of the Company.
- 7. The Remote e-voting period commenced from Tuesday, September 26, 2023 at 9.00 a.m. IST and ended on Thursday, September 28, 2023 at 5.00 p.m. IST.
- 8. The Company had also provided e-voting facility to the Members, who had participated in the AGM through VC/ OAVM and who had not casted their votes on remote e-voting.
- 9. On completion of e-voting during the AGM, I unblocked the results of the remote e-voting and e-voting by the Shareholders at the AGM, in the presence of two witnesses who are not in the employment of the Company, on the KFin Technologies Limited (KFINTECH) e-voting system/ platform (i.e. https://evoting.kfintech.com/) and after unblocking the results, counted the votes.
- 10. My responsibility as a Scrutinizer is to ensure that the voting process is conducted in a fair and transparent manner and submit a Consolidated Scrutinizer's Report on the votes cast 'in favour' or 'against' the resolutions, based on the reports generated from the electronic voting system provided by the KFin Technologies Limited (KFINTECH). The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting and e-voting during the AGM.

11. I, hereby submit my Consolidated Report as <u>Annexure I</u> on the results of the remote evoting and e-voting during the AGM in respect of each of the resolutions as set out in the Notice of the AGM dated September 5, 2023 convening the AGM.

Thanking You, Yours Faithfully

#### For M/s Jaspreet Dhawan & Associates Company Secretaries

Counter signed by

JASPREET SINGH	
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Jaspreet Singh Dhawan FCS: 9372 CP No: 8545 Peer Review No: 1335 /2021 UDIN: F009372E001143164 Date: 30/09/2023 Place: Mohali

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Anil Kumar Company Secretary ETHOS LIMITED

M. No. - F8023 Date: 30/09/2023 Place: Chandigarh

We, the undersigned witnessed that the votes casted through remote e-voting and e-voting during the Annual General Meeting of the Company, were unblocked from the portal of KFin Technologies Limited, the service providers of the Company in our presence.

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## **ITEM NO. 1 - AS AN ORDINARY RESOLUTION:-**

To consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2023 together with the Report of the Board of Directors and the Statutory Auditors thereon: -

Mode of Voting	Votes in favour of the resolution			Votes against the resolution			Invalid vot	es
	No. of Membe rs who voted	No. of shares for which votes cast	%	No. of Members who voted	No. of shares for which votes cast	%	No. of Members who voted	No. of shares for which votes cast
Remote e-voting	119	1,88,33,944	99.9806	2	35	0.0002		
e-voting during AGM	3	3,610	0.0192	0	0	0	N	IL
Total	122	1,88,37,554	99.9998	2	35	0.0002		

Since combined number of votes cast in favour of the resolution is more than number of votes cast against the resolution, the said ordinary resolution may be declared passed.

## ITEM NO. 2 - AS AN ORDINARY RESOLUTION:-

To appoint Mr. Chitranjan Agarwal (DIN - 00095715), who retires by rotation in terms of provisions of section 152 of the Companies Act, 2013 or other applicable provisions, if any, and being eligible, offers himself for re-appointment:-

Mode of Voting	Votes in favour of the resolution			Votes against the resolution			Invalid vot	es
	No. of Membe rs who voted	No. of shares for which votes cast	%	No. of Members who voted	No. of shares for which votes cast	%	No. of Members who voted	No. of shares for which votes cast
Remote e-voting	115	1,86,71,207	99.1168	5	1,62,770	0.8640		
e-voting during AGM	3	3,610	0.0192	0	0	0	NIL	
Total	118	1,86,74,817	99.1360	5	1,62,770	.0.8640		

Since combined number of votes cast in favour of the resolution is more than number of votes cast against the resolution, the said ordinary resolution may be declared passed.

# ITEM NO. 3 - AS A SPECIAL RESOLUTION:-

To consider and re-appoint Mr. Dilpreet Singh (DIN - 03042448) as an Independent Director:-

Mode of Voting	Votes in favour of the resolution			Votes against the resolution			Invalid vot	tes
	No. of Membe rs who voted	No. of shares for which votes cast	%	No. of Members who voted	No. of shares for which votes cast	%	No. of Members who voted	No. of shares for which votes cast
Remote e-voting	117	1,86,72,952	99.1260	4	1,61,027	0.8548		<u> </u>
e-voting during AGM	3	3,610	0.0192	0	0	0	NIL	
Total	120	1,86,76,562	99.1452	4	1,61,027	0.8548		

Since combined number of votes cast in favour of the resolution is more than three times the number of votes cast against the resolution, the said special resolution may be declared passed.

## ITEM NO. 4 - AS AN ORDINARY RESOLUTION:-

To accept/renew unsecured deposits from shareholders under section 73(2) of the Companies Act, 2013:-

Mode of Voting	Votes in favour of the resolution			Votes against the resolution			Invalid vot	æs
	No. of Membe rs who voted	No. of shares for which votes cast	%	No. of Members who voted	No. of shares for which votes cast	%	No. of Members who voted	No. of shares for which votes cast
Remote e-voting	110	1,78,56,620	94.7925	11	9,77,359	5.1883		
e-voting during AGM	2	3,595	0.0191	1	15	0.0001	N	IL
Total	112	1,78,60,215	94.8116	12	9,77,374	5.1884		

Since combined number of votes cast in favour of the resolution is more than number of votes cast against the resolution, the said ordinary resolution may be declared passed.

#### **ITEM NO. 5 - AS A SPECIAL RESOLUTION:-**

Mode of Voting	Votes in favour of the resolution			Votes against the resolution			Invalid vot	es
	No. of Membe rs who voted	No. of shares for which votes cast	%	No. of Members who voted	No. of shares for which votes cast	%	No. of Members who voted	No. of shares for which votes cast
Remote e-voting	115	1,86,67,623	99.0977	6	1,66,356	0.8831		
e-voting during AGM	2	3,595	0.0191	1	15	0.0001	N	IL
Total	117	1,86,71,218	99.1168	7	1,66,371	0.8832		

To issue securities for an aggregate consideration not exceeding Rs. 250 crores:-

Since combined number of votes cast in favour of the resolution is more than three times the number of votes cast against the resolution, the said special resolution may be declared passed.

Thanking You, Yours Faithfully

For M/s Jaspreet Dhawan & Associates Company Secretaries

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Jaspreet Singh Dhawan FCS: 9372 CP No: 8545 Peer Review No: 1335 /2021 UDIN: F009372E001143164 Date: 30/09/2023 Place: Mohali Counter signed by

Anil Kumar Digitally signed by Anil Kumar Date: 2023.09.30 17:43:09 +05'30'

Anil Kumar Company Secretary ETHOS LIMITED

M. No. - F8023 Date: 30/09/2023 Place: Chandigarh

We, the undersigned witnessed that the votes casted through remote e-voting and e-voting during the Annual General Meeting of the Company, were unblocked from the portal of KFin Technologies Limited, the service providers of the Company in our presence.

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Witness No. 1

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Witness No. 2