



Esha Media Research Ltd.

CIN : L72400MH1984PLC322857

E| info@eshamedia.com

T | 022 40966666

January 14, 2025

To

**BSE Limited**

Department of Corporate Services/

Corporate Relation Department

Phiroze Jeejeebhoy Towers, Dalal Street,

Mumbai – 400001.

**REF: BSE: SCRIP CODE: 531259**

Dear Sir/Madam,

**Subject: Result of the Postal Ballot by Remote E-voting Process and Scrutinizer's Report.**

Pursuant to Notice of Postal Ballot Notice dated December 10, 2024, we are attaching herewith Scrutinizer's Report and Voting Results of Postal Ballot conducted through Remote E-voting for the Company for the following resolution:

1. To approve appointment of M/s. NA Shah Associates LLP as a Statutory Auditors of the Company.

The Voting period commenced on Friday, 13 December, 2024, 9.00 a.m. (IST) and concluded on Saturday, 11 January, 2025, 5.00 p.m. (IST). The Scrutinizer has submitted the report on the results of the Postal Ballot on Tuesday, 14 January, 2025. Based on the Report, we hereby inform that the members of the Company have duly passed the above mentioned Resolution with requisite majority.

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and MCA Circulars, please find enclosed herewith voting results and Scrutinizer's Report for your record.

Based on the voting results, the resolutions have been declared to be passed with majority / with requisite majority.

The Voting Results and the Scrutinizer's Report shall be viewed on the Company's Website at [www.eshamedia.com](http://www.eshamedia.com).

Thanking you,

Yours faithfully,

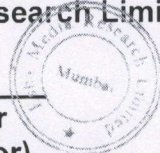
For **Esha Media Research Limited,**

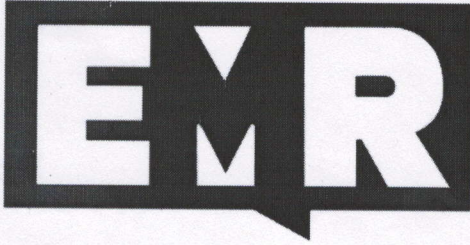
*Shilpa Pawar*

**Shilpa Vinod Pawar**

**(Whole-time director)**

**DIN: 01196385**





Esha Media Research Ltd.

CIN : L72400MH1984PLC322857

E| info@eshamedia.com

T | 022 40966666

**ESHA MEDIA RESEARCH LIMITED**

DETAILS OF THE VOTING RESULTS BY POSTAL BALLOT PROCESS PURSUANT TO REGULATION 44(3) OF LISTING REGULATIONS		
Sr. No	Particulars	Details
1	Date of the Notice of Postal Ballot	December 10, 2024
2	Total Number of Shareholders as on the Record Date/cut-off date	1485
3	Mode of Voting	Remote E-voting

**Resolution 1:** To approve appointment of M/s. NA Shah Associates LLP as a Statutory Auditors of the Company.

Resolution required :(Ordinary / Special) Ordinary

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 in 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 & Promoter Group	E-Voting	2212399	998009	45.1098	998009	0	100	0
	Poll	2212399	0	0	0	0	0	0
	Postal Ballot	2212399	0	0	0	0	0	0
Public - Institutions	E-Voting	1000	0	0	0	0	0	0
	Poll	1000	0	0	0	0	0	0
	Postal Ballot	1000	0	0	0	0	0	0
Public-Non Institutions	E-Voting	5593531	1825762	32.6406	1825718	44	99.9975	0.0024
	Poll	5593531	0	0	0	0	0	0
	Postal Ballot	5593531	0	0	0	0	0	0
Total		7806930	2823771	36.1701	2823727	44	99.9984	0.0016

The Ordinary Resolution are passed with majority / with requisite majority.

Thanking you,

For Esha Media Research Limited,

*Shilpa Pawar*

Shilpa Vinod Pawar

(Whole-time director) DIN: 01196385

Reg Office : T 14-16, A Wing, 2nd Floor, Satyam Shopping Centre, Ghatkopar (E) , Mumbai ,  
India - 400077

SHWETA GOKARN & CO.  
COMPANY SECRETARIES

1405, 14<sup>th</sup> Floor, Haware Infotech Park, Opp. Inorbit Mall, Sector 30A, Vashi, Navi Mumbai 400 705  
shweta@shwetagokarn.com | Tel:- +9122 4964 2406 | www.shwetagokarn.com | Peer Review Reg. 1693/2022

**SCRUTINIZER'S REPORT**

To,  
**The Chairman,**  
**Esha Media Research Limited,**  
**CIN: L72400MH1984PLC322857**  
T13, 14, 15 & 16, A Wing, 2<sup>nd</sup> Floor,  
Satyam Shopping Centre, MG Road, Ghatkopar East,  
Mumbai - 400077

I, Shweta Gokarn, Proprietor of Shweta Gokarn & Co, Company Secretaries, was appointed as the Scrutinizer on December 09, 2024, for the remote e-voting on the Postal Ballot of **Esha Media Research Limited** (hereinafter referred to as 'the Company') conducted for seeking consent of its Members for the Resolution as contained in the Notice of Postal Ballot dated December 10, 2024 ('Postal Ballot Notice').

In terms of Sections 110 and 108 of the Companies Act, 2013, and other applicable provisions, if any, of the Companies Act, 2013 ('Act') read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 and in accordance with the relevant circulars issued by the Ministry of Corporate Affairs ('MCA') from time to time, in relation to inter-alia 'Clarification on passing of Ordinary and Special Resolution by Companies under the Act, read with Rules made thereunder, Members approval was sought for the Ordinary Resolution as contained in the Postal Ballot Notice, through remote e-voting only.

As informed to me by the Company, the Ordinary Resolution being passed by the Postal Ballot was originally proposed to be passed at the 41<sup>st</sup> Annual General Meeting ('AGM') of the Company held on September 30, 2024. The said Resolution was proposed in the AGM Notice dated September 06, 2024, which formed part of the Integrated Annual Report for the Financial Year 2023-24, circulated amongst the Members and submitted to Bombay Stock Exchange on September 07, 2024. However, voting for the said Resolution was not enabled, due to an inadvertent error and hence, the approval of the Shareholders is now being sought through Postal Ballot.

The Management of the Company is responsible to ensure the compliance with the provisions of the Companies Act, 2013, Rules prescribed thereunder, read with the MCA and SEBI Circulars, SS-2 and regulations contained in the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI LODR') relating to voting through electronic means on the Resolution contained in the Postal Ballot Notice.

My responsibility as a Scrutinizer was restricted to ensure that the voting process is conducted in a fair and transparent manner and submit my Report on the voting on the resolution based on the reports generated on the electronic voting system.

I hereby submit my Report as under:

**Notice of the Postal Ballot:**

1. The Company has informed that, on the basis of the Register of Members and the List of Beneficial Owners made available by the Depositories viz., National Securities Depository Limited ('NSDL') and Central Depository Services (India) Limited ('CDSL'), as on Friday, December 06, 2024 ('the cut-off date'), the Company had completed the dispatch of Postal Ballot Notice on December 10, 2024 through e-mail to 1,485 Members who had registered their email-ids with the Company / Depositories / Depository Participants / Registrar and Share Transfer Agent.
2. The Company hosted the Postal Ballot Notice on its website and the website of KFin Technologies Limited (remote e-voting Agency) and also intimated the same to the Stock Exchange viz. BSE Limited on December 11, 2024.

**Issuance of Postal Ballot Notice to the Members:**

1. Pursuant to Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 and the relevant MCA Circulars, an advertisement regarding the Postal Ballot was published on December 11, 2024 in Active Times (English Newspaper) and Mumbai Lakshadeep (Marathi Newspaper), in English and Marathi, respectively.
2. As informed by the Company, the Postal Ballot Notice dated December 10, 2024, was sent to the Members whose email addresses were registered with KFin Technologies Limited ('KFin'), the Registrar and Share Transfer Agent ('RTA') of the Company and the depositories i.e. National Securities Depository Limited / Central Depository Services (India) Limited on December 10, 2024 by email to 1,485 number of Members.

**Voting process:**

- a. The Members of the Company holding shares as on the 'cut-off' date i.e. December 06, 2024, were entitled to vote on the proposed resolution as set out in the item No. 1 in the Postal Ballot Notice dated December 10, 2024.
- b. The Company had appointed KFin Technologies Limited ('KFin') as the Agency for providing platform for remote e-voting as well as voting on the resolution as mentioned in the Postal Ballot Notice.
- c. The remote e-voting period commenced from Friday, December 13, 2024, at 09:00 A.M. (IST) and ended on Saturday, January 11, 2025 at 05:00 P.M. (IST) for all the Shareholders holding shares in physical form or Demat form.
- d. No physical copy of the Postal Ballot Notice along with Postal Ballot forms and pre-paid business envelope has been sent pursuant to the MCA Circulars. Therefore, the entire voting process by members i.e., communication of the assent / dissent, has taken place entirely through the remote e-voting.

**Counting process and results:**

- a. The remote e-voting was unblocked on Saturday, January 11, 2025, after 5:00 P.M. (IST) in the presence of two witnesses who are not in employment of the Company.
- b. The details containing, inter alia, list of equity shareholders, who voted "For" or "Against" the resolution put to vote, were generated from the remote e-voting website of KFin Technologies Limited i.e., <https://emeetings.kfintech.com/>.
- c. I have annexed with this report, the analysis of the results of the Ordinary Resolution as contained in the Postal Ballot Notice.

Place : Navi Mumbai  
Date : January 14, 2025

For Shweta Gokarn & Co.,  
Company Secretaries  
Peer Review Registration: 1693/2022



Ms. Shweta Gokarn  
ACS No.: 30393  
C.P. No.: 11001  
UDIN: A030393F003676651

RESOLUTION / AGENDA WISE DETAILS OF VOTING

ITEM NO. 1

Ordinary Resolution

To approve appointment of M/s. NA Shah Associates LLP as a Statutory Auditors of the Company

Particulars	Number of valid Voters	Number of valid Votes	Percentage (%) of total valid votes cast
Assent	23	28,23,727	99.99%
Dissent	5	44	0.01%
Abstain	1	10	0
<b>Total</b>	<b>29</b>	<b>28,23,781</b>	<b>100%</b>

Based on the above, the Resolution has been passed with requisite majority.

Note:

1. The figures in percentage have been rounded-off to 2 decimal points
2. Votes cast in favour or against have been considered on the basis of number of Shares held as on the date reckoned for the purpose of voting.

The electronic data and records relating to remote e-voting currently in my safe custody will be handed over to Mr. Ashish Kumar Purohit, Company Secretary & Compliance Officer of the Company, for safe keeping.

Thanking you,

Yours sincerely,

Place : Navi Mumbai  
Date : January 14, 2025

For Shweta Gokarn & Co.,  
Company Secretaries  
Peer Review Registration: 1693/2022



Ms. Shweta Gokarn  
ACS No.: 30393  
C.P. No.: 11001  
UDIN: A030393F003676651

Witness

Ms. Tanya Vaz

Ms. Sonali Jadhav

Countersigned by

Ms. Shilpa Vinod Pawar  
Whole Time Director  
DIN: 01196385

