



Date: 1<sup>st</sup> October, 2018

To,

Listing Compliance Dept.,  
BSE Limited,  
P.J.Tower,  
Fort,  
Mumbai - 400 001.

COMPANY CODE : 504351  
SCRIP ID : EMPOWER

Sub: - Submission of Voting result under Regulations 44 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

Dear Sir/Madam,

Pursuant to Regulations 44 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, enclosed herewith the voting result (including electronic voting) along with Scrutinizer's Report for the resolutions as set out under Notice of Annual General Meeting dated 6<sup>th</sup> September, 2018.

Further, details as required pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI circular No. CIR/CFD/CMD/4/2015 dated 9th September, 2015 is annexed as **Annexure I**.

Kindly take above on your record.

Thanking You,

For Empower India Limited

Rajgopal Iyengar  
Chairman  
DIN: 00016496



Encl: As above

Empower India Limited

CIN: L51900MH1981PLC028931

Regd Office: 23 /25A, 11th Floor, 327, Nawab Building, D.N.Road, Fort, Mumbai - 400 001

Phone: 022-22045055, 22045044, Mobile/Helpdesk No.: 9702003130

Email: info@empowerindia.in, Website: www.empowerindia.in

Annexure- I

The details required under pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI circular No. CIR/CFD/CMD/4/2015 dated 9th September, 2015 are provided hereunder:

1) Appointment of **M/s Mukesh M Choksi & Co.** as the Statutory Auditor of the Company.

Sr. No	Particulars	Details
1	Reason for Change	Appointment
2	Date of Appointment	29th September, 2018
3	Terms of Appointment	To conduct Audit and hold office for financial year 2018-19 to financial year 2022-23
4	Brief Profile	M/s. Mukesh M Choksi & Co., a firm of Chartered Accountants offers services to clients a broad range of tax, accounting, audit, consulting, financial advisory, corporate advisory.

2) Regularization of Appointment of **Mr. Pankaj Mishra (07999390)** as Non- Executive Director of the Company.

Sr. No	Particulars	Details
1	Reason for Change	Appointment
2	Date of Appointment	29 <sup>th</sup> September, 2018
3	Terms of Appointment	Appointed as director liable to retire by rotation.
4	Brief Profile	He has over 17 years of experience in business operations, general administration, and facilities management budgeting and expense management.
5	Relationship between directors	None
6	Whether director is debarred from Holding the office of the Director by virtue of SEBI order	No



**Empower India Limited**

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Email: info@empowerindia.in; Website: www.empowerindia.in

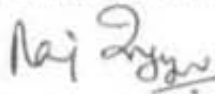
3)Regularization of Appointment of Mr. GauravSantoshVaid (DIN: 02618914) as Non-Executive Independent Director of the Company

Sr. No	Particulars	Details
1	Reason for Change	Appointment
2	Date of Appointment	29 <sup>th</sup> May, 2018
3	Terms of Appointment	Five year
4	Brief Profile	Mr. Vaid graduated with Commerce Degree from the Mumbai University in 1996; He has vast experience in the field of operation and Management.
5	Relationship between directors	None
6	Whether director is debarred from Holding the office of the Director by virtue of SEBI order	No

You are requested to take note of the same.

Thanking you,

For Empower India Limited



Rajgopalan Iyengar  
Chairman  
DIN: 00016496



**Empower India Limited**

CIN: L51900MH1981PLC023931

Regd Office: 25 /25A, 1<sup>st</sup> Floor, 327, Nawab Building, D.N.Road, Fort, Mumbai – 400 001

Phone: 022- 22045055, 22045044, Mobile/Helpdesk No.: 9702003139

Email: info@empowerindia.in; Website: www.empowerindia.in

<b>General information about company</b>	
Scrip code	504351
NSE Symbol	
MSEI Symbol	
ISIN	INE507F01023
Name of the company	EMPOWER INDIA LIMITED
Type of meeting	AGM
Date of the meeting / Date of declaration of results (in case of Postal Ballot)	29-09-2018
Start time of the meeting	09:30 AM
End time of the meeting	10:45 AM

<b>Scrutinizer Details</b>	
Name of the Scrutinizer	Mayank Arora
Firms Name	M/S. Mayank Arora & Co.
Qualification	CS
Membership Number	33328
Date of Board Meeting in which appointed	06-09-2018
Date of Issuance of Report to the company	01-10-2018

<b>Voting results</b>	
Record date	31-08-2018
Total number of shareholders on record date	8954
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	34
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	0
b) Public	0
No. of resolution passed in the meeting	5
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			To consider and adopt: a) The Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2018, together with the Report of the Board of Directors and the Auditors thereon; and; b) The Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2018, together with the Report of the Auditors thereon.					
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	174781787	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		174781787	0	0	0	0	0
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Non Institutions	E-Voting	989016773	516283	0.0522	516283	0	100	0
	Poll		210786091	21.3127	210786091	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		989016773	211302374	21.3649	211302374	0	100
Total		1163798560	211302374	18.1563	211302374	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

<b>Details of Invalid Votes</b>	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint a Director in place of Mr. Rajgopalan lyengar (DIN: 00016496), who retires by rotation and being eligible, offers himself 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	174781787	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		174781787	0	0	0	0	0
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	989016773	516283	0.0522	516183	100	99.9806	0.0194
	Poll		210786091	21.3127	210786091	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		989016773	211302374	21.3649	211302274	100	100
Total		1163798560	211302374	18.1563	211302274	100	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

<b>Details of Invalid Votes</b>	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of M/s. Mukesh M Choksi & Co. as a Statutory Auditor 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	174781787	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		174781787	0	0	0	0	0
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	989016773	516283	0.0522	516283	0	100	0
	Poll		210786091	21.3127	210786091	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		989016773	211302374	21.3649	211302374	0	100
Total		1163798560	211302374	18.1563	211302374	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

<b>Details of Invalid Votes</b>	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Regularization of Appointment of Mr. Pankaj Mishra (07999390) as non-Executive 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	174781787	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		174781787	0	0	0	0	0
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	989016773	516283	0.0522	516183	100	99.9806	0.0194
	Poll		210786091	21.3127	210786091	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		989016773	211302374	21.3649	211302274	100	100
Total		1163798560	211302374	18.1563	211302274	100	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

<b>Details of Invalid Votes</b>	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(5)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Regularization of Appointment of Mr. Gaurav Santosh Vaid (DIN: 02618914) as Non- Executive 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	174781787	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		174781787	0	0	0	0	0
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	989016773	516283	0.0522	516183	100	99.9806	0.0194
	Poll		210786091	21.3127	210786091	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		989016773	211302374	21.3649	211302274	100	100
Total		1163798560	211302374	18.1563	211302274	100	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

<b>Details of Invalid Votes</b>	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	





## FORM NO. MGT-13

### SCRUTINIZER'S CONSOLIDATED REPORT

[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies  
(Management and Administration) Rules, 2014]

To,

The Chairman/Company Secretary

36<sup>th</sup> Annual General Meeting of the Equity Shareholders of  
Empower India Limited,

held on Saturday, 29<sup>th</sup> day of September, 2018 at 9.30 A. M. at Kshatriya Sabhagruh, opp.  
Portuguese Church, Charni Road Mumbai- 400004,

Dear Sir,

I, Mayank Arora, Practicing Company Secretary, proprietor of M/s. Mayank Arora & Co., Company Secretaries appointed as Scrutinizer by the Board of Directors for the purpose of Scrutinizing the remote e-voting and Physical Voting by Ballot papers in a fair and transparent manner at the 36<sup>th</sup> Annual General Meeting of M/s. Empower India Limited (herein referred as "the Company"), held on Saturday, 29<sup>th</sup> day of September, 2018 at 9.30 A. M. at Kshatriya Sabhagruh, Opp. Portuguese Church, Charni Road , Mumbai - 400004, pursuant to section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014 and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to remote e-voting and voting through physical ballot process on the resolution contained in the Notice of the 36<sup>th</sup> Annual General Meeting dated September 06, 2018. My responsibility as a Scrutinizer for remote e-voting and voting through physical ballots is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions, based on the reports generated from the remote e-voting system of Central Depository Services (India) Limited and of voting through physical ballots casted by the Members present at the 36<sup>th</sup> Annual General Meeting of the Company.



**I submit my report as under:**

1. The Company had appointed Central Depository Services (India) Limited (CDSL) as the service provider, for extending the facility for the remote e-voting to the Members of the Company from Wednesday, 26<sup>th</sup> September, 2018 at 9:00 A.M. and closed on Friday, 28<sup>th</sup> September, 2018 at 5:00 P.M.
2. The voting rights were reckoned as on 22<sup>nd</sup> September, 2018, being cut-off date for the purpose of deciding the entitlements of Members at the remote e-voting and voting at the Meeting.
3. The Company facilitated the Members present in the 36<sup>th</sup> Annual General Meeting who could not participate in the remote e-voting to cast their votes through poll process. After the time fixed for the poll by the Chairman, ballot box kept for polling was locked in my presence with due identification marks placed by me.
4. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
5. The votes were unblocked on 29<sup>th</sup> September, 2018 (after the conclusion of the meeting) in the presence of 2 witnesses, namely Mr. Nikesh Shah and Ms. Kajal Khetani. Both of them are not in the employment of the Company.

*Nikesh*

Mr. Nikesh Shah

*Khetani*

Ms. Kajal Khetani

6. No poll paper was found invalid.
7. The Results of the voting are as under:



**ORDINARY BUSINESS:**

**RESOLUTION NO. 1: (AS AN ORDINARY RESOLUTION)**

To consider and adopt:

- a) The Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2018, together with the Report of the Board of Directors and the Auditors thereon;  
and;
- b) The Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2018, together with the Report of the Auditors thereon.

(I) Voted in favour of the resolution:

	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	10	516283	0.24
Voting by poll	34	210786091	99.76
Total	44	211302374	100

(II) Voted against the resolution:

	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	0	0	0
Voting by poll	0	0	0
Total	0	0	0

(III) Invalid Votes:

	Total number of members (in person or in proxy) whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0
Voting by poll	0	0
Total	0	0

Result: Resolution passed with requisite majority.



**RESOLUTION NO. 2: (AS AN ORDINARY RESOLUTION)**

To appoint a Director in place of Mr. Rajgopalan Iyengar (DIN: 00016496), who retires by rotation and being eligible, offers himself for re-appointment

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

	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	09	516183	0.24
Voting by poll	34	210786091	99.76
Total	43	211302274	100

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

	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	01	100	0
Voting by poll	0	0	0
Total	0	0	0

**(III) Invalid Votes:**

	Total number of members (in person or in proxy) whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0
Voting by poll	0	0
Total	0	0

**Result:** Resolution passed with requisite majority



**RESOLUTION NO. 3: (AS AN ORDINARY RESOLUTION)**

**Appointment of M/s. Mukesh M Choksi & Co. as a Statutory Auditor of the Company**

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

	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	10	516283	0.24
Voting by poll	34	210786091	99.76
Total	44	211302374	100

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

	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	0	0	0
Voting by poll	0	0	0
Total	0	0	0

**(III) Invalid Votes:**

	Total number of members (in person or in proxy) whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0
Voting by poll	0	0
Total	0	0

**Result: Resolution passed with requisite majority**



**RESOLUTION NO. 4: (AS AN ORDINARY RESOLUTION)**

Regularization of Appointment of Mr. Pankaj Mishra (07999390) as non-Executive Director of the company.

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

	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	09	516183	0.24
Voting by poll	34	210786091	99.76
Total	43	211302274	100

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

	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	01	100	0
Voting by poll	0	0	0
Total	01	100	0

**(III) Invalid Votes:**

	Total number of members (in person or in proxy) whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0
Voting by poll	0	0
Total	0	0

**Result: Resolution passed with requisite majority**



**SPECIAL BUSINESS:**

**RESOLUTION NO. 5: (AS AN ORDINARY RESOLUTION)**

Regularization of Appointment of Mr. Gaurav Santosh Vaid (DIN: 02618914) as Non-Executive Independent Director of the company

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

	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	09	516183	0.24
Voting by poll	34	210786091	99.76
Total	43	211302274	100

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

	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	01	100	0
Voting by poll	0	0	0
Total	01	100	0

**(III) Invalid Votes:**

	Total number of members (in person or in proxy) whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0
Voting by poll	0	0
Total	0	0

Result: Resolution passed with requisite majority

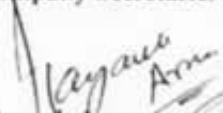




8. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
9. The poll papers and other relevant records were sealed and handed over to the Company Secretary authorized by the Board for safe keeping.
10. The consolidated result of the votes cast (by Remote E-Voting and by poll) is provided as **Annexure 1** to this report.

Thanking You,  
Yours Faithfully,

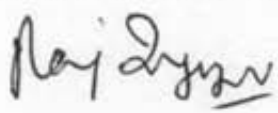
For Mayank Arora & Co.,  
Company Secretaries

  
Mayank Arora  
Proprietor

Place: Mumbai  
Date: 01/10/2018



For Empower India Limited

  
Rajgopalan Iyengar  
Chairman

**Annexure - 1**

**Consolidated result of voting (by remote e-voting and Poll) for resolution numbers 1 to 5 of the Notice of the 36<sup>th</sup> Annual General Meeting of "EMPOWER INDIA LIMITED" held on, September 29, 2018 at 9:30 A.M.:-**

Resolution No.	Total Valid Votes Cast			Voted in favour of resolution				Voted against the resolution			
	Remote E-voting	Poll	Total	Remote E-voting	Poll	Total	%	Remote E-voting	Poll	Total	%
1	516283	210786091	211302374	516283	210786091	211302374	100	0	0	0	0
2	516283	210786091	211302374	516183	210786091	211302274	100	100	0	0	0
3	516283	210786091	211302374	516283	210786091	211302374	100	0	0	0	0
4	516283	210786091	211302374	516183	210786091	211302274	100	100	0	0	0
5	516283	210786091	211302374	516183	210786091	211302274	100	100	0	0	0

**Result: All Resolutions passed with requisite majority.**

