

**Date: April 21, 2023**

To,  
**BSE Ltd**  
Department of Corporate Affairs  
Phiroze Jeejeebhoy Tower  
Dalal Street,  
Mumbai - 400001

**Script Code: 531502**

**Name of the Company: Esaar (India) Limited**

**Subject: Voting Results of Extra Ordinary General Meeting of the Company held on Thursday, April 20, 2023, pursuant to Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

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Dear Sir/Madam,

Pursuant to the provisions of Regulation 44 (3) of the SEBI (Listing Obligation and Disclosures Requirements) Regulations, 2015, we submit herewith details regarding the voting results of the business transacted at the Extra- Ordinary General Meeting of the Company held on Thursday, April 20, 2023, in the prescribed format.

We have also enclosed the Scrutinizer's Report received from M/s. HD and Associates, Practicing Company Secretaries on e-voting at the Extra- Ordinary General Meeting.

Kindly take the same on your record.

Thanking You,

Yours Faithfully,  
For and on behalf of **Esaar (India) Limited**

SHRUTI  
RAHUL JOSHI

Digitally signed by  
SHRUTI RAHUL JOSHI  
Date: 2023.04.21  
16:47:39 +05'30'

**Shruti Rahul Joshi**  
**Director**  
**DIN: 09388260**

**Encl: a/a**

## ESSAR (INDIA) LIMITED

Voting results	
Record date	13-04-2023
Total number of shareholders on record date	7902
<b>No. of shareholders present in the meeting either in person or through proxy</b>	
a) Promoters and Promoter group	0
b) Public	34
<b>No. of shareholders attended the meeting through video conferencing</b>	
a) Promoters and Promoter group	0
b) Public	0
<b>No. of resolution passed in the meeting</b>	<b>2</b>



Esaar (India) Ltd.								
Resolution Required : (Ordinary)			1. Regulatisation of Additional Director, Mr. Bipin Dinesh Varma (Din:05353685) by appointing him as Executive 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	6,34,688	6,34,688	100.0000	6,34,688	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>6,34,688</b>	<b>100.0000</b>	<b>6,34,688</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	1,98,07,812	36,96,273	18.6606	36,90,518	5755	99.8443	0.1556
	Poll		372	0.0019	372	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>36,96,645</b>	<b>18.6625</b>	<b>30,90,890</b>	<b>5755</b>	<b>99.8443</b>	<b>0.1557</b>
<b>Total</b>		<b>2,04,42,500</b>	<b>43,31,333</b>	<b>21.1878</b>	<b>43,25,578</b>	<b>5755</b>	<b>99.8671</b>	<b>0.1329</b>

- Since there is no specific head for voting by Assent/Dissent mode through physical ballot form the same is disclosed under the head of Poll for all the resolutions.

*Handwritten signature/initials*



**Esaar (India) Ltd.**

**Resolution Required : (Ordinary)**

2. Regualtisation of Additional Director, Mr. Rajesh Kumar A. Pandey (Din:03560331) by appointing him as Non-Executive-Independent 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
Promoter and Promoter Group	E-Voting	6,34,688	6,34,688	100.0000	6,34,688	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		6,34,688	100.0000	6,34,688	0	100.0000	0.0000
Public Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	1,98,07,812	36,96,273	18.6606	36,90,518	5755	99.8443	0.1556
	Poll		372	0.0019	372	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		36,96,645	18.6625	30,90,890	5755	99.8443	0.1557
<b>Total</b>		<b>2,04,42,500</b>	<b>43,31,333</b>	<b>21.1878</b>	<b>43,25,578</b>	<b>5755</b>	<b>99.8671</b>	<b>0.1329</b>

• Since there is no specific head for voting by Assent/Dissent mode through physical ballot form the same is disclosed under the head of Poll for all the resolutions.

*(Signature)*





# HD AND ASSOCIATES COMPANY SECRETARIES

Address: Shop No. 7 BadamWadi, MarwadiChawl,  
Grant Road (East), Mumbai - 400 004.

Email : Hardik@hdandassociates.com ; Mob.: +91-9699610825

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Date: 20<sup>th</sup> April, 2023

To,

Chairman

Esaar (India) Ltd.

Shop No. 06, Prathamesh Avenue Datta Mandir Road,

Malad East Mumbai- 400097, Maharashtra, India.

**Sub: Scrutinizer Report on remote e-voting process under the provisions of Section 108 of the Companies Act, 2013 ("the 2013 Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 ("the Rules") as amended and e-voting for Extra-Ordinary General Meeting ('EOGM') of the Equity shareholders of the Company held on Thursday, 20<sup>th</sup> April, 2023 at 03.30 P.M.IST by Physical mode.**

Dear Sir,

I, Hardik Darji, Proprietor of M/s. HD And Associates, Practicing Company Secretaries, appointed as a Scrutinizer in the meeting of Board of Directors of the Company held on 25<sup>th</sup> March, 2023 for the purpose of scrutinizing the process of voting through electronic means ("e-voting") on the resolutions contained in the notice dated 25<sup>th</sup> March, 2023 ("Notice") calling Extra-Ordinary General Meeting of its Equity Shareholders ("the Meeting"/"EOGM"). The EOGM was convened on Thursday, 20<sup>th</sup> April, 2023 at 03:30 P.M. at Shop No.06, Prathamesh Avenue, Datta Mandir Road, Malad (East), Mumbai-400 097, Maharashtra, India. The said appointment as Scrutinizer is under the provision of Section 108 of the Companies Act, 2013 ("The Act") read with the relevant rules under the Companies (Management and Administration) Rules, 2014, as amended ("the Rules"). As Scrutinizer, I've to Scrutinize:



# HD AND ASSOCIATES

- Process of e-voting from a place other than the venue of the Meeting (“remote e-voting”) under the provisions of Section 108 of the Act read with Rule 20 of the Rules; and
- Process of e-voting at the Meeting (“Insta Poll”) under the provisions of Section 108 and 109 of the Act read with Rules 20 and 21 of the Rules.

pursuant to circular Nos. 14/2020, 17/2020, 20/2020, 02/2021 and 20/ 2021 dated 08th April, 2020, 13th April, 2020, 05th May, 2020, 13th January, 2021 and 08th December, 2021, 05th May, 2022 respectively, issued by Ministry of Corporate Affairs and circular no. SEBI/HO/CFD/ CMD1 /CIR/P /2020 /79 and SEBI/H0/CFD/CMDZ /CIR/P /2021/ 11 dated 12<sup>th</sup>May, 2020 and 15<sup>th</sup>January, 2021, respectively issued by the Securities and Exchange Board of India, wherein physical attendance of members were also considered and the facility to appoint proxy to attend and cast vote for the members was available at the EOGM.

## Report on Scrutiny:

- The Directors of **Esaar (India) Ltd.** has appointed NDSL as the Service Provider, for the purpose of extending the facility of e-voting to the Members of the Company.
- The Service Provider has provided a system for recording the votes of members electronically on all the items of the business (both Ordinary and Special Business) sought to be transacted in Extra-Ordinary General Meeting (“EOGM”) of **Esaar (India) Ltd.**, which was held on Thursday, 20<sup>th</sup>April, 2023.

The Service Provider had set up electronic voting facility on their website, <https://www.evotingindia.com>. The Company had uploaded all the items of the business to be transacted at the EOGM on the website of the Service Provider to facilitate their members to cast their vote through e-voting.

- The Notices sent through E-Mails contained the detailed procedure to be followed by the Members who were desirous of casting their votes electronically as provided in Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended.



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- The Cut-off date for the purposes of identifying the Members who will be entitled to vote on the resolutions placed for approval of the Members was Thursday, 13<sup>th</sup> April, 2023. The management of the company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and the rules relating E-voting on the resolutions contained in the notice of the Extra-Ordinary General Meeting, my responsibility as a scrutinizer's for the voting process is restricted to make a scrutinizer's report of the total votes cast, votes in favor and against including invalid votes (if any) on resolutions contained in the notice of EOGM based on the report generated from the e-voting system provided by National Securities Depository Limited (NDSL) received before and at the EOGM.
- I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the NDSL e-voting system.
- As prescribed in the aforesaid Rules, the Remote e-voting facility was kept open for three days i.e. from Monday, 17<sup>th</sup> April, 2023 at 9:00 AM IST to Wednesday, 19<sup>th</sup> April, 2023 at 5:00 PM IST.
- At the end of the Remote e-voting period on Wednesday, 19<sup>th</sup> April, 2023 at 5:00 PM IST, the voting portal of the Service Provider was blocked forthwith.



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## THE RESULTS OF THE REMOTE E-VOTING TOGETHER WITH THAT OF E-VOTING CONDUCTED AT EOGM ARE AS UNDER:

### RESOLUTION 01: ORDINARY RESOLUTION

Regulation of Additional Director, Mr. Bipin Dinesh Varma (Din:05353685) by appointing him as Executive Director of the Company

Particulars	Votes in favour of the resolution		Votes against the Resolution		Invalid Votes Nos. (V)
	Nos. (i)	As a % of the total number of valid votes (Favour and Against) [ii= $i/(i+iii)^* 100$ ]	Nos. (iii)	As a % of the total number of valid votes (Favour and Against) [iv= $iii/(i+iii)^* 100$ ]	
<b>Item No. 01</b> <b>Ordinary Resolution</b> Regulation of Additional Director, Mr. Bipin Dinesh Varma (Din:05353685) by appointing him as Executive Director of the Company	43,25,578	99.87%	5,755	0.13%	0

Note: Decimals upto 4 (four) digit have been considered in Percentage (%) column.

Thus, based on the results, the Ordinary Resolution as contained in Item No.01 is passed with the requisite majority.





# HD AND ASSOCIATES

## RESOLUTION 02: ORDINARY RESOLUTION

Regulation of Additional Director, Mr. Rajesh Kumar A. Pandey (Din:03560331) by appointing him as Non-Executive-Independent Director of the Company.

Particulars	Votes in favour of the resolution		Votes against the Resolution		Invalid Votes Nos. (V)
	Nos. (i)	As a % of the total number of valid votes (Favour and Against) [ii= $i/(i+iii)^* 100$ ]	Nos. (iii)	As a % of the total number of valid votes (Favour and Against) [iv= $iii/(i+iii)^* 100$ ]	
Item No. 02 Ordinary Resolution Regulation of Additional Director, Mr. Rajesh Kumar A. Pandey (Din:03560331) by appointing him as Non-Executive-Independent Director of the Company.	43,25,578	99.87%	5,755	0.13%	0

Note: Decimals upto 4 (four) digit have been considered in Percentage (%) column.

Thus, based on the results, the Ordinary Resolution as contained in Item No.02 is passed with the requisite majority.



All the Resolutions mentioned in the EOGM Notice stand passed under Remote e-voting with the requisite majority and deemed to be passed as on the date of the EOGM i.e 20<sup>th</sup> April, 2023.

The soft copy containing a summary of equity shareholders who voted "FOR" or "AGAINST" and those who "ABSTAINED" together with those whose votes were declared invalid (if any) for each resolution is being delivered to the Company Secretary separately.

I hereby confirm that the electronic voting data received from the Service Provider, in respect of the votes cast through e-voting by the Members of the Company and the relevant records relating to e- voting are under my safe custody and will be handed over to the Company Secretary for safe keeping upon signing of the Minutes of EOGM by the Chairman of Meeting.

All the aforesaid resolutions were passed with Special majority.

**Restriction on Use:**

This Report has been issued at the request of the Company for:

1. Submission to Stock Exchange i.e. Bombay Stock Exchange;
2. Placing on website of the Company;
3. Website of National Securities Depository Limited (NDSL).



# HD AND ASSOCIATES

This report is not to be used for any other purpose or to be distributed by the Company to any other parties. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to do any other party to whom it is shown or in to whose hands it may come without my prior consent in writing.

FOR HD AND ASSOCIATES  
COMPANY SECRETARIES



HARDIK DARJI

PRACTICING COMPANY SECRETARY

PROPRIETOR

ACS NO. 47700 C.P.NO.: 21073

FRN: S2018MH634200

PLACE: MUMBAI

DATE: 20<sup>TH</sup> APRIL, 2023

UDIN: A047700E000158008

PEER REVIEW NO: 2208/2022