

**October 3, 2023**

To,  
Bombay Stock Exchange Limited  
P. J. Towers, Dalal Street  
Mumbai 400 001

Script Code: 531502

Dear Sir/Madam,

**Sub: Proceedings of 71<sup>st</sup> Annual General Meeting held on September 30, 2023 through Video Conference (VC)/ Other Audio Visual Means (OAVM).**

Pursuant to the provisions of Regulation 30 read with Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the proceedings of the 71<sup>st</sup> Annual General Meeting of the members of the Company held on Saturday, September 30, 2023 at 12.00 Noon (IST) through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"), without the physical presence of the Members at a common venue.

You are requested to take note of the same.

Thanking You,

Yours faithfully,

**For Esaar (India) Limited**

**Palak Jain**  
**Company Secretary and Compliance Officer**

## SUMMARY OF PROCEEDINGS OF 71<sup>ST</sup> ANNUAL GENERAL MEETING

The 71<sup>st</sup> Annual General Meeting (“AGM” or “Meeting”) of the Members of the Esaar (India) Limited (“Company”) held on Saturday, September 30, 2023 commenced at 12.00 Noon (IST) through Video Conference (VC) / Other Audio Visual Means (OAVM), facility without the physical presence of the Members at a common venue and concluded at 12.04 p.m. (IST).

Ms. Shruti Rahul Joshi (Whole-time director and CFO), chaired the proceedings of the Meeting and welcomed the Members of the Company. With the requisite quorum being present, the Chairperson called the Meeting in order.

In aggregate, 65 Members of the Company attended the Meeting through VC/OAVM.

**The details of number of shareholders present in the meeting are as follows:**

Category	Promoter and Promoter Group/Director/KMP cum Member	Public	Total
<b>In Person</b>	NA	NA	NA
<b>Through Proxy / Authorised Representative</b>	NA	NA	NA
<b>Video Conference</b>	4	65	69
<b>Total</b>	4	65	69

Ms. Shruti Rahul Joshi, Chairperson, welcomed the Members present through VC / OAVM. She informed the Members the participation through video conferencing is being reckoned for the purpose of quorum as per the circulars issued by Ministry of Corporate Affairs in this behalf. As the requisite quorum for the meeting is present the meeting is in order.

Ms. Shruti Rahul Joshi, Whole Time Director and Chief Financial Officer, Mr. Bipin Varma Executive Director, Ms. Dipti Yelve, Independent Director and Chairperson of Audit Committee and Nomination and Remuneration Committee and Ms. Palak Jain, Company Secretary of the Company, Statutory Auditors, Secretarial Auditors and the Scrutinizer were present at the Meeting through VC / OAVM.

Ms. Shruti Rahul Joshi, Chairperson, introduced the Directors and Key Managerial personnel of the Company further she also addressed the members and gave an overview of the Company’ Performance and outlook.

With the permission of members, the Chairperson informed that the Notice of the 71<sup>st</sup> AGM was sent electronically to those Members whose email ids were registered with the Company / RTA or Depository Participants. Thereafter, the Notice convening the 71<sup>st</sup> AGM was taken as read.

Further, with the permission of members, the Chairperson took the Independent Auditors Report and annexure thereto for the financial year ended March 31, 2023 as read.

The document referred to in the Notice of the AGM and the explanatory statement thereto, was made available to the Members for inspection till the date of the Meeting.

The following business, as per the Notice convening the 71<sup>st</sup> AGM of the Company held on September 30, 2023, were considered at the AGM and the Chairperson apprised the Members about the same:

S. No	Particulars	Type of Resolution
<b>ORDINARY BUSINESS</b>		
1.	To receive consider, approve and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2023, together with the Director's Report and Auditor's Report.	<b>Ordinary Resolution</b>
2.	To appoint a Director in place of Mr. Mehul Hasmukh Shah, Non-Executive, Non Independent Director (DIN: 00338356), who retires from office by rotation and being eligible, offers himself for reappointment.	<b>Ordinary Resolution</b>
<b>SPECIAL BUSINESS</b>		
3.	Re-appointment of Mrs. Dipti Yelve as an Independent Director of the Company	<b>Special Resolution</b>
4.	Cancellation of resolution No. 03 passed by the Members of the Company at the 70 <sup>th</sup> Annual General Meeting for increasing the Authorised Share Capital of the Company	<b>Special Resolution</b>
5.	Cancellation of Resolution No. 06 passed by the Members of the Company at the 70 <sup>th</sup> Annual General Meeting for ratification of the Inter Corporate Deposit Agreement and Conversion of Inter Corporate Deposit into Equity Shares of the Company	<b>Special Resolution</b>

**Thereafter, speakers were allowed to speak however none appeared.**

The Chairperson informed the Members that the e-voting process during the AGM would continue after the conclusion of the AGM and those Members who were yet to cast their votes were requested to vote on the resolution set out in the Notice of the AGM and the Members who had already voted electronically through remote e-voting were not eligible to vote at the AGM.

The Chairperson informed the Members that M/s. NVB and Associates, Practicing Company Secretaries has been appointed as the Scrutinizer to scrutinize the e-voting and remote e-voting process in a fair and transparent manner. The results of the voting will be declared on concerned Stock Exchange and place the results on the website of the Company at the earliest. The Chairperson also informed that the results of voting will be declared on receipt of Scrutinizer's Report within two working days of conclusion of AGM.

Thereafter, Chairperson, offered vote of thanks to the members and declared the Meeting as concluded.

For **Esaar (India) Limited**

**Palak Jain**

**Company Secretary and Compliance Officer**

Voting Results	
Record Date	23.09.2023
Total Number of shareholders on Record Date	7804
No. of Shareholders present in the meeting either in person or through proxy	
a. Promoter and Promoter Group	NOT APPLICABLE
b. Public	NOT APPLICABLE
No. of Shareholder attended the meeting through video conferencing	
a. Promoter and Promoter Group	0
b. Public	65

### Resolution 01

Voting Results of the AGM pursuant to Reg. 44(3) of the Listing Regulations								
Resolution Required: (Ordinary Resolution)			TO RECEIVE CONSIDER, APPROVE AND ADOPT THE AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED MARCH 31, 2023, TOGETHER WITH THE DIRECTOR'S REPORT AND AUDITOR'S REPORT.					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Category	Mode of voting	No. of shares	No. of votes polled	% of votes polled	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes in 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%	6,34,688	0	100%	0
	Poll	0	0	0	0	0	0	0

	Postal Ballot	0	0	0	0	0	0	0
	<b>Total</b>	<b>6,34,688</b>	<b>6,34,688</b>	<b>100%</b>	<b>6,34,688</b>	<b>0</b>	<b>100%</b>	<b>0</b>
Public Institutions	E-voting	NA	NA	NA	NA	NA	NA	NA
	Poll	NA	NA	NA	NA	NA	NA	NA
	Postal Ballot	NA	NA	NA	NA	NA	NA	NA
	<b>Total</b>	NA	NA	NA	NA	NA	NA	NA
Public Non Institutions	E-voting	1,98,07,812	27,62,331	13.94%	27,56,331	6000	99.78%	0.28%
	Poll	0	0	0	0	0	0	0
	Postal Ballot	0	0	0	0	0	0	0
	<b>Total</b>	<b>1,98,07,812</b>	<b>27,62,331</b>	<b>13.94</b>	<b>27,56,331</b>	<b>6000</b>	<b>99.78%</b>	<b>0.28%</b>
<b>Total</b>		<b>2,04,42,500</b>	<b>33,97,019</b>	<b>16.61%</b>	<b>33,91,019</b>	<b>6000</b>	<b>99.82%</b>	<b>0.18%</b>

**Resolution 02**

Voting Results of the AGM pursuant to Reg. 44(3) of the Listing Regulations								
Resolution Required: (Ordinary Resolution)			TO APPOINT A DIRECTOR IN PLACE OF MR. MEHUL HASMUKH SHAH, NON-EXECUTIVE, NON INDEPENDENT DIRECTOR (DIN: 00338356), WHO RETIRES FROM OFFICE BY ROTATION AND BEING ELIGIBLE, OFFERS HIMSELF FOR REAPPOINTMENT.					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Category	Mode of voting	No. of shares	No. of votes polled	% of votes polled	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes in 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%	6,34,688	0	100%	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot	0	0	0	0	0	0	0
	<b>Total</b>	<b>6,34,688</b>	<b>6,34,688</b>	<b>100%</b>	<b>6,34,688</b>	<b>0</b>	<b>100%</b>	<b>0</b>
Public Institutions	E-voting	NA	NA	NA	NA	NA	NA	NA
	Poll	NA	NA	NA	NA	NA	NA	NA

	Postal Ballot	NA	NA	NA	NA	NA	NA	NA
	<b>Total</b>	NA	NA	NA	NA	NA	NA	NA
Public Non Institutions	E-voting	1,98,07,812	27,62,331	13.94	27,56,314	6017	99.78%	0.28%
	Poll	0	0	0	0	0	0	0
	Postal Ballot	0	0	0	0	0	0	0
	<b>Total</b>	<b>1,98,07,812</b>	<b>27,62,331</b>	<b>13.94</b>	<b>27,56,314</b>	<b>6017</b>	<b>99.78%</b>	<b>0.28%</b>
<b>Total</b>		<b>2,04,42,500</b>	<b>33,97,019</b>	<b>16.61%</b>	<b>33,91,002</b>	<b>6017</b>	<b>99.82%</b>	<b>0.18%</b>



**Resolution 03**

Voting Results of the AGM pursuant to Reg. 44(3) of the Listing Regulations								
Resolution Required: (Special Resolution)		RE-APPOINTMENT OF MRS. DIPTI YELVE AS AN INDEPENDENT DIRECTOR OF THE COMPANY						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Category	Mode of voting	No. of shares	No. of votes polled	% of votes polled	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes in 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%	6,34,688	0	100%	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot	0	0	0	0	0	0	0
	<b>Total</b>	<b>6,34,688</b>	<b>6,34,688</b>	<b>100%</b>	<b>6,34,688</b>	<b>0</b>	<b>100%</b>	<b>0</b>
Public Institutions	E-voting	NA	NA	NA	NA	NA	NA	NA
	Poll	NA	NA	NA	NA	NA	NA	NA
	Postal Ballot	NA	NA	NA	NA	NA	NA	NA
	<b>Total</b>	<b>NA</b>	<b>NA</b>	<b>NA</b>	<b>NA</b>	<b>NA</b>	<b>NA</b>	<b>NA</b>

Public Non Institutions	E-voting	1,98,07,812	27,62,331	13.94	27,56,314	6017	99.78%	0.28%
	Poll	0	0	0	0	0	0	0
	Postal Ballot	0	0	0	0	0	0	0
	<b>Total</b>	<b>1,98,07,812</b>	<b>27,62,331</b>	<b>13.94%</b>	<b>27,56,314</b>	<b>6017</b>	<b>99.78%</b>	<b>0.28%</b>
<b>Total</b>		<b>2,04,42,500</b>	<b>33,97,019</b>	<b>16.61%</b>	<b>33,91,002</b>	<b>6017</b>	<b>99.82%</b>	<b>0.18%</b>

**Resolution 04**

Voting Results of the AGM pursuant to Reg. 44(3) of the Listing Regulations								
Resolution Required: (Special Resolution)		CANCELLATION OF RESOLUTION NO. 03 PASSED BY THE MEMBERS OF THE COMPANY AT THE 70 <sup>TH</sup> ANNUAL GENERAL MEETING FOR INCREASING THE AUTHORISED SHARE CAPITAL OF THE COMPANY						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Category	Mode of voting	No. of shares	No. of votes polled	% of votes polled	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes in 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%	6,34,688	0	100%	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot	0	0	0	0	0	0	0
	<b>Total</b>	<b>6,34,688</b>	<b>6,34,688</b>	<b>100%</b>	<b>6,34,688</b>	<b>0</b>	<b>100%</b>	<b>0</b>
Public Institutions	E-voting	NA	NA	NA	NA	NA	NA	NA
	Poll	NA	NA	NA	NA	NA	NA	NA
	Postal Ballot	NA	NA	NA	NA	NA	NA	NA

	<b>Total</b>	NA	NA	NA	NA	NA	NA	NA
Public Non Institutions	E-voting	1,98,07,812	27,62,331	13.94	27,56,316	6015	99.78%	0.28%
	Poll	0	0	0	0	0	0	0
	Postal Ballot	0	0	0	0	0	0	0
	<b>Total</b>	<b>1,98,07,812</b>	<b>27,62,331</b>	<b>13.94</b>	<b>27,56,316</b>	<b>6015</b>	<b>99.78%</b>	<b>0.28%</b>
<b>Total</b>		<b>2,04,42,500</b>	<b>33,97,019</b>	<b>16.61%</b>	<b>33,91,004</b>	<b>6015</b>	<b>99.82%</b>	<b>0.18%</b>

**Resolution 05**

Voting Results of the AGM pursuant to Reg. 44(3) of the Listing Regulations								
<b>Resolution Required: (Special Resolution)</b>			<b>CANCELLATION OF RESOLUTION NO. 06 PASSED BY THE MEMBERS OF THE COMPANY AT THE 70<sup>TH</sup> ANNUAL GENERAL MEETING FOR RATIFICATION OF THE INTER CORPORATE DEPOSIT AGREEMENT AND CONVERSION OF INTER CORPORATE DEPOSIT INTO EQUITY SHARES OF THE COMPANY</b>					
<b>Whether promoter/promoter group are interested in the agenda/resolution?</b>			<b>No</b>					
Category	Mode of voting	No. of shares	No. of votes polled	% of votes polled	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes in 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%	6,34,688	0	100%	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot	0	0	0	0	0	0	0
	<b>Total</b>	<b>6,34,688</b>	<b>6,34,688</b>	<b>100%</b>	<b>6,34,688</b>	<b>0</b>	<b>100%</b>	<b>0</b>
Public Institutions	E-voting	NA	NA	NA	NA	NA	NA	NA
	Poll	NA	NA	NA	NA	NA	NA	NA

	Postal Ballot	NA	NA	NA	NA	NA	NA	NA
	<b>Total</b>	NA	NA	NA	NA	NA	NA	NA
Public Non Institutions	E-voting	1,98,07,812	27,62,331	13.94	27,56,314	6017	99.78%	0.28%
	Poll	0	0	0	0	0	0	0
	Postal Ballot	0	0	0	0	0	0	0
	<b>Total</b>	<b>1,98,07,812</b>	<b>27,62,331</b>	<b>13.94</b>	<b>27,56,314</b>	<b>6017</b>	<b>99.78%</b>	<b>0.28%</b>
<b>Total</b>		<b>2,04,42,500</b>	<b>33,97,019</b>	<b>16.61%</b>	<b>33,91,002</b>	<b>6017</b>	<b>99.82%</b>	<b>0.18%</b>

For Esaar (India) Limited

**Palak Jain**

**Company Secretary and Compliance Officer**