



Precision Electronics Limited

Dated: September 25, 2024

PEL/BSE/35/2024-25
BSE Limited
25th Floor, P J Towers,
Dalal Street,
Mumbai 400 001

Stock Code: 517258

Sub: Disclosure of voting results along with scrutinizer's report for the 45th Annual General Meeting ("AGM") held on September 24, 2024, as required under Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

Dear Sir/Madam,

In continuation to our letter dated September 2, 2024, titled "submission of the Annual Report for the Financial Year 2023-24 and Notice of the 45th Annual General Meeting", please find enclosed:

1. Voting results pursuant to Regulation 44(3) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.
2. Scrutinizer's Report on remote e-voting and e-voting at the AGM.

The voting results along with the scrutinizer's report will also be made available on the Company's website at www.pel-india.in.

You are requested to kindly take the same on your record.

Thanking you,

Truly Yours,
For Precision Electronics Limited

VEENITA
KHURANA

Digitally signed by
VEENITA KHURANA
Date: 2024.09.25
16:57:06 +05'30'

Veenita Khurana
Company Secretary &
Compliance Officer

Noida Office

D-10, Sector-3, Noida 201301,
Gautam Buddh Nagar, Uttar Pradesh, India
Tel.: +91-120-2551556 / 1557 / 5176 / 5177
Fax: +91-120-2524337



Registered Office

D-1081, New Friends Colony,
New Delhi-110025

Email : contacts@pel-india.in, Website : www.pel-india.in
CIN: L32104DL1979PLC009590,UDYAM-UP-28-0002995

Name of the Company	Precision Electronics Ltd.
Date of the AGM/EGM	24.09.2024
Total number of shareholders on record date	13953
No. of shareholders present in the meeting either in person or through proxy:	0
Promoters and Promoter Group:	0
Public:	0
No. of Shareholders attended the meeting through Video Conferencing	43
Promoters and Promoter Group:	7
Public:	36

Resolution (1)

Resolution required: (Ordinary / Special)		Ordinary						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Description of resolution considered		TO RECEIVE, CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED MARCH 31, 2024 TOGETHER WITH THE REPORTS OF BOARD OF DIRECTORS AND THE AUDITOR'S 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	6997767	3648132	52.1328	3648132	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	6997767	3648132	52.1328	3648132	0	100	0
Public-	E-Voting	11750	0	0	0	0	0	0

Institutions	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	11750	0	0	0	0	0	0
Public-Non Institutions	E-Voting		4692419	68.6127	4692408	11	99.9998	0.0002
	Poll	6838995	0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	6838995	4692419	68.6127	4692408	11	99.9998	0.0002
Total		13848512	8340551	60.2271	8340540	11	99.9999	0.0001

Whether resolution is Pass or Not.

Yes

Resolution (2)

Resolution required: (Ordinary / Special)

Ordinary

Whether promoter/promoter group are interested in the agenda/resolution?

No

Description of resolution considered

TO APPOINT MR. NIKHIL KANODIA (DIN: 03058495), WHO RETIRES BY ROTATION AND BEING ELIGIBLE, HAS OFFERED HIMSELF FOR REAPPOINTMENT.

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		232231	3.3186	232231	0	100	0
	Poll	6997767	0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	6997767	232231	3.3186	232231	0	100	0

Public-Institution s	E-Voting	11750	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	11750	0	0	0	0	0	0
Public-Non Institution s	E-Voting	6838995	4692419	68.6127	4692358	61	99.9987	0.0013
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	6838995	4692419	68.6127	4692358	61	99.9987	0.0013
	Total	13848512	4924650	35.5609	4924589	61	99.9988	0.0012

Whether resolution is Pass or Not.

Yes

Resolution (3)

Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				TO APPOINT MR. NIKHIL KANODIA, AS MANAGING 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	E-Voting	6997767	232231	3.3186	232231	0	100	0
	Poll		0	0	0	0	0	0

Group	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	6997767	232231	3.3186	232231	0	100	0
Public-Institution s	E-Voting	11750	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	11750	0	0	0	0	0	0
Public-Non Institution s	E-Voting	6838995	4692419	68.6127	4692358	61	99.9987	0.0013
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	6838995	4692419	68.6127	4692358	61	99.9987	0.0013
	Total	13848512	4924650	35.5609	4924589	61	99.9988	0.0012
Whether resolution is Pass or Not.							Yes	

Resolution (4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				TO APPOINT MR. ASHOK KUMAR KANODIA, AS WHOLE-TIME 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)/	(4)	(5)	(6)=[(4)/	(7)=[(5)/

				(1)]*100			(2)]*100	(2)]*100
Promoter and Promoter Group	E-Voting	6997767	3545326	50.6637	3545326	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	6997767	3545326	50.6637	3545326	0	100	0
Public-Institutions	E-Voting	11750	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	11750	0	0	0	0	0	0
Public-Non Institutions	E-Voting	6838995	4692419	68.6127	4692358	61	99.9987	0.0013
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	6838995	4692419	68.6127	4692358	61	99.9987	0.0013
	Total	13848512	8237745	59.4847	8237684	61	99.9993	0.0007
Whether resolution is Pass or Not.							Yes	
Resolution (5)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				TO APPOINT MR. DINESH KUMAR BATRA AS AN 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	6997767	3648132	52.1328	3648132	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	6997767	3648132	52.1328	3648132	0	100	0
Public-Institutions	E-Voting	11750	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	11750	0	0	0	0	0	0
Public-Non Institutions	E-Voting	6838995	4692419	68.6127	4692358	61	99.9987	0.0013
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	6838995	4692419	68.6127	4692358	61	99.9987	0.0013
	Total	13848512	8340551	60.2271	8340490	61	99.9993	0.0007
Whether resolution is Pass or Not.							Yes	

Resolution (6)

Resolution required: (Ordinary / Special)	Special
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Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				TO CONSIDER AND APPROVE THE AMENDMENT IN ARTICLES OF ASSOCIATION (AOA) 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	6997767	3648132	52.1328	3648132	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	6997767	3648132	52.1328	3648132	0	100	0
Public-Institutions	E-Voting	11750	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	11750	0	0	0	0	0	0
Public-Non Institutions	E-Voting	6838995	4692419	68.6127	4692358	61	99.9987	0.0013
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	6838995	4692419	68.6127	4692358	61	99.9987	0.0013
	Total	13848512	8340551	60.2271	8340490	61	99.9993	0.0007
Whether resolution is Pass or Not.							Yes	



Consolidated Report of Scrutinizer

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended]

To,
The Chairman
Annual General Meeting of the Members of
Precision Electronics Limited
Held on Tuesday, September 24, 2024 at 11:00 AM,
Through Video Conferencing (VC) / Other Audio-Visual Means (OAVM)

Sub: Scrutinizer's Report on voting through remote e-voting and e-voting at Annual General Meeting ("AGM") conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and applicable provisions of Securities & Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015

Dear Sir,

I, **CS Harish Kumar**, Company Secretary in Practice & Proprietor of **M/s Harish Popli & Associates** having Registered Office at **436/1, Gher Araina, Panipat, 132103** was appointed as Scrutinizer by the Board of Directors of the Company in its Meeting held on **August 7, 2024** for the purpose of scrutinizing the process of voting through electronic means on the Resolutions contained in the Notice of Annual General Meeting dated **August 7, 2024** ("Notice") issued in accordance with General Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 05, 2020, Circular No. 02/2021 dated January 13, 2021, Circular No. 21/2021 dated December 14, 2021, Circular No. 02/2022 dated May 05, 2022, Circular No. 10/2022 dated December 28, 2022, and latest Circular No. 09/2023 dated 25th September, 2023 issued by Ministry of Corporate Affairs ("MCA") (hereinafter referred to as "MCA Circulars"), Government of India for the Annual General Meeting ("AGM") of the members of the Company held on **Tuesday, September 24, 2024 at 11.00 AM through Video Conferencing (VC) / Other Audio-Visual Means (OAVM)**.



Harish Popli & Associates
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1. The said appointment as Scrutinizer is under the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("the Rules"). As the Scrutinizer, I have to scrutinize:

(i) Process of e-voting remotely, before the AGM, using an electronic voting system on the dates referred to in the Notice calling the AGM ("remote e-voting"); and

(ii) Process of e-voting at the AGM through electronic voting system ("e-voting").

(iii) The AGM was convened for passing the following Resolutions:

Resolution No(s).	Particulars	
1.	Ordinary Resolution	To receive, consider and adopt the audited financial statements for the financial year ended March 31, 2024 together with the reports of Board of Directors and Auditor's thereon.
2.	Ordinary Resolution	To appoint Mr. Nikhil Kanodia (DIN:03058495), who retires by rotation and being eligible, has offered himself for re-appointment
3.	Special Resolution	To appoint Mr. Nikhil Kanodia, as Managing Director of the Company
4.	Special Resolution	To appoint Mr. Ashok Kumar Kanodia, as Wholetime Director of the Company
5.	Ordinary Resolution	To appoint Mr. Dinesh Kumar Batra, as an Independent Director of the Company
6.	Special Resolution	To consider and approve amendment of the Articles of Association of the Company

Management Responsibility:

2. The management of the Company is responsible to ensure the compliance with the requirement of the Companies Act, 2013 and Rules made thereunder and the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 relating to e-voting process on the resolutions contained in the Notice of AGM. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

Scrutinizer Responsibility:

3. My responsibility as Scrutinizer for E-Voting process (i.e. remote E-Voting and E-Voting at AGM) is restricted to ensuring that the e-voting process is conducted in a fair and transparent manner and making a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions contained in the Notice, based on the reports generated through

Harish Popli & Associates

Registered office: 436/1 GHER ARAINA PANIPAT, HARYANA-132103

Tel.: +91- 9718515315, +91-8344730000

Email ID: service@harishpopliandassociates.com, pcs.harishpopli@gmail.com





scrutinizer's secured link from the E-Voting system provided by **National Securities Depository Limited ("NSDL")**, the agency engaged by the Company to provide E-voting facility.

Cut-off Date & Dispatch of Notice:

4. The Company had engaged the services of **NSDL** to provide secured system for remote e-voting to the shareholders to vote on resolution through the remote e-voting & e-voting at meeting. The Company had on September 2, 2024, completed the dispatch of Notice to its members through email to members whose email ID were registered with the Depositories / Company and/or its Registrar and Transfer Agent. The cut-off date for determining the eligibility of shareholders to exercise e-voting rights was **Tuesday, September 17, 2024**. Total shareholders of the Company as on the cut-off date were **13,953**.

5. Remote E-voting Process:

The remote e-voting period remained open on **Saturday, September 21, 2024 at 09:00 a.m. (IST) and ended on Monday, September 23, 2024 at 5:00 p.m. (IST)**. Votes casted electronically up to **5:00 p.m. Monday, September 23, 2024**, being the last date and time fixed by the Company, was considered for my scrutiny. Remote e-voting facility was blocked forthwith thereafter.

6. E-voting process at the AGM:

- a. The AGM of the Company was conducted as per the guidelines issued by the MCA vide MCA circulars through video conferencing (VC) or other audio-visual means (OAVM). Hence, Members have attended and participated in the AGM through VC/OAVM. The facility of participation at the AGM through VC/OAVM was made available for members on first come-first served basis excluding large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders' Relationship Committee, Auditors, who were allowed to attend the AGM without restriction on account of first come- first served basis.
- b. After the time fixed for closing of the e-voting, the electronic system recording the e-voting (e-votes) was locked.

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7. The e-votes cast were unblocked by me in the presence of **2 (Two)** witnesses namely **(1) Ms. Pooja** **(2) Ms. Anshika** who are not in the employment of the Company and acted as witnesses.
8. Thereafter, the details containing *inter-alia*, the information about shareholders voting "For" and "Against" the resolutions, were generated from the e-voting website of **NSDL**.

Based on report generated from the e-voting website of **NSDL** i.e. remote e-voting and e-voting at AGM, the consolidated report on the result of voting on Resolutions are given hereunder:

Item No -1 – Ordinary Resolution

TO RECEIVE, CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED MARCH 31, 2024 TOGETHER WITH THE REPORTS OF BOARD OF DIRECTORS AND THE AUDITOR'S THEREON.

I. Voted 'FOR' the resolution :

Mode of Voting	Number of members voted	Number of votes cast in 'Favour' of resolution	% of total number of valid votes cast
Remote e-voting	78	83,40,540	99.9999
e-voting at AGM	0	0	0
Total	78	83,40,540	99.9999

II. Voted 'AGAINST' the resolution :

Mode of Voting	Number of members voted	Number of votes cast 'Against' the resolution	% of total number of valid votes cast
Remote e-voting	7	11	0.0001
e-voting at AGM	0	0	0
Total	7	11	0.0001

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III. Votes 'INVALID':

Mode of voting	Total number of members whose votes were declared 'Invalid'	Total number of votes cast by them were declared 'Invalid'
Remote e-voting	0	0
e-voting at AGM	0	0
Total	0	0

Item No -2 – Ordinary Resolution

TO APPOINT MR. NIKHIL KANODIA (DIN: 03058495), WHO RETIRES BY ROTATION AND BEING ELIGIBLE, HAS OFFERED HIMSELF FOR REAPPOINTMENT

I. Voted 'FOR' the resolution :

Mode of Voting	Number of members voted	Number of votes cast in 'Favour' of resolution	% of total number of valid votes cast
Remote e-voting	75	49,24,589	99.999
e-voting at AGM	0	0	0
Total	75	49,24,589	99.999

II. Voted 'AGAINST' the resolution :

Mode of Voting	Number of members voted	Number of votes cast 'Against' the resolution	% of total number of valid votes cast
Remote e-voting	8	61	0.001
e-voting at AGM	0	0	0
Total	8	61	0.001

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Tel.: +91- 9718515315, +91-8344730000
Email ID: service@harishpopliandassociates.com, pcs.harishpopli@gmail.com





III. Votes 'INVALID':

Mode of voting	Total number of members whose votes were declared 'Invalid'	Total number of votes cast by them were declared 'Invalid'
Remote e-voting	0	0
e-voting at AGM	0	0
Total	0	0

Item No -3 – Special Resolution

TO APPOINT MR. NIKHIL KANODIA, AS MANAGING DIRECTOR OF THE COMPANY.

I. Voted 'FOR' the resolution :

Mode of Voting	Number of members voted	Number of votes cast in 'Favour' of resolution	% of total number of valid votes cast
Remote e-voting	75	49,24,589	99.999
e-voting at AGM	0	0	0
Total	75	49,24,589	99.999

II. Voted 'AGAINST' the resolution :

Mode of Voting	Number of members voted	Number of votes cast 'Against' the resolution	% of total number of valid votes cast
Remote e-voting	8	61	0.001
e-voting at AGM	0	0	0
Total	8	61	0.001

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III. Votes 'INVALID':

Mode of voting	Total number of members whose votes were declared 'Invalid'	Total number of votes cast by them were declared 'Invalid'
Remote e-voting	0	0
e-voting at AGM	0	0
Total	0	0

Item No -4 – Special Resolution

TO APPOINT MR. ASHOK KUMAR KANODIA, AS WHOLE-TIME DIRECTOR OF THE COMPANY.

I. Voted 'FOR' the resolution :

Mode of Voting	Number of members voted	Number of votes cast in 'Favour' of resolution	% of total number of valid votes cast
Remote e-voting	76	82,37,684	99.999
e-voting at AGM	0	0	0
Total	76	82,37,684	99.999

II. Voted 'AGAINST' the resolution :

Mode of Voting	Number of members voted	Number of votes cast 'Against' the resolution	% of total number of valid votes cast
Remote e-voting	8	61	0.001
e-voting at AGM	0	0	0
Total	8	61	0.001

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III. Votes 'INVALID':

Mode of voting	Total number of members whose votes were declared 'Invalid'	Total number of votes cast by them were declared 'Invalid'
Remote e-voting	0	0
e-voting at AGM	0	0
Total	0	0

Item No -5 – Ordinary Resolution

TO APPOINT MR. DINESH KUMAR BATRA AS AN INDEPENDENT DIRECTOR OF THE COMPANY

I. Voted 'FOR' the resolution :

Mode of Voting	Number of members voted	Number of votes cast in 'Favour' of resolution	% of total number of valid votes cast
Remote e-voting	77	83,40,490	99.999
e-voting at AGM	0	0	0
Total	77	83,40,490	99.999

II. Voted 'AGAINST' the resolution :

Mode of Voting	Number of members voted	Number of votes cast 'Against' the resolution	% of total number of valid votes cast
Remote e-voting	8	61	0.001
e-voting at AGM	0	0	0
Total	8	61	0.001

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III. Votes 'INVALID':

Mode of voting	Total number of members whose votes were declared 'Invalid'	Total number of votes cast by them were declared 'Invalid'
Remote e-voting	0	0
e-voting at AGM	0	0
Total	0	0

Item No -6 – Special Resolution

TO CONSIDER AND APPROVE THE AMENDMENT IN ARTICLES OF ASSOCIATION (AOA) OF THE COMPANY

I. Voted 'FOR' the resolution :

Mode of Voting	Number of members voted	Number of votes cast in 'Favour' of resolution	% of total number of valid votes cast
Remote e-voting	77	83,40,490	99.999
e-voting at AGM	0	0	0
Total	77	83,40,490	99.999

II. Voted 'AGAINST' the resolution :

Mode of Voting	Number of members voted	Number of votes cast 'Against' the resolution	% of total number of valid votes cast
Remote e-voting	8	61	0.001
e-voting at AGM	0	0	0
Total	8	61	0.001

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III. Votes 'INVALID':

Mode of voting	Total number of members whose votes were declared 'Invalid'	Total number of votes cast by them were declared 'Invalid'
Remote e-voting	0	0
e-voting at AGM	0	0
Total	0	0

9. The Register, all other papers and relevant records relating to remote e-voting and e-voting at the AGM shall remain in my safe custody until the chairman considers, approves and signs the minutes of the aforesaid AGM and thereafter the same will be handed over to the Company Secretary for safe keeping.
10. I would like to inform you that the Resolution(s) as contained in the Notice dated August 7, 2024 have been passed with requisite majority i.e. Resolutions No. 1, 2 and 5 as Ordinary Resolutions and Resolutions No. 3, 4 and 6 as Special Resolutions. You may accordingly declare the result of the voting through remote e-voting and e-voting at AGM.

Thanking you.
Yours faithfully,

CS Harish Kumar
FCS: 11918, COP- 22475
Scrutinizer

Proprietor : Harish Popli & associates
UDIN NO: F011918F001307432
Place: Panipat
Date: September 25, 2024



Harish Popli & Associates
Registered office: 436/1 GHER ARAINA PANIPAT, HARYANA-132103
Tel.: +91- 9718515315, +91-8344730000
Email ID: service@harishpopliandassociates.com, pcs.harishpopli@gmail.com