

Date: 27th August, 2024

BSE Limited (BSE) Department of Corporate services Phirojee Jeejeebhoy Towers Dalal Street, Mumbai – 400023	National Stock Exchange of India Limited (NSE) Exchange Plaza, Plot no. C/1, G Block, Bandra-Kurla Complex, Bandra (E), Mumbai – 400051
Scrip Code: 500136	Symbol: ESTER

Dear Sir/Madam,

Subject: Voting Results and Scrutinizer's Report on the Postal Ballot

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the details of Voting Results and Scrutinizer's Report on the Postal Ballot conducted by the Company.

The Company had provided e-voting facility to Members through National Securities Depository Limited. The e-voting period was commenced on Sunday, 28th July, 2024 at 09:00 A.M. (IST) and ended on Monday, 26th August, 2024 at 5:00 P.M. (IST).

The Voting results along with the Scrutinizer's Report is available on Company's Website www.esterindustries.com and also on the websites of Stock Exchanges i.e. www.bseindia.com and www.nseindia.com and on the website of NSDL i.e. www.evoting.nsdl.com.

Please take the same on your record.

Thanking you,

Yours faithfully,

For **Ester Industries Limited**

Poornima Gupta
Company Secretary & Compliance Officer

Encl: As above

Ester Industries Limited

Corporate Office : Block-A, Plot No. 11, Infocity-I, Sector-34, Gurgaon - 122001 Haryana, India
Phone : +91-124-2656100, 4572100 **Fax :** +91-124-4572199, 2656199 **E-Mail :** info@ester.in **Website :** www.esterindustries.com

Regd. Office & Works : Sohan Nagar, P. O. Charubeta, Khatima - 262308 Distt. Udham Singh Nagar, Uttarakhand
Phone : EPABX No. (05943) 250153-57 Fax No.:(05943) 250158

Results of Postal Ballot
(As per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements)
Regulations, 2015

Name of the Company	Ester Industries Limited
Date of Postal Ballot Notice	22 nd May 2024
Voting Start Date	Sunday, 28 th July 2024
Voting End Date	Monday, 26 th August 2024
Total number of Members as on record date	38,289 as on 19 th July, 2024
No. of Members present in the meeting either in person or through proxy	
Promoters & Promoter Group	Not Applicable
Public	Not Applicable
No. of Members attended the meeting through Video Conferencing	
Promoters & Promoter Group	Not Applicable
Public	Not Applicable



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Validate

Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Re-appointment of Mr. Ayush Vardhan Singhania (DIN: 05176205) as Whole-time Director				
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		56040188	95.4963	56040188	0	100.0000	0.0000
	Poll	58683068	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	58683068	56040188	95.4963	56040188	0	100.0000	0.0000
Public-Institutions	E-Voting		25474	64.3608	25474	0	100.0000	0.0000
	Poll	39580	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	39580	25474	64.3608	25474	0	100.0000	0.0000
Public- Non Institutions	E-Voting		8279382	23.5000	8268654	10728	99.8704	0.1296
	Poll	35231361	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	35231361	8279382	23.5000	8268654	10728	99.8704	0.1296
Total		93954009	64345044	68.4857	64334316	10728	99.9833	0.0167
Whether resolution is Pass or Not.						Yes		
Disclosure of notes on resolution						Add Notes		

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	2642705
Public Insitutions	0
Public - Non Insitutions	2643778





AKASH JAIN

Practising Company Secretary

Office: 22/63/4/1 Old Vijay Nagar Colony, Agra-282005, Uttar Pradesh, India

Email: cs.akashjain@yahoo.com Mob: +91 9997807272

To,

The Chairman

Ester Industries Limited

Sohan Nagar, P.O. Charubeta,

Khatima Distt. Udham Singh Nagar

Uttarakhand 262308, India

Subject: Scrutinizer Report on Postal Ballot conducting through voting by electronic means ("remote e-voting")

I, **Akash Jain**, Practising Company Secretary, having Membership Number FCS 9617, having my office at 22/62/4/1 Old Vijay Nagar Colony, Agra- 282004 have been appointed as the Scrutinizer by the Board of Directors of Ester Industries Limited (CIN: L24111UR1985PLC015063) pursuant to Section 108 and Section 110 of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 for scrutinizing the process of Postal ballot conducted through remote e-voting in a fair and transparent manner with respect of the Special Resolution as proposed in the notice of postal ballot dated May 22, 2024. I submit my report as under:

1. Management Responsibility

The Management is responsible for ensuring compliance under the provisions of Section 110 read with Section 108 and other applicable provisions, if any, of the Companies Act, 2013, ('the Act') (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, ('Rules'), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') and the Secretarial Standard - 2 on General Meetings issued by the Institute of Company Secretaries of India ('SS-2'), each as amended, and in accordance with the requirements prescribed by the Ministry of Corporate Affairs ('MCA') vide its General Circulars dated April 8, 2020, April 13, 2020, June 15, 2020, September 28, 2020, December 31, 2020, June 23, 2021, December 8, 2021, May 5, 2022, December 28, 2022 and September 25, 2023 (collectively referred to as ('MCA Circulars') and any other Laws, Rules and Regulations in respect of postal ballot through remote e-voting.

In compliance with the MCA Circulars, The notice dated 22nd May, 2024 along with statement setting out material facts under Section 102 of the Act in respect of the above mentioned resolution, as confirmed by the Company, was sent, electronically only to the Members whose names appeared in the Register of Members / List of Beneficial Owners as received from Depositories and whose email addresses were registered with the Company/ Registrar and Share Transfer Agent ('RTA')/Depository Participant(s) as on the cut-off date. The dispatch of notice completed on 26th July 2024.



This Notice is available on the Company's website i.e. www.esterindustries.com and also on the website of stock exchanges i.e. www.bseindia.com and www.nseindia.com and on the website of NSDL i.e. www.evoting.nsdl.com.

In compliance with the MCA Circulars, a newspaper advertisement was published on 27th July 2024 in 'Financial Express' (English language newspaper) and in 'Nazariya Khabar' (Hindi language newspaper) specifying the details of dispatch of Notice and instructions for e-voting.

2. Scrutinizer's Responsibility

My responsibility as scrutinizer for the voting on postal ballot through e-voting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the said resolution based on the reports generated from E-voting system provided by National Securities Depository Limited, the service provider.

The Company had availed the e-voting facility offered by **National Securities Depository Limited** for conducting remote e-voting by the shareholders of the Company.

3. Cut-off Date

The shareholders of the Company holding shares as on the "cut-off" date i.e. **Friday, 19th July 2024** were entitled to vote on the resolution as contained in the Notice.

4. Postal Ballot process

In accordance with the postal ballot notice and the 'Advertisement' published pursuant to Rule 22(3) of the Companies (Management and Administration) Rules, 2014, the remote e-voting commenced at **9:00 a.m. (IST) on Sunday, 28th July 2024 and will end at 5:00 p.m. (IST) on Monday, 26th August 2024** and the National Securities Depository Limited e-voting module was disabled thereafter.

The votes cast under remote e-voting facility were thereafter unblocked.

I have scrutinized and reviewed the votes cast through remote e-voting based on the data downloaded from the National Securities Depository Limited e-voting system and have maintained a register in which necessary entries have been made in accordance with the Companies (Management and Administration) Rules, 2014, as amended.

I would like to mention that the voting rights of Members were in proportion to their share of the paid-up equity share capital of the Company as on the cut-off date i.e. Friday, 19th July 2024 and as per the Register of Members of the Company.

 

5. Restriction of use

This report has been issued at the request of the Company for (i) submission to Stock Exchanges and (ii) placing on website of the Company. 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 any other party to whom it is shown or into whose hands it may come without my prior consent in writing.

6. Postal Ballot Result

I now submit my Scrutinizer Report on the results of the voting of postal ballot through remote e-voting process in respect of the Special Resolution as under:

Resolution 1: Special Resolution:

- (i) **RE-APPOINTMENT OF MR. AYUSH VARDHAN SINGHANIA (DIN: 05176205) AS WHOLE-TIME DIRECTOR**

Voted in favour of resolution

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
231	64334316	99.98

Voted in against of resolution

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
19	10728	0.02

Invalid Votes

Number of members voted	Number of invalid votes cast (Shares)
3	5286483

As the number of votes cast in favour of the resolution was not less than three times the number of votes cast against, I report that the Special Resolution is passed with requisite majority.



Thanking You
Yours faithfully,

Akash Jain



Akash Jain
Practicing Company Secretary
M. No.: F9617 C.P. No.: 9432
PR-838/2020

ICSI UDIN: F009617F001047489

Date: 27.08.2024

Place: Gurugram

We, the undersigned witnessed that the votes casted through remote e-voting, under the postal ballot process, were unblocked from e-voting website of National Securities Depository Limited (NSDL) in our presence on 26.08.2024.

Khushi Jain

Khushi Jain
Gurugram

Countersigned By
For Ester Industries Limited

Arvind Singhania
Chairman & CEO
DIN: 00934017

Mansi Jain

Mansi Jain
Gurugram