

Date: - 30<sup>th</sup> December, 2023

Corporate Relationship Department  
Bombay Stock Exchange Limited  
P.J. Towers, 1st Floor,  
Dalal Street,  
Mumbai - 400 001.

**Sub: - Disclosure of Voting Results of the 40<sup>th</sup> Annual General Meeting (AGM) of the Company held on 30<sup>th</sup> December, 2023**

Dear Sir/Madam,

Pursuant to Regulation 44 of SEBI (LODR) Regulations, 2015 enclosed herewith please find the voting results of the business transacted at the 40<sup>th</sup> AGM of the company held on Saturday, 30<sup>th</sup> December, 2023 at 12:00 P.M. via Video Conference/Other Audio-Visual Means.

Further enclosed herewith please find the consolidated report of the scrutinizer on remote e-voting and e-voting at the AGM issued by M/s. Nishant Jawasa & Associates.

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

Thanking You,

Yours faithfully,

For **Esha Media Research Limited**



**Ms. Shilpa Pawar**  
**Director**  
**DIN: 01196385**

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### General information about company

Scrip code	531259
NSE Symbol	
MSEI Symbol	
ISIN	INE328F01016
Name of the company	ESHA MEDIA RESEARCH LIMITED
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	30-12-2023
Start time of the meeting	12:00 PM
End time of the meeting	12:24 PM

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### Scrutinizer Details

Name of the Scrutinizer	Nishant Jawasa
Firms Name	Nishant Jawasa & Associates
Qualification	CS
Membership Number	6557
Date of Board Meeting in which appointed	04-12-2023
Date of Issuance of Report to the company	30-12-2023

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Voting results	
Record date	23-12-2023
Total number of shareholders on record date	1946
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	3
b) Public	19
No. of resolution passed in the meeting	1
Disclosure of notes on voting results	<a href="#">Add Notes</a>

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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 Balance Sheet as at 31st March, 2023 and Statement of Profit and Loss and Cash Flow Statement for the financial year ended on that date together with the Reports of the Directors and 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	2468345	1036628	41.9969	1036628	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	2468345	1036628	41.9969	1036628	0	100.0000	0.0000
Public-Institutions	E-Voting	1000	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	1000	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	5337585	1137	0.0213	1099	38	96.6579	3.3421
	Poll		103	0.0019	0	103	0.0000	100.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	5337585	1240	0.0232	1099	141	88.6290	11.3710
Total		7806930	1037868	13.2942	1037727	141	99.9864	0.0136
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							<a href="#">Add Notes</a>	

\* this fields are optional

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

## Nishant Jawasa & Associates Company Secretaries

A/103 New Ankur CHS Ltd, 32 Bhardawadi Lane, Off. J. P. Road, Andheri (W)  
Mumbai – 400058. Tel: 022-26781209/ 26771289, Email: [njawasa@yahoo.co.in](mailto:njawasa@yahoo.co.in)

To  
The Chairman  
Esha Media Research Limited  
10th Floor, Krushall Commercial Complex,  
Above Shopper's Stop, M.G. Road,  
Chembur (W) Mumbai -400089

Dear Sir,

**Sub: Consolidated Scrutinizer's Report on e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Rules, 2015 and voting at the AGM of Esha Media Research Limited held on Saturday, 30<sup>th</sup> December, 2023 at 12:00 p.m. through Video Conferencing (VC) or Other Audio-Visual Means (OAVM).**

I, Nishant Jawasa, proprietor of M/s. Nishant Jawasa & Associates, Practicing Company Secretaries, have been appointed as the Scrutinizer by the Board of Directors of Esha Media Research Limited for the purpose of scrutinizing the process of voting through electronic means ("e-voting") on the resolutions contained in the notice dated 04<sup>th</sup> December, 2023 ("Notice") issued in accordance with General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, General Circular No. 10/2021 dated June 23, 2021, General Circular No. 3/2022 dated May 5, 2022, General Circular No. 11/2022 dated December 28, 2022 and General Circular No. 9/2023 dated 25<sup>th</sup> September, 2023 respectively, issued by, Ministry of Corporate Affairs (MCA) (hereinafter referred to as "MCA Circulars"), Government of India, calling the 40<sup>th</sup> Annual General Meeting of its shareholders through VC / OAVM. The AGM was convened on Saturday, 30<sup>th</sup> December, 2023 at 12:00 p.m. IST through VC / OAVM.

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").


The management of the Company is responsible to ensure compliance with the requirements of (i) the Act and the Rules made thereunder; (ii) the MCA Circulars; and (iii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("LODR") relating to e-voting on the resolutions contained in the Notice calling the AGM. My responsibility as Scrutinizer for e-voting process (i.e. remote e-voting and e-voting) is restricted to 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 from the e-voting system provided by Kfin Technologies Private Limited ("Karvy"), the Agency authorized under the Rules and engaged by the Company to provide e-voting facility and attendant papers / documents furnished to me electronically by the Company and/ or Karvy for my verification.

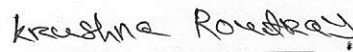


### Report on Scrutiny:

- 40<sup>th</sup> Annual General Meeting (AGM) of the Members of Esha Media Research Limited was convened on Saturday, 30<sup>th</sup> December, 2023 at 12:00 p.m. IST through VC / OAVM.
- The Company has appointed Karvy as the Service Provider, for the purpose of extending the facility of Remote E-Voting to the Members of the Company and e-voting at the AGM held through VC / OAVM. Karvy is the registrar and Share Transfer Agent (RTA) of the Company.
- The Service Provider had provided a system for recording the votes of the Members electronically on all items of the business sought to be transacted in the 40<sup>th</sup> AGM of the Company, which was held on Saturday, 30<sup>th</sup> December, 2023.
- The Service Provider had set up electronic voting facility on their website, <https://www.evoting.kfintech.com>. The Company has uploaded all the items of the business to be transacted at the AGM on the website of the Company and on the website of the service provider to facilitate their members to cast their vote through Remote E-Voting and e-voting at the AGM held through VC / OAVM.
- The Company has sent the notices of the AGM along with the Annual Report and E-Voting details by email on 04<sup>th</sup> December, 2023. The Cut-off date for the purpose of identifying the Members who will be entitled to vote on the resolutions placed for approval of the members was 23<sup>rd</sup> December, 2023.
- The Notices sent through email contained the detailed procedure to be followed by the Members who were desirous of casting their votes electronically as provided in the Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended.
- As prescribed in the aforesaid Rules, the remote e-voting facility was kept open for three days from 27<sup>th</sup> December, 2023 (09:00 a.m. IST) till 29<sup>th</sup> December, 2023 (05:00 p.m. IST) and the e-voting facility was kept open for 15 minutes during the AGM for voting for the shareholders who have attended AGM held through VC / OAVM.
- As prescribed in clause (v) of sub-rule 4 of the Rule 20 and in pursuance of MCA Circular dated 5<sup>th</sup> May, 2020, the Company released an advertisement, in English in 'Active Times' newspaper dated 10<sup>th</sup> December, 2023 having country-wide circulation and in Marathi in 'Mumbai Lakshadweep' newspaper dated 10<sup>th</sup> December, 2023. The notice published in the newspaper carried the required information as specified in Sub-Rule 4 (v) (a) to (h) of the said Rule 20 and required information as specified in MCA Circular dated 5<sup>th</sup> May, 2020.

After the closure of the e-voting at the AGM, the votes cast through remote e-voting facility was duly unblocked by me as scrutinizer in the presence of Mr. Maniram Rajput and Mr. Krushna Routray who are not in the employment of the Company and/or Karvy and acted as the witness, as prescribed in Sub-Rule 4 (xii) of the said Rule 20. They have signed below in confirmation of the same.

  
Mr. Maniram Rajput

  
Mr. Krushna Routray

- Thereafter, I, as a scrutinizer, duly compiled the votes casted through remote e-voting and e-voting held during AGM based on the report generated and downloaded by me from the website of Karvy i.e., <https://www.evoting.kfintech.com>
- I now submit my consolidated Report as under on the result of the e-voting and e-voting at the AGM in respect of the said Resolutions.



The results of the Remote E-voting together with that of the e-voting conducted at the AGM are as under:

**ORDINARY BUSINESS:**

**Item no. 1 of the Notice (As an Ordinary Resolution)**

To receive, consider and adopt the audited Balance Sheet as at 31<sup>st</sup> March, 2023 and Statement of Profit and Loss and Cash Flow Statement for the financial year ended on that date together with the Report of the Directors and Auditors thereon.

**Voting Summary:**

Details	Remote E-voting	e-voting	Total voting
Number of Members who cast their votes	27	3	30
Total number of shares held by them	1037765	103	1037868
Invalid votes	0		

**Voting Result:**

Manner of voting	Votes in favour of the resolutions		Votes against the resolutions	
	Nos.	Percentage	Nos.	Percentage
Remote E-voting	1037727	99.99	38	0.00
E-voting	0	0.00	103	0.01
<b>Total</b>	<b>1037727</b>	<b>99.99</b>	<b>141</b>	<b>0.01</b>

The votes cast in favour are more than the votes cast against the resolutions.

The Resolution mentioned in the AGM Notice as per the details above stand passed under Remote E-voting and e-voting conducted at AGM with the requisite majority and hence deemed to be passed as on date of the AGM.

I hereby confirm that I am maintaining the Registers received from the Service provider electronically in respect of the votes cast through Remote E-voting and e-voting conduct at AGM by the shareholders of the Company. All other relevant records relating to Remote E-voting and e-voting is under my safe custody and will be handed over the company secretary for safe keeping, after the Chairman signs the Minutes.

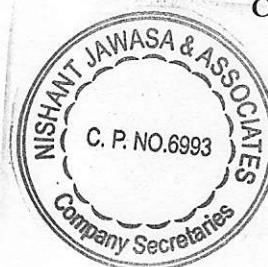
Thanking You,


Date: 30<sup>th</sup> December, 2023

Place: Mumbai

UDIN: F006557E003077671

For Nishant Jawasa & Associates  
Company Secretaries



  
Nishant Jawasa  
Proprietor  
M. No. FCS 6557  
COP No. 6993