Date: 21/11/2020

To,

The Bombay Stock Exchange Ltd Corporate Relationship Dept, 1stFloor, New Trading Ring, Rotunda Building, P. J. Towers, Dalal Street, Fort, Mumbai - 400 001

BSE Scrip Code: 531502 ISIN: INE404L01039

<u>Sub: Disclosure pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended)</u>

Outcome of Postal Ballot (E-voting) Result / Declaration of Postal Ballot Voting Results based on the Scrutinizer's Report in respect of the Special Resolution proposed for approval of the Shareholders (Members) of the Company through Postal Ballot Notice dated 15th September, 2020; declared on 21st November, 2020

Dear Sir(s)

This is in connection with the Postal Ballot proceedings and Pursuant to Section 110 of the Companies Act, 2013, read with Rule 22 of the Companies (Management and Administration) Rules, 2014 and SEBI (LODR) Regulations, 2015 (SEBI LODR), consent of the members of the Company was sought by way of Special Resolution as set out in the following agenda item of Postal Ballot Notice dated 15th September, 2020 by means of Postal Ballot voting through electronic means (e-voting):

Resolution 1: To approve the Reduction of Equity Share Capital of the Company (Special Resolution).

As required by the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 including Amendment Rules, 2015 and Regulation 44(3) of the SEBI (LODR) Regulations, 2015 (Listing Regulations), the Company had provided facility to its members to exercise vote electronically on the resolution contained in the Notice of Postal Ballot. The Remote e-voting was started from Friday, 23rd October, 2020 at 09:00 IST and ended on Saturday, 21st November 2020 at 17:00 IST.

With reference to the captioned subject, we are enclosing herewith the followings:-

- 1. Statement for Declaration of Postal Ballot Voting Results by Mr. Raghvendra Kumar (DIN: 08126531), Authorised Representative & Whole Time Director of the Company, based on the Scrutinizer's Report (remote e-Voting) for the Special Resolution proposed and passed through Postal Ballot.
- 2. Scrutinizer's Report (remote e-Voting) for the Special Resolution proposed & passed through Postal Ballot duly submitted by the Scrutinizer, M/s. Pankaj Trivedi & Co. Practicing Company Secretary, Mumbai.

The date of declaration of results of the Postal Ballot i.e. Saturday, November 21, 2020 is the date on which the special resolution mentioned in the Postal Ballot Notice has been passed.

Please be noted that the Postal Ballot Voting Results, so declared together with the Scrutinizer's Report for the Special Resolution proposed and passed through Postal Ballot Notice dated 15th September, 2020 is also simultaneously, duly uploaded, placed or posted on the Company's Website www.esaar.in and also, being submitted to the National Securities Depository Limited (NSDL), the authorised agency <u>app</u>ointed for <u>p</u>roviding Platform for Remote e-Voting process.



ESAAR (INDIA) LIMITED

You are kindly requested to place the aforesaid information on records. Meantime, kindly acknowledge the receipt.

Yours Faithfully For Esaar (India) Limited

Raghvendra Kumar (WTD & CFO) DIN: 08126531



СС то,

National Securities Depository Limited Trade World, A wing, 4th Floor, Kamala Mills Compound, Lower Parel, Mumbai – 400013

Pankaj Trivedi

B.Com, CS, LLB Mob: 9224174118 Email: pankajtrivedicsllb@gmail.com

PANKAJ TRIVEDI & CO.

Practicing Company Secretaries B-207, Crystal Plaza, New Link Road, Opp. Infinity Mall, Andheri (West), Mumbai – 400053

Dated: 21st November, 2020

To, The Chairman Esaar (India) Limited Unit No. 402, Western Edge I, Kanakia Spaces, Western Express Highway, Borivali (East), Mumbai - 400066, MH, IN

SCRUTINIZER'S REPORT

[Pursuant to Section 108 and 110 of the Companies Act. 2013 and Rule 22 of the Companies (Management and Administration) Rules, 2014]

Dear Sir,

I, Pankaj Trivedi, Company Secretary in Practice (Membership No. 15301), Proprietor of M/s. Pankaj Trivedi & Co., have been appointed as the scrutinizer of M/s. Esaar (India) Limited ("the Company") in their Board meeting held on 15th September, 2020 for the purpose of scrutinizing the e-voting for Postal Ballot in a fair and transparent manner and ascertaining the requisite majority as per the provisions of the Companies Act, 2013 and Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended from time to time on resolution(s) as referred to in this report.

Item No.1:- To approve the Reduction of Equity Share Capital of the Company. (Special Resolution)

I submit our report as under:

- 1. The management of the Company is responsible to ensure the compliance with the requirements of the relevant provisions of (i) the Companies Act, 2013 and the rules made thereunder including circular dated April 8, 2020 and April 13, 2020; and (ii) the Securities and Exchange Board of India (LODR) Regulations, 2015 with the Stock Exchanges, relating to postal ballot including voting by electronic means.
- 2. My responsibility as Scrutinizer is restricted to prepare a Scrutinizer's Report for the votes cast by members "In Favour" or "Against" the resolution(s) contained in the Notice, based on the repot generated from E-Voting system of National Securities Depository Limited, the authorised agency engaged by the Company to provide e-voting facilities till the time fixed for closing of the voting process i.e. on or before 5:00 P.M. (IST) on Saturday, 21st November, 2020.
- 3. In view of the current extraordinary circumstances, due to non-availability of postal and courier services, on account of threat posed by COVID-19 pandemic situation and 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 15th, 2020 and General Circular No. 33/2020 dated 28th September, 2020 and SEBI Circular No. SEBI /HO/ CFD/CMDI/CIR/P/2020/79 Dated 12 May 2020, ("MCA and SEBI Circulars"), for the business to be transacted through Postal Ballot. The Company has sent the Postal Ballot Notice in electronic form only and expressed its inability to dispatch hard copy of Postal Ballot Notice along with Postal Ballot Form and pre-paid business reply envelope to the shareholders for this Postal Ballot. Accordingly, the communication of the assent or dissent of the members took place through the remote e-voting system only.

- 4. On October 22, 2020, the Company has completed the dispatch of Postal Ballot Notice electronically to those shareholders who have registered email id with their depositories and whose names appear on the Register of Members/records of Depositories as at the close of business hours on Friday, 16th October, 2020 i.e. the cut-off date.
- 5. The Company engaged National Securities Depository Limited (hereinafter referred to as "NSDL") for facilitating e-voting to enable the members to cast their votes electronically e-voting"). The e-voting commenced on Friday, 23rd October, 2020 at 9.00 A.M. (IST) and ended on Saturday, 21st November, 2020 at 5.00 PM (IST). The votes received electronically from the Shareholders till Saturday, 21st November, 2020 at 5.00 PM (IST), being the last date and time fixed by the Company for Postal Ballot were considered for my scrutiny.
- 6. The Company has published an advertisement on October 23rd, 2020 about the dispatch Notice for Postal Ballot in Financial Express (English Daily) and in Mumbai Lakshdeep (Regional Daily).
- 7. Particulars of all electronic votes received from the Members have been entered in an electronic register separately maintained for the purpose.
- 8. Total 47 members have voted during this postal ballot event through remote E-voting of which 36 members had cast their vote in favour of the resolution and 11 members had cast their vote against the resolution.
- 9. The votes cast under e-voting were unblocked at Mumbai on Saturday, November 21, 2020 at approx. 05.10 p.m. by me and at the time of unblocking.
- 10. The Postal Ballot electronic votes were duly scrutinized and the shareholding was matched /confirmed with the Register of members of the Company as on Friday, 16th October, 2020, (Cut-off date) provided by M/s. Purva Sharegistry India Pvt Ltd, the Registrar and Share Transfer Agent of the Company.
- 11. The soft copy of list of equity shareholders who voted "FOR" and "AGAINST" and those whose votes were declared Invalid/Abstain/Less Voted for resolution are shared with the Company vide email dated November 21, 2020.



The result of votes cast through E-voting is as under:

Resolution 1 - To approve the Reduction of Equity Share Capital of the Company. (Special Resolution)

% of total	number of	invalid votes		0.00%
Total number	of votes	declared	invalid	Nil
% of total	number of	votes cast	Against	0.28%
Number of	votes cast	"Against" the	resolution	5,051
% of total	number of	votes cast in	Favour	99.72%
Number of	Votes cast in	"Favour" of	resolution	18,01,764
No. of Total	Votes Cast			18,06,815
Number of	members voted	through E-	voting system	47

13. Since all votes are cast in favour of the resolution. The resolution may be declared as passed with requisite majority.

14. The above special resolution is deemed to have been passed on the last date specified for remote E-Voting i.e. 21st November, 2020.

The register, all other papers and relevant records relating to Postal Ballot Voting i.e. Voting through Electronic Means (Remote e-Voting) shall remain in our safe custody until the Chairman considers, approves and declare the Results of the Postal Ballot and the same are handed over to the Authorised Director or Company Secretary for safe keeping by the Company.

You may declare, the Result of Voting by electronic Means, [Remote e-Voting], in respect of Postal Ballot Notice of the Company, accordingly.

Kindly acknowledge the receipt.

Thanking You, Yours Truly, For Pankaj Trivedi & Co., UDIN: A0305128001276845 PANKAJ NATVARLAL NATVARLAL RIVEDI Pankaj Trivedi (Proprietor) Mem. No. 15301 Place: Mumbai Date: 21st November, 2020

Received by Raghvendra Kumar

ophyreur DIN: 08126531 WTD & CFO)

Date: 21st November, 2020 Place: Mumbai



ovember, 2020

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Date of AGM/EGM/Postal Ballot	21 st November, 2020		
Date of Adjourned AGM	N.A.		
Record date Cut Off date	16 th October, 2020		
Total number of Shareholders on record date:	7045		
Date of Meeting / last date of receipt of Postal Ballot Form / E-Voting	21 st November, 2020		
No. of shareholders present in the meeting either in person or through proxy*: (Based on shareholders registering attendance)			
(a) Promoter & Promoter group	N.A		
(b)Public	N.A		
No. of shareholders attended the meeting through Video Conferencing:			
(a) Promoter & Promoter group	N.A		
(b)Public	N.A		
No. of resolution passed in the meeting	N.A		

Agenda - Wise disclosure

Resolution required: (Special) Weather Promoter / Promoter group are interested in the Resolution?		Resolution No. 1: To approve the Reduction of Equity Share Capital of the Company.							
		1	2	(3)=[(2)/(1)] *100	4	5	(6)=[(4)/(2) *100	(7)=[(5)/(2)] *100	
Promoter & Promoter group	E-Voting	6,34,688	0	0.00	0	0	0.00	0.00	
	Poll		0	0.00	0	0	0.00	0.00	
	Postal Ballot(if applicable)		6,34,688	100	6,34,688	0	100	0.00	
	Total	6,34,688	6,34,688	100	6,34,6880	0	100	0.00	
Public - Institutional Holders	E-Voțing	200	0	0.00	0	0	0.00	0.00	
	Poll		0	0.00	0	0	0.00	0.00	
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00	
	Total	200	0	0.00	0	0	0.00	0.00	
Public - Non- Institutions	E-Voting	1,98,07,612	0	0.98	1,94,631	0	100	0.00	
	Poll		0	0.00	0	0	0.00	0.00	
	Postal Ballot (if applicable)	2,00,07,012	11,72,127	5.92	11,67,076	5,0 <mark>5</mark> 1	99.57	0.43	
	Total	1,98,07,612	11,72,127	5.92	11,67,076	5,051	99.57	0.43	
т	Total		18,06,815	8.84	18,01,764	5,051	99.72	0.028	

CIN: L67120MH1951PLC222871

Regd. Office: 204 B- Wing, New Prabhat SRA CHS LTD, Chikuwadi, Plot No-115, Next to Bisleri Factory, W. E. Highway,



ESAAR (INDIA) LIMITED

We request your office to take this on record.

Yours Faithfully For Esaar (India) Limited

undre 10 MUST

Raghvendra Kumar (Whole Time Director)

Place: Mumbai Date: 21.11.2020

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National Securities Depository Limited Trade World, A wing, 4th Floor, Kamala Mills Compound, Lower Parel, Mumbai - 400013

CIN: L67120MH1951PLC222871 Read Office: 204 B- Wing New Prabhat SRA CHS LTD Chikuwadi Plot No.115 Next to Riclori E-