

**CES Limited**

Reg office: 7th Floor Ramky
Selenium
Building, Nanakramguda, Gach
ibowli,
Hyderabad - 500032.

Date : 24th January, 2024

BSE Limited

Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai- 400 001

Scrip Code: 512341

Dear Sir / Madam,

Sub: 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 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 commenced on Monday, December 25, 2023 at 9:00 a.m. and ended on Tuesday, January 23, 2024 at 5:00 p.m.

You are requested to kindly take the same on records.

Thanking you,

Yours faithfully,

For CES Limited

Suraj Kumar Garg
Company Secretary



Result of Postal Ballot

Pursuant to Section 108 and 110 of the Companies Act, 2013 (“the Act”) read together with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 (“the Rules”) and other applicable provisions of the Act and the Rules, including General Circular Nos. 14/2020 dated April 8, 2020, 3/2022 dated May 5, 2022, 10/2022 and 11/2022 dated December 28, 2022 and 09/2023 dated 25.09.2023 read with other relevant circulars, issued by the Ministry of Corporate Affairs (“MCA Circulars”), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) read with Master Circular dated July 11, 2023 by SEBI, Secretarial Standard on General Meetings (“SS-2”) issued by the Institute of Company Secretaries of India and other applicable laws, rules and regulations [including any statutory modification(s) or re-enactment(s) thereof for the time being in force and as amended from time to time], the approval of shareholders was sought by postal ballot as per details furnished in the Postal Ballot Notice dated December 16, 2023, sent to the shareholders of the Company, on the following proposal for passing ordinary Resolution by way of postal ballot only by voting through electronic means (“remote e-voting”).

1. To approve the appointment of M/s. N G Rao & Associates as statutory auditors of the Company to fill up casual vacancy caused by resignation of M/s. P. Murali & Co, Chartered Accountants (Ordinary Resolution)

Shri Harishkhit Sinha, Practicing Company Secretary who was appointed as the scrutinizer for conducting postal ballot process in a fair and transparent manner, submitted his report on the postal ballot.

Pursuant to Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, details regarding postal ballot are as follows:

1	Date of the AGM/EGM	Not Applicable
2	Date of the Postal Ballot Notice	16-12-2023
3	Total number of shareholders on record date	25
4	No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group Public	Not Applicable
5	No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group Public	Not Applicable



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On the basis of the report received from CS Shri Hariskhit Sinha, scrutinizer, we hereby declare the result of the postal ballot voting process for the above mentioned proposal as per Annexure I.

Since 100% of total votes polled are in favour of the said Resolution no. 1, we hereby declare the resolution duly passed as Ordinary Resolutions as mentioned in the notice dated December 16, 2023, with requisite majority.

Thanking you,

Yours faithfully,

For CES Limited

Suraj Kumar Garg
Company Secretary



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Annexure I

Item No. 1: To approve the appointment of M/s. N G Rao & Associates as statutory auditors of the Company to fill up casual vacancy caused by resignation of M/s. P. Murali & Co, Chartered Accountants (Ordinary Resolution)

Resolution required:		Ordinary Resolution.						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2,72,42,012	2,47,92,012	91.01%	2,47,92,012	-	100.00%	-
	Poll					-	-	-
	Total		2,47,92,012	91.01%	2,47,92,012	-	100.00%	-
Public-Institutions	E-Voting	Nil			-	-	-	-
	Poll					-	-	-
	Total					-	-	-
Public- Non Institutions	E-Voting	91,57,988	34,25,800	37.41%	34,25,800	-	100.00%	-
	Poll					-	-	-
	Total		34,25,800	37.41%	34,25,800	-	100.00%	-
Total		3,64,00,000	28,21,78,12	77.52%	28,21,78,12	-	100.00%	-

HARIKSHIT & ASSOCIATES

COMPANY SECRETARIES

Mo. 8602711897, Email: harikshit897@gmail.com

Add: Office No 418, 4th Floor, Karsan Chambers,

Devendra Nagar, Raipur (CG) 492001



23rd January, 2024

To,
The Chairman
CES Limited
7th Floor Ramky Selenium Building, Nanakramguda,
Gachibowli, Hyderabad - 500032

Respected Sir,

Subject: Scrutinizer Report

The Board of Directors of CES Limited, through its Resolution dated December 11, 2023 appointed the undersigned as Scrutinizer to ensure that the process of Postal Ballot as prescribed under Section 110 of the Companies Act, 2013 (hereinafter referred to as "Act") read with the Companies (Management and Administration) Rules, 2014 (hereinafter referred to as "Rules") is complied with.

RESOLUTION THROUGH POSTAL BALLOT

- i. To approve appointment of M/s. N G Rao & Associates as statutory auditors of the Company to fill up casual vacancy caused by resignation of M/s. P. Murali & Co, Chartered Accountants.

In terms of section 110 of the Act and in terms of the General Circular Nos. 14/2020 dated April 8, 2020, 3/2022 dated May 5, 2022, 10/2022 and 11/2022 dated December 28, 2022 and 09/2023 dated 25.09.2023 read with other relevant circulars, issued by the Ministry of Corporate Affairs ("MCA Circulars"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") read with Master Circular dated July 11, 2023 by SEBI, Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India and other applicable laws, rules and regulations [including any statutory modification(s) or re-enactment(s) thereof for the time being in force and as amended from time to time], Company can take all the decisions requiring members' approval, other than items of ordinary business or business where any person has a right to be heard, through the mechanism of postal ballot/e-voting in accordance with the provisions of the Act and rules made thereunder, without holding a general meeting. In accordance with the MCA Circulars, the Postal Ballot Notice was sent only by electronic mode to those members whose names appear on the Register of Members / List of Beneficial Owners as on Friday, December 15, 2023 ("Cut-Off Date") received from the Depositories and whose e-mail address is registered with the Company/ Depositories.



The Company had appointed NSDL as the service provider for extending the facility of electronic voting to the shareholders of the Company. M/s. Aarthi Consultants Pvt. Ltd is the Registrar of Share Transfer Agent for the Company.

The e-voting period commenced at 9:00 a.m. (IST) on Monday, December 25, 2023 and ends at 5:00 p.m. IST on Tuesday, January 23, 2024.

A public notice in newspaper informing the members about dispatch of notice and commencement of postal ballot was published on December 21, 2023 in one English newspaper (Financial Express) and one Telugu Newspaper (Nava Telangana).

As a Scrutinizer, my report is restricted to giving a Scrutinizer's Report based on the reports and information provided by the Service Provider through e-voting.

The result of the remote e-voting is given as 'Annexure-1' to this report. I report that, the resolution as per the postal ballot Notice stands passed with requisite majority.

I hereby confirm that I am maintaining the Registers received from the Service Provider electronically, in respect of the votes cast through e-voting by the Shareholders of the Company.

The register and all other papers, records shall remain in my safe custody until the Chairman considers, approves and signs the minutes and thereafter will be handed over to the Company Secretary of the Company for safe preservation.

Thanking you,

Yours faithfully,



Hariskhit Sinha
C. P. 22768
ACS A60604

Dated: 23-01-2024

UDIN : A060604E003290886

ANNEXURE-I

Item No-01: To approve appointment of M/s. N G Rao & Associates as statutory auditors of the Company to fill up casual vacancy caused by resignation of M/s. P. Murali & Co, Chartered Accountants

Resolution No. 1	Promoter / Public	No. of Shares held	No. of votes polled by e- voting	No. of votes In favor	% of votes In favour	No. of votes Against	% of votes Against
	Public-Institutions	-	-	-	-	-	-
	Public – Others	91,57,988	34,25,800	34,25,800	100%	-	-
	Total	3,64,00,000	2,82,17,812	2,82,17,812	100%	-	-

