

Date: 19.02.2024

Department of Corporate Services
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai-400001

The Manager, Listing Department
The National Stock Exchange of India Ltd.
Exchange Plaza, 5th Floor, C - 1,
Block G, Bandra - Kurla Complex,
Bandra (E), Mumbai – 400051

BSE Scrip Code-523329

NSE Symbol- ELDEHSG

Subject: Proceedings of Resolution passed by way of Postal Ballot through remote e-voting process

Ref: Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“the SEBI Listing Regulations”)

Dear Sir/Ma’am,

In terms of Regulation 30 of the SEBI Listing Regulations, please find enclosed proceedings of the Resolution passed by way of Postal Ballot through remote e-voting process as set out in the Notice of Postal Ballot dated January 15, 2024.

You are requested to take the above information on record.

Thanking You,

Yours Sincerely,
For Eldeco Housing and Industries Limited

Chandni Vij
Company Secretary
Mem. No. : A46897

Eldeco Housing & Industries Ltd.

PROCEEDINGS OF THE RESOLUTION PASSED BY WAY OF POSTAL BALLOT THROUGH REMOTE E-VOTING PROCESS BY THE MEMBERS OF THE COMPANY ON FEBRUARY 18, 2024

Pursuant to the provisions of Section 108 and Section 110 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 (including any statutory modification(s) or enactment thereof for the time being in force) ("the Rules"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the SEBI Listing Regulations"), Secretarial Standard on General Meetings ("SS-2") issued by the Institute of the Company Secretaries of India, General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 22/2020 dated June 15 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021 and 3/2022 dated May 5, 2022, 11/2022 dated December 28, 2022 and the latest one being General Circular No. 9/2023 dated September 25, 2023 issued by the Ministry of Corporate Affairs ("MCA Circulars") and any other applicable law, rules and regulations, if any, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the Notice of Postal Ballot dated **January 15, 2024** ("Postal Ballot Notice") was sent only by electronic means to all those shareholders whose email addresses are registered with the Company or Depository/Depository Participants as on **Wednesday, January 17, 2024** ("Cut-Off date") to obtain the approval of the Shareholders through Postal Ballot by way of remote e-voting only in relation to the below mentioned resolution:-

S. No.	Type of resolution	Resolution
1.	Special Resolution	Shifting of Registered Office of the Company from the State of Uttar Pradesh to the State of Haryana and consequent amendment in Clause II of the Memorandum of Association of the Company.

The Company had completed dispatch of the Postal Ballot Notice on **Friday, January 19, 2024**.

The Board of Directors had engaged services of Central Depository Services (India) Limited ("CDSL") to provide remote e-voting facility to all the shareholders as on the cut-off date. The remote e-voting period commenced on **Saturday, January 20, 2024 (9:00 A.M. IST)** and concluded on **Sunday, February 18, 2024 (5.00 P.M. IST)**. The remote e-voting module was disabled by CDSL after 5:00 P.M. on Sunday, February 18, 2024.

The Board of Directors of the Company in its meeting held on Monday, January 15, 2024 had appointed Mr. Ramesh Kumar Tandon (Membership No. FCS: 672; CP No.: 3556) Partner, M/s R K Tandon & Associates, Company Secretaries & Corporate Consultants as the Scrutinizer for conducting the Postal Ballot/ Remote e-voting process in a fair and transparent manner.

The Company had published advertisements in Business Standard (English) and in Business Standard (Hindi) on **Saturday, January 20, 2024** regarding completion of dispatch of Postal Ballot Notice to all the eligible members through e-mail.

The Scrutinizer after carrying out the scrutiny of votes cast through remote e-voting facility as received upto 5.00 p.m. on **Sunday, February 18, 2024**, submitted his Report on **Monday, February 19, 2024** and the said Report was taken on record.

Based on the Scrutinizer's Report dated February 19, 2024, the results of the voting by way of Postal Ballot through remote e-voting only are as under:

Eldeco Housing & Industries Ltd.

S. No.	Particulars of Resolution	No. of total votes polled	No. of votes in favour	% of votes in favour	No. of votes in against	% of votes in against	No. of invalid/abstained votes
1.	Shifting of Registered Office of the Company from the State of Uttar Pradesh to the State of Haryana and consequent amendment in Clause II of the Memorandum of Association of the Company (Special Resolution)	66,13,877	66,13,875	100%	2	-	-

On the basis of the Scrutinizer's Report, the result of Postal Ballot was declared on **Monday, February 19, 2024**. The special resolution as set out in the Postal Ballot Notice dated January 15, 2024 has been duly passed with requisite majority on **February 18, 2024** (the last date specified for remote e-voting). The certified true copy of the resolution passed is attached herewith.

For Eldeco Housing and Industries Limited

Chandni Vij
Company Secretary
Mem. No. : A46897

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY THE SHAREHOLDERS OF THE COMPANY BY WAY OF POSTAL BALLOT ON FEBRUARY 18, 2024

Shifting of Registered Office of Eldeco Housing and Industries Limited from the State of Uttar Pradesh to the State of Haryana and consequent amendment in Clause II of the Memorandum of Association of the Company

“RESOLVED THAT pursuant to the provisions of Section 13 and Section 110 of the Companies Act, 2013 (**“the Act”**), read with Rule 30 of the Companies (Incorporation) Rules, 2014, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and any other applicable provisions of the Act, if any, (including any statutory modification(s) or re-enactment thereof, for the time being in force), and subject to the confirmation/approval of the Central Government through the office of the Regional Director, Northern Region, Ministry of Corporate Affairs, New Delhi and other competent authorities, if any, the consent of the Members of the Company be and is hereby accorded for shifting the Registered Office of the Company from the “State of Uttar Pradesh” to the “State of Haryana”.

RESOLVED FURTHER THAT upon shifting of the Registered Office being effective, the existing Clause II of the Memorandum of Association of the Company be substituted with the following new Clause:

II. The Registered Office of the Company will be situated in the State of Haryana.

RESOLVED FURTHER THAT the Board of Directors and the Company Secretary of the Company be and are hereby severally authorized to make necessary application(s)/petition with the Central Government through the office of the Regional Director, Northern Region, Ministry of Corporate Affairs and other competent authorities, if any, for the aforesaid shifting of Registered Office; to agree to such conditions or modifications that may be imposed, required or suggested by the Central Government, the Regional Director, Northern Region, Ministry of Corporate Affairs and other competent authorities, if any, or that may otherwise be deemed fit or proper by the Board; to settle all questions or difficulties that may arise with regard to the aforesaid in such manner as it may determine in its absolute discretion; and to take such steps and to do all such acts, deeds, matters and things as may be required, necessary, proper or expedient, to give effect to this Resolution.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to delegate all or any of the aforesaid powers/authorities to any committee of Directors, to Director(s), officers, advisors or consultants of the Company.”

For Eldeco Housing and Industries Limited

Chandni Vij
Company Secretary
Mem. No.: A46897

Eldeco Housing & Industries Ltd.