

Esha Media Research Ltd.

CIN : L72400MH1984PLC322857

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January 14, 2025

To

BSE Limited

Department of Corporate Services/

Corporate Relation Department

Phiroze Jeejeebhoy Towers, Dalal Street,
Mumbai – 400001.

REF: BSE: SCRIP CODE: 531259

Dear Sir/Madam,

Subject: Minutes of the Resolution passed by way of Postal ballot through Remote E- voting Process for the appointment of M/s. NA Shah Associates LLP as a Statutory Auditors of the Company intimated vide notice dated December 10, 2024 to the shareholders of the Company.

With reference to the captioned subject, enclosed are the Minutes of the Resolution passed by way of postal ballot by the Shareholders of the Company on January 11, 2025 as set out in the Postal Ballot Notice dated December 12, 2024. The Results of the Postal Ballot was declared on January 14, 2025.

Kindly take the same on your records.

Thanking you,

Yours faithfully,

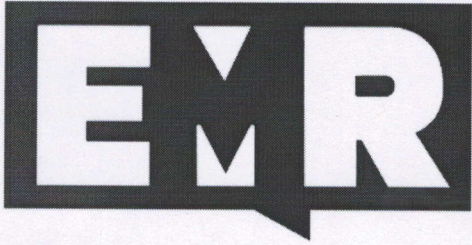
For **Esha Media Research Limited,**

Shilpa Pawar



Shilpa Vinod Pawar
(Whole-time director)

DIN: 01196385



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MINUTES OF THE RESOLUTIONS PASSED BY WAY OF POSTAL BALLOT THROUGH REMOTE E-VOTING PROCESS BY THE MEMBERS OF THE COMPANY ON SATURDAY, 11TH JANUARY, 2024, RESULTS OF WHICH WERE DECLARED ON 14TH JANUARY, 2025.

At its meeting held on December 09, 2024 the Board of Directors ("Board") of the Company approved the proposal to conduct a Postal Ballot pursuant to Section 110 of the Companies Act 2013 and Rule 20 & Rule 22 of the Companies (Management and Administration) Rules, 2014, read with the General Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020 read with other relevant circulars, including General Circular No. 09/2023 dated September 25, 2023 (the "MCA Circulars") issued by the Ministry of Corporate Affairs ("MCA Circulars") to seek approval of the Members for the following Ordinary Resolution:

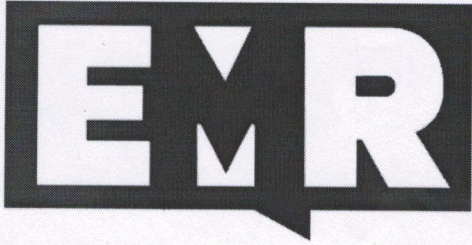
Sr. No	Subject of the Resolution
1	To approve appointment of M/s. NA Shah Associates LLP as a Statutory Auditors of the Company

The Board of Directors at its meeting held on December 09, 2024 had appointed M/s Shweta Gokarn & Associates, Practicing Company Secretary (COP Number: 11001), as Scrutinizer for conducting the Postal Ballot through Remote E-voting process in fair and transparent manner. The E-Voting facility to Members was provided through KFin Technologies Private Limited ("Karvy). The E-Voting period commenced on Friday, 13 December, 2024, 9.00 a.m. (IST) and ended on Saturday, 11 January, 2025, 5.00 p.m. (IST). The advertisement containing relevant details as required by the Companies (Management and Administration) Rules, 2014, including any statutory modification or re-enactment thereof, for the time being in force, was published on December 11, 2024 in Active Times, English Newspaper in English language and in Mumbai Lakshadweep, Marathi Newspaper in Marathi language.

The Scrutinizer submitted the report on postal ballot by remote e-voting process to the Company on January 14, 2025.

Summary of the Scrutinizer's Report is as under:

1. Pursuant to General Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020 read with other relevant circulars, including General Circular No. 09/2023 dated September 25, 2023 issued by the Ministry of Corporate Affairs, Government of India (collectively referred to as "MCA Circulars"), the postal ballot notice dated November 11, 2024 was sent to the members whose name(s) appeared on the Register of Members/list of Beneficial Owners as received from National Securities Depository Limited(NSDL)/Central Depository Services (India) Limited (CDSL) and Karvy Computershare Private Ltd., the Company's Registrar & Transfer Agent (hereinafter referred as "RTA") as on cut-off date i.e. Friday, 06th December, 2024.



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2. Particulars of votes cast through electronic means only have been entered in the register separately maintained for the purpose.
3. The votes cast through electronic means were unblocked on Saturday, January 11, 2025 after 5.00 PM.
4. Votes cast through electronic means were scrutinized and the shareholding was matched/confirmed with the Register of Members of the Company/list of beneficiaries as on Friday, 06th December, 2024.
5. Votes cast through electronic means up to 5.00 PM on Saturday, January 11, 2025 being the last time and date fixed by the Company for voting through electronic means were considered for scrutiny.
6. Since the voting on Postal Ballot process was conducted only through e-voting, reporting on finding of defaced or mutilated ballot paper does not arise.

Based on the analysis of valid votes, the Scrutinizer submitted the report dated January 14, 2025, to the Company. Based on the report, the resolution set out in the postal ballot notice dated December 10, 2024, have been declared to be passed with majority / with requisite majority.

The details of voting on the Ordinary Resolution as per the Scrutinizer's report are as under:

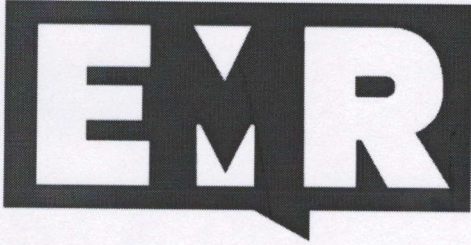
Resolution No 1: Ordinary Resolution

TO APPROVE APPOINTMENT OF M/s. NA SHAH ASSOCIATES LLP AS A STATUTORY AUDITORS OF THE COMPANY:

“RESOLVED THAT pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, including any statutory modification(s) or reenactment(s) thereof for the time being in force, M/s N A Shah Associates LLP, Chartered Accountants (Firm Registration No. 116560W) be and are hereby appointed as the Statutory Auditors of the Company, for a term of five (5) years commencing from the conclusion of the 41st Annual General Meeting until the conclusion of the 46th Annual General Meeting of the Company (i.e. from F.Y 2024-25 till 2028-29) at such remuneration plus applicable taxes and reimbursement of out of pocket expenses in connection with the Audit as may be fixed by the Board of Directors of the Company in consultation with them.

RESOLVED FURTHER THAT any Director of the Company be and is hereby severally authorized to sign, execute all such documents and do all such acts, deeds and things which may be necessary to bring into effect the above resolution.”

Reg Office : T 14-16, A Wing, 2nd Floor, Satyam Shopping Centre, Ghatkopar (E) , Mumbai ,
India - 400077



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Results of the Voting through Postal Ballot by Remote E-Voting was as follows:

Particulars	E-Voting		% of the total paid up capital as of cut-off date: 8th November, 2024
	No of Members voted through E-Voting System	No of votes Cast (Equity Shares of Rs. 10 each)	
E-votes with assent for the Resolution as percentage of net valid shares polled	23	28,23,727	99.99%
E-votes with Dissent for the Resolution as percentage of net valid shares polled	5	44	0.01%
E-votes with abstain from Voting	1	10	0%

Ms. Shilpa Vinod Pawar (DIN-01196385), Whole Time Director of the Company noted the results of voting as stated above and it was declared and recorded that the Resolution as set out in the Notice of Postal Ballot dated December 10, 2024 were duly passed by the Members on January 11, 2025 with majority/ with requisite majority.

Ms. Shilpa Vinod Pawar (DIN-01196385), Whole Time Director of the Company also stated that the results of Postal Ballot (Remote E-Voting) along with the Scrutinizer's Report will be placed on the website of the Company i.e. <https://eshamedia.com/investor-relations> and on Kfin website and the same has been submitted to BSE Ltd within the prescribed time limit.

For Esha Media Research Limited,

Shilpa Pawar



Shilpa Vinod Pawar
(Whole-time director)
DIN: 01196385