

JCA & Co.

Company Secretaries Firm

Office No. 23 Ground Floor, Swaymbhu Gaodevi SRA Building, Carter Road No. 2, Borivali East,
Mumbai – 400066

FORM NO. MGT-13

SCRUTINIZER'S CONSOLIDATED REPORT

**[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies
(Management and Administration) Rules, 2014]**

To,

The Chairman/Company Secretary

Annual General Meeting of the Equity Shareholders of **M/s. Empower India Ltd** held on Thursday, 30th day of September, 2022 at 09.00 A.M. at Sammelan Hall, A101, Samarth Complex, Jawahar Nagar, Goregaon (West), Mumbai – 400 104

Dear Sir,

I, Chirag Jain, Practicing Company Secretary, appointed as Scrutinizer by the Board of Directors for the purpose of Scrutinizing the remote e-voting and Physical Voting by Ballot papers in a fair and transparent manner at the Annual General Meeting ("AGM") of **M/s. Empower India Ltd** (herein referred as "the Company"), held on Friday, September 30, 2022 at 09: 00 a.m at Sammelan Hall, A101, Samarth Complex, Jawahar Nagar, Goregaon (West), Mumbai – 400 104 pursuant to section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014 and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to remote e-voting and voting through physical ballot process on the resolution contained in the Notice of the AGM dated 06th September 2022. My responsibility as a Scrutinizer for remote e-voting and voting through physical ballots is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions, based on the reports generated from the remote e-voting system of National Securities Depository Limited (NSDL) and of voting through physical ballots casted by the Members present at the Annual General Meeting of the Company.



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I submit my report as under:

1. The Company had appointed National Securities Depository Limited (NSDL) as the service provider, for extending the facility for the remote e-voting to the Members of the Company from Tuesday, 27th September 2022 at 9:00 A.M. and closed on Thursday, 29th September 2022 at 5:00 P.M.
2. The voting rights were reckoned as on 23rd September 2022, being cut-off date for the purpose of deciding the entitlements of Members at the remote e-voting and voting at the Meeting.
3. The Company facilitated the Members present in the AGM who could not participate in the remote e-voting to cast their votes through poll process. After the time fixed for the poll by the Chairman, ballot box kept for polling was locked in my presence with due identification marks placed by me.
4. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
5. The votes were unblocked on 30th September 2022 (after the conclusion of the meeting) in the presence of 2 witnesses, namely Mr. Umesh Gupta and Ms. Shreya Patil. Both are not in the employment of the Company.

Mr. Umesh Gupta

Ms. Shreya Patil

6. No poll paper was found invalid.
7. The Results of the voting are as under:



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ORDINARY BUSINESS:

RESOLUTION No. 1: (AS AN ORDINARY RESOLUTION)

TO RECEIVE, CONSIDER AND ADOPT:

- a. THE AUDITED STANDALONE FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED MARCH 31, 2022 TOGETHER WITH THE REPORTS OF THE BOARD OF DIRECTORS AND THE AUDITORS THEREON; AND
- b. THE AUDITED CONSOLIDATED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED MARCH 31, 2022 TOGETHER WITH THE REPORTS OF THE BOARD OF DIRECTORS AND THE AUDITORS:

Voted in favour of the resolution:

	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	77	1542744	33.41
Voting by poll	15	3051540	66.10
Total	92	4594284	99.51

Voted against the resolution:

	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	2	22610	0.49
Voting by poll	0	0	0
Total	2	22610	0.49

Invalid Votes:

	Total number of members (in person or in proxy) whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0
Voting by poll	0	0
Total	0	0

Result: Resolution passed with requisite majority.



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RESOLUTION No. 2: (AS AN ORDINARY RESOLUTION)

RE-APPOINTMENT OF RETIRING DIRECTOR MR. PANKAJ MISHRA (DIN: 07999390):

Voted in favour of the resolution:

	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	73	1161622	24.55
Voting by poll	15	3051540	64.49
Total	88	4213162	89.04

Voted against the resolution:

	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	7	518732	10.96
Voting by poll	0	0	0
Total	7	518732	10.96

Invalid Votes:

	Total number of members (in person or in proxy) whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0
Voting by poll	0	0
Total	0	0

Result: Resolution passed with requisite majority.



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RESOLUTION No. 3: (AS AN ORDINARY RESOLUTION)

APPOINTMENT OF M/S. RISHI SEKHRI AND ASSOCIATES AS STATUTORY AUDITORS:

Voted in favour of the resolution:

	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	78	1657744	35.03
Voting by poll	15	3051540	64.49
Total	93	4709284	99.52

Voted against the resolution:

	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	2	22610	0.48
Voting by poll	0	0	0
Total	2	22610	0.48

Invalid Votes:

	Total number of members (in person or in proxy) whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0
Voting by poll	0	0
Total	0	0

Result: Resolution passed with requisite majority.



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SPECIAL BUSINESS:

RESOLUTION No. 4: (AS A SPECIAL RESOLUTION)

RE-APPOINTMENT OF MR. MOHD. ZULFEQAR KHAN AS A MANAGING DIRECTOR AND PAYMENT OF REMUNERATION:

Voted in favour of the resolution:

	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	70	1158889	24.49
Voting by poll	15	3051540	64.49
Total	85	4210429	88.98

Voted against the resolution:

	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	10	521465	11.02
Voting by poll	0	0	0
Total	10	521465	11.02

Invalid Votes:

	Total number of members (in person or in proxy) whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0
Voting by poll	0	0
Total	0	0

Result: Resolution passed with requisite majority



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8. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
 9. The poll papers and other relevant records were sealed and handed over to the Company Secretary authorized by the Board for safe keeping.
 10. The consolidated result of the votes cast (by Remote E-Voting and by Poll) is provided as **Annexure 1** to this report.

Thanking You,
Yours Faithfully,

For JCA & Co.
Company Secretaries



CS Chirag Jain
Partner
Mem. No: F11127
C. P. No: 13687
UDIN: F011127D001102657

Date: 30th September 2022
Place: Mumbai

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Annexure – 1

Consolidated result of voting (by remote e-voting and Poll) for resolution numbers 1 to 4 of the Notice of the Annual General Meeting of “Empower India Limited” held on, 30th September, 2022 at 09: 00 A.M.:-

Resolution No.	Total Valid Votes Cast			Voted in favor of resolution				Voted against the resolution			
	Remote E-voting	Poll	Total	Remote E-voting	Poll	Total	%	Remote E-voting	Poll	Total	%
1	1565354	3051540	4616894	1542744	3051540	4594284	99.51	22610	0	22610	0.49
2	1680354	3051540	4731894	1161622	3051540	4213162	89.04	518732	0	518732	10.96
3	1680354	3051540	4731894	1657744	3051540	4709284	99.52	22610	0	22610	0.48
4	1680354	3051540	4731894	1158889	3051540	4210429	88.98	521465	0	521465	11.02

Result: All Resolutions passed with requisite majority.

