

October 28, 2024

BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400 001	National Stock Exchange of India Limited Exchange Plaza, C-1, Block-G Bandra Kurla Complex, Bandra (E) Mumbai- 400 051
Scrip Code: 543983	NSE Symbol: EMSLIMITED

Subject: - Disclosure under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) — Details of voting results of Postal Ballot conducted through remote e-voting and Scrutinizer’s Report

Dear Sir/Madam,

In furtherance to our earlier intimation dated September 26, 2024 regarding the Notice of Postal Ballot and commencement of the remote E-voting thereon, for the purpose of the Special business as mentioned below:

1. Raising of Funds in one or more tranches by way of issuance of equity shares through Qualified Institutions Placement (“QIP”) for an amount aggregating upto Rs. 400 Crore.

The aforesaid resolutions have been passed by members with requisite majority. Please find enclosed details of voting results pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 together with the Scrutinizer’s Report.

The voting results and the Scrutinizer’s Report are also being uploaded on the Company’s website, i.e. www.ems.co.in, under the Investors section.

Request you to take the same on your records.

Thanking you.
Yours faithfully,

For **EMS Limited (formerly known as EMS Infracon Pvt Ltd)**

Ashish Tomar
Managing Director & CFO
DIN: 03170943

Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To approve the proposal of raising of Funds in one or more tranches by way of issuance of equity shares through Qualified Institutions Placement ("QIP") for an amount aggregating upto Rs. 400 Crore				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	38705882	38705882	100.0000	38705882	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		38705882	38705882	100.0000	38705882	0	100.0000
Public- Institutions	E-Voting	1078466	743166	68.9095	743166	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		1078466	743166	68.9095	743166	0	100.0000
Public- Non Institutions	E-Voting	15746459	104462	0.6634	104246	216	99.7932	0.2068
	Poll							
	Postal Ballot (if applicable)							
	Total		15746459	104462	0.6634	104246	216	99.7932
Total		55530807	39553510	71.2280	39553294	216	99.9995	0.0005
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

R & D

COMPANY SECRETARIES

Report of Scrutinizer (Pursuant to Sections 108 and 110 of the Companies Act, 2013 read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014)

To,
The Chairman/Managing Director
EMS Limited
Regd. Office: 701, DLF Tower A, Jasola
New Delhi-110025

Sub: Report of Scrutinizer on passing of special resolution by the shareholders of EMS Limited (the "Company") through Postal Ballot only by way of remote E-voting.

Dear Sir,

We are pleased to present our report on the Postal Ballot conducted by **EMS Limited** seeking consent of its members for the resolution as contained in the Notice of Postal Ballot dated September 19, 2024.

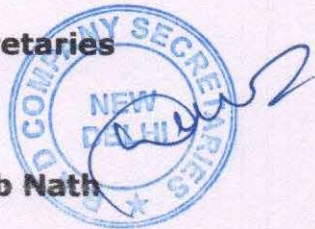
1. In terms of the provisions of Section 110 of the Companies Act, 2013 ("the Act") read with Companies (Management and Administration) Rules, 2014, we were appointed as the Scrutinizer by the Company on September 19, 2024 to conduct the Postal Ballot as contained in the Notice of Postal Ballot dated September 19, 2024 ("Postal Ballot Notice").
2. In terms of Sections 110 and 108 of the Act and all other applicable provisions, if any, read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 and in accordance with the relevant circulars issued by Ministry of Corporate Affairs ("MCA") from time to time on "Clarification on passing of Ordinary and Special resolutions by companies under the Act read with rules made thereunder", Members' approval was sought for the Resolution as contained in the Postal Ballot Notice through remote e-voting only.
3. **Notice of the Postal Ballot**
 - 3.1. The Company has informed that, on the basis of the Register of Members and the List of Beneficial Owners made available by the Depositories viz., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), as on **Friday, September 13, 2024 ("the cut-off date")**, the Company had completed the dispatch of Postal Ballot Notice on September 26, 2024 through e-mail to Members who had registered their email-ids with the Company/ Depositories/ Depository Participants/ Registrar and Transfer Agent (RTA).
 - 3.2. The Company had hosted the Postal Ballot Notice on its website and the website of NSDL ("e-voting Agency") and intimated the same to National Stock Exchange of India Ltd and BSE Limited on September 26, 2024.



- 3.3. Pursuant to Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 and the relevant MCA Circulars, an Advertisement regarding the Postal Ballot was published on September 27, 2024 in Delhi edition of Business Standard in English language and in Vernacular language.
4. In terms of the aforesaid notice, Members were required to convey their assent or dissent, only through e-voting system, on the e-voting platform provided by NSDL from 09:00 A.M. (IST) on Friday, September 27, 2024 till 05:00 P.M. (IST) on Saturday, October 26, 2024.
 5. Members' demographic details, their voting rights and voting pattern were downloaded by us from the NSDL e-voting platform.
 6. All the votes cast by the members were found to be valid.
 7. After the scrutiny of the e-voting results, we report that the Resolution as contained in the Postal Ballot Notice has been passed with requisite majority.

We have annexed with this report, the analysis of the results of the Resolution as contained in the Postal Ballot Notice.

For **R&D**
Company Secretaries



Debabrata Deb Nath
Partner
FCS No.:7775; CP No.: 8612
UDIN: F007775F001789874
Peer Review Certificate no. 1403/2021
Unique Identification No. P2005DE011200

Date: October 28, 2024
Place: Delhi

Result of Postal Ballot**Item No. 1:****Special Resolution**

To approve the proposal of Raising of Funds in one or more tranches by way of issuance of equity shares through Qualified Institutions Placement ("QIP") for an amount aggregating upto Rs. 400 Crore.

Particulars	Number of valid		Percentage (%)
	Voters	Votes	
Assent	253	3,95,53,294	99.9995
Dissent	17	216	0.0005
Total	270	3,95,53,510	100.00

For R&D
Company Secretaries



Debabrata Deb Nath
Partner
FCS No.:7775; CP No.: 8612
UDIN: F007775F001789874
Peer Review Certificate no. 1403/2021
Unique Identification No. P2005DE011200

Countersign by

Date: October 28, 2024
Place: Delhi