



## Aarvi Encon Limited

Formerly known as Aarvi Encon Private Limited

CIN : L29290MH1987PLC045499

(ISO 9001 : 2015 & OHSAS 18001 : 2007)

Regd. Office : B1-603, 6th Floor, Marathon Innova, Marathon Nextgen Complex,  
Opp. Peninsula Park, Lower Parel, Mumbai - 400 013, INDIA.



AEL/NSE/2022-23/39

Date: March 06, 2023

To,

**National Stock Exchange of India Limited**

Exchange Plaza, C-1, Block G,

Bandra Kurla Complex,

Bandra (E), Mumbai - 400 051

Kind Attention: Head - Listing

Symbol: AARVI

**Sub: Voting Results and Scrutinizer's Report of Postal Ballot through remote e-Voting.**

Dear Sir/Madam,

This is further to our letter dated 2<sup>nd</sup> February 2023, which enclosed the Postal Ballot Notice dated 23<sup>rd</sup> January, 2023, for seeking consent of the Members of the Company by way of a Special Resolution through the remote e-Voting process for approval of the appointment of Mr. Ramamoorthy Ramachandran (DIN: 07049995) as an Independent (Non-Executive) Director of the Company.

In this regard, the remote e-voting process concluded on 4<sup>th</sup> March 2023, at 5:00 p.m. (IST), post which the Scrutinizer has submitted his report on the results of the Postal Ballot. Based on the report of the Scrutinizer, we hereby inform that the Members of the Company have duly passed the above Special Resolution with the requisite majority.

In connection with the same, please find the following:

- a) Voting results of the said Postal Ballot activity through remote e-Voting, in relation to the aforesaid business, as required under Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations.
- b) The Scrutinizer's Report dated 6<sup>th</sup> March 2023, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014.

The Voting Results along with the Scrutinizer's Report are also available on the website of the Company viz. [www.aarviencon.com](http://www.aarviencon.com) and on website of National Securities Depository Limited [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

Yours Faithfully,

For Aarvi Encon Limited

Leela Bisht  
Company Secretary and Compliance Officer

**AARVI ENCON LIMITED**

<b>Date of the AGM/EGM</b>	04/03/2023
<b>Total number of shareholders on record date</b>	7636
<b>No. of shareholders present in the meeting either in person or through proxy:</b>	<b>0</b>
Promoters and promoter Group:	0
Public:	0
<b>No. of shareholders attended the meeting through Video Conferencing:</b>	<b>NOT ARRANGED</b>
Promoters and promoter Group:	
Public:	

**Resolution 1** :Appointment of Mr. Ramamoorthy Ramachandran (DIN:- 07049995) as a Non - Executive Independent Director of the Company.

<b>Resolution required :(Ordinary / Special)</b>	<b>Special Resolution</b>
<b>Whether promoter/promoter group are interested in the agenda/resolution ?</b>	<b>No</b>

<b>Category</b>	<b>Mode of Voting</b>	<b>No. of shares held</b>	<b>No. of votes polled</b>	<b>% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100</b>	<b>No. of Votes in favor</b>	<b>No. of Votes against</b>	<b>% of Votes in favour on votes polled (6)=[(4)/(2)]*100</b>	<b>% of Votes against on votes polled (7)=[(5)/(2)]*100</b>
		<b>(1)</b>	<b>(2)</b>		<b>(4)</b>	<b>(5)</b>		
<b>Promoter &amp; Promoter Group</b>	<b>E-VOTING</b>	10862500	10850000	99.89	10850000	0	100.00	0.00
	<b>POLL</b>	0	0	0.00	0	0	0.00	0.00
	<b>POSTAL BALLOT</b>	0	0	0.00	0	0	0.00	0.00
	<b>TOTAL</b>	10862500	10850000	99.88	10850000	0	100.00	0.00
<b>Public - Institutions</b>	<b>E-VOTING</b>	0	0	0.00	0	0	0.00	0.00
	<b>POLL</b>	0	0	0.00	0	0	0.00	0.00
	<b>POSTAL BALLOT</b>	0	0	0.00	0	0	0.00	0.00
	<b>TOTAL</b>	0	0	0.00	0	0	0.00	0.00
<b>Public-Non Institutions</b>	<b>E-VOTING</b>	3921500	138821	3.54	136821	2000	98.56	1.44
	<b>POLL</b>	0	0	0.00	0	0	0.00	0.00
	<b>POSTAL BALLOT</b>	0	0	0.00	0	0	0.00	0.00
	<b>TOTAL</b>	3921500	138821	3.54	136821	2000	98.56	1.44
<b>TOTAL</b>		14784000	10988821	74.33	10986821	2000	99.98	0.02



# BHATT & ASSOCIATES

## COMPANY SECRETARIES LLP

### SCRUTINIZER'S REPORT ON POSTAL BALLOT

*[Pursuant to applicable provisions of the Companies Act, 2013, Rules made thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]*

To,  
**The Chairman,**  
**Aarvi Encon Limited,**  
603, B1 Wing, Marathon Innova, Marathon Nextgen  
Complex, Lower Parel (W) Mumbai - 400013.

**Subject: Scrutinizer's Report on Shareholders voting through Postal Ballot.**

Dear Sir,

I, Aashish K. Bhatt, Designated Partner of Bhatt & Associates Company Secretaries LLP, Practicing Company Secretaries, Mumbai, had been appointed as the Scrutinizer by the Board of Directors of Aarvi Encon Limited (hereinafter referred as "the Company") in their meeting dated January 23, 2023, pursuant to Section 108, 110 of the Companies Act, 2013 other applicable provisions, if any, of the Companies Act, 2013 (the "Act"), Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("the applicable rules"), Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") read with the General Circular No. 14/2020 dated April 8, 2020, the General Circular No. 17/2020 dated April 13, 2020, the General Circular No. 22/2020 dated June 15, 2020, the General Circular No. 33/2020 dated September 28, 2020, the General Circular No. 39/2020 dated December 31, 2020, the General Circular No. 10/2021 dated June 23, 2021 and the General Circular No. 20/2021 dated December 8, 2021, Circular No. 3/2022 dated May 5, 2022, Circular No. 11/2022 dated December 28, 2022 and such other circulars issued by the Ministry of Corporate Affairs in this regards ("MCA Circulars") (including any statutory modification or re-enactment thereof for the time being in force, and as amended from time to time), to scrutinize the postal ballot voting process through remote e-voting in a fair and transparent

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manner in respect of the resolution as mentioned in the Notice of Postal Ballot dated January 23, 2023 proposed to be passed by the shareholders of the Company. The members were requested to convey their assent / dissent through remote e-voting system commencing from Friday, February 3, 2023 at 09.00 a.m. to Saturday, March 4, 2023 at 05.00 p.m. (hereinafter referred to as "the remote e-voting period").

In accordance with the MCA circulars, the Company has sent the Notice of Postal Ballot in electronic form only and no physical copy of Notice of Postal Ballot, Postal ballot form and pre-paid business reply envelop was required to be sent to the shareholders. Accordingly, the communication of the assent or dissent of the members took place through remote e-voting system only.

Members of the Company were provided remote e-voting facility through National Securities Depository Limited ("NSDL") whereby they could cast their votes during the remote e-voting period and some members of the Company voted during the aforesaid period. After the said remote e-voting period, the voting portal had been disabled by NSDL, the service provider.

The Management of the Company is responsible for ensuring compliance with the requirements of the Act and the rules made there under and SEBI Listing regulations.

My responsibility as a scrutinizer was restricted to scrutinize the postal ballot voting process through remote e-voting in a fair and transparent manner and to prepare a scrutinizer's report for the votes cast as assent or dissent/ favour or against on the resolution as stated in the Notice of Postal ballot, based on report generated from e-voting system provided by NSDL.

The Cut-off date for the purpose of identifying the Shareholders/list of beneficial owners who will be entitled to vote on the resolution for approval of the members was Friday, January 27, 2023.

After receiving the votes cast electronically on March 4, 2023 i.e. the last date specified for receipt of votes, the votes cast through remote e-voting were duly unblocked by me in the presence of Ms. Khushboo Bhatt and Ms. Dhwani Shah, who were witnesses in accordance rule 20 sub rule 4(xii) of the said rules.

The documents pertaining to remote e-voting and all other relevant records are kept in our safe custody and be retained until it is approved and signed by the Chairman or any other official authorised by the Chairman, and thereafter shall be handed over to the Company Secretary for safe keeping.

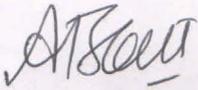


Information with respect to number of members who had cast their votes on the remote e-voting platform till Saturday, March 4, 2023 at 5.00 p.m. is provided as Annexure 1 and the result of total votes cast, whether in favour or against, in accordance with the aforesaid Rules is annexed as Annexure 2 to this Report and based on which we confirm that the special resolution was passed with requisite majority.

You are requested to acknowledge the receipt of this report.

Thanking you,

For Bhatt & Associates Company Secretaries LLP



Aashish K. Bhatt

Designated Partner

Membership No.: A19639 / COP No.: 7023

UDIN: A019639D003238877



Place: Mumbai

Date: 06.03.2023

Countersigned by:

For Aarvi Encon Limited

Chairman of the Company

**WITNESSES' CONFIRMATION**

In pursuance of Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time, and with respect to the conduct of postal ballot voting through remote e-voting process of Aarvi Encon Limited ("the Company"), on the resolution set out in the Notice of Postal ballot, which was held from Friday, February 3, 2023 at 09.00 a.m. to Saturday, March 4, 2023 at 05.00 p.m. through remote e-voting, we, Ms. Khushboo Bhatt (working at D/101, Lata Annexe, Above Axis Bank, W.E highway, Borivali (East), Mumbai – 400 066) and Ms. Dhvani Shah (working at D/101, Lata Annexe, Above Axis Bank, W.E highway, Borivali (East), Mumbai – 400 066) hereby confirm our witnessing to the unblocking of votes cast through remote e-voting process.

We further state that we are not in the employment of the Company.

Witness 1:

Witness 2:

\_\_\_\_\_  
(Khushboo Bhatt)

\_\_\_\_\_  
(Dhwani Shah)

Date: 06.03.2023

Place: Mumbai

ANNEXURE - 1

Date of passing of the resolution through postal ballot	March 4 ,2023
Total number of shareholders as on cut off date i.e January 27, 2023 for remote e-voting	7,636
No. of Shareholders who had cast their votes on the remote e-voting platform for postal ballot resolutions	56



*Handwritten signature*

**ANNEXURE - 2**

1. Resolution required: Special			Appointment of Mr. Ramamoorthy Ramachandran (DIN:- 07049995) as a Non - Executive Independent Director of the Company.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of Votes Cast	% of Votes cast on outstanding shares	No. of Votes - in Favour	No. of Votes - Against	% of Votes in favour on votes cast	% of Votes against on votes cast
		(1)	(2)	(3) = [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	postal ballot through remote E-Voting process	1,08,62,500	1,08,50,000	99.885	1,08,50,000	0	100.000	0.000
	poll		0	0.00	0	0	0.000	0.000
	<b>Total</b>	<b>1,08,62,500</b>	<b>1,08,50,000</b>	<b>99.885</b>	<b>1,08,50,000</b>	<b>0</b>	<b>100.000</b>	<b>0.000</b>
Public - Institutions	postal ballot through remote E-Voting process	0	0	0.000	0	0	0.000	0.000
	poll		0	0.000	0	0	0.000	0.000
	<b>Total</b>	<b>0</b>	<b>0</b>	<b>0.000</b>	<b>0</b>	<b>0</b>	<b>0.000</b>	<b>0.000</b>
Public - Non Institutions	postal ballot through remote E-Voting process	39,21,500	1,38,821	3.540	1,36,821	2,000	98.559	1.441
	poll		0	0.00	0	0	0.000	0.000
	<b>Total</b>	<b>39,21,500</b>	<b>1,38,821</b>	<b>3.540</b>	<b>1,36,821</b>	<b>2,000</b>	<b>98.559</b>	<b>1.441</b>
<b>Total</b>		<b>1,47,84,000</b>	<b>1,09,88,821</b>	<b>74.329</b>	<b>1,09,86,821</b>	<b>2,000</b>	<b>99.982</b>	<b>0.018</b>



Date: 06/03/2023

TO,  
Aarvi Encon Limited  
Leela Bisht  
Company Secretary & Compliance Officer

Dear Sir,

Subject: Postal Ballot of Aarvi Encon Limited cut off dated 27/01/2023

With reference to above subject, we have created EVEN No. 123256 for subject Company on NSDL e-voting platform based on the information received from company .

Further please note under above mentioned EVEN no 2<sup>nd</sup> resolution was reflecting due to technical error where no title or description was mentioned hence the report is prepared considering 1st resolution passed by the company

This above is for your information.

Thanking you,

Yours faithfully,  
For Bigshare Services Pvt Ltd.

Authorised Signatory

Encls : As above.



**CIN : U99999MH1994PTC076534**