

Ref. no. : Ethos/Secretarial/2023-24/27

Dated: May 20, 2023

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,
Mumbai - 400 051

Scrip Code : 543532

Trading symbol : ETHOSLTD

ISIN : INE04TZ01018

Subject : Disclosure pursuant to regulation 44(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of results of e-voting on the special resolution set out under Notice of Postal Ballot dated March 28, 2023 along with Scrutiniser’s Report

Dear Sir/Ma’am

Greetings from Ethos.

This is in furtherance to our disclosure dated April 19, 2023 enclosing the copy of Postal Ballot Notice (‘Notice’) for seeking approval of the Members on the special resolution set out in the Notice.

The Company conducted the Postal Ballot by remote e-voting process as set out in the aforesaid Notice pursuant to Section 110 read with Section 108 and other applicable provisions, if any, of the Companies Act, 2013, (‘Act’) (including any statutory modification or re-enactment thereof for the time being in force), read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, (‘Rules’), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘SEBI Listing Regulations’), Secretarial Standard on General Meetings issued by The Institute of Company Secretaries of India (‘SS-2’), each as amended, and in accordance with the guidelines prescribed by the Ministry of Corporate Affairs (‘MCA’) for holding general meetings/conducting postal ballot process through e-voting vide General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 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, Circular No. 20/2021 dated December 8, 2021, General Circular Nos. 03/2022 dated May 5, 2022 and General Circular no. 11/2022 dated December 28, 2022 (collectively the ‘MCA Circulars’).

The remote e-voting process commenced on **Thursday, April 20, 2023 at 9:00 a.m. (IST)** and concluded on **Friday, May 19, 2023 at 5:00 p.m. (IST)**, post which the Scrutinizer has submitted his report on the results of the Postal Ballot. Pursuant to Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 (the “Listing Regulations”), we would like to report the voting results in respect of following business as set out under the Notice:-

S.No.	Particulars of the agenda item	Type of resolution
1	Re-appointment of Mr. Yashovardhan Saboo (DIN – 00012158) as the Chairman and Managing Director of the Company and approval of remuneration thereof	Special

– ETHOS LIMITED –

Registered Office:
 Plot No. 3, Sector III, Parwanoo,
 Himachal Pradesh - 173220, India

Corporate Office:
 Kamla Centre, S.C.O. 88-89, Sector 8-C,
 Chandigarh - 160009, India

Head Office:
 Global Gateway Towers A, 1st Floor, MG Road,
 Sector 26, Gurugram, Haryana - 122002, India

The aforementioned special resolution has been approved by the members with requisite majority as per the Consolidated Scrutinizer's Report issued by CS Jaspreet Singh Dhawan, Scrutinizer vide his Report dated May 20, 2023. Details of remote e-voting results as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the aforesaid resolutions and Consolidated Scrutinizer's Report are attached herewith as **Annexure – I** and **Annexure – II** respectively, for the kind information of our valued investors.

The results and report of the Scrutinizer will also be hosted on the website of the Company www.ethoswatches.com and on the website of KFin Technologies Limited at <https://evoting.kfintech.com>

We would request you to please take the same in your record and oblige.

Thanking you

Yours truly
For **Ethos Limited**



Anil Kumar
Company Secretary & Compliance Officer
Membership no. F8023

Encl.: as above

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Sector 26, Gurugram, Haryana - 122002, India

ETHOS LIMITED

CIN - L52300HP2007PLC030800

Registered Office : Plot no. 3, Sector III, Parwanoo, Himachal Pradesh - 173 220; Telephone : 0172 2548223/24; Website: www.ethoswatches.com ; Email : investor.communication@ethoswatches.com

Date of the Notice of Postal Ballot	March 28, 2023
Total number of shareholders on record date	14,864 (Fourteen thousand eight hundred and sixty four)
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing:	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution No.	1									
Resolution required: (Ordinary/ Special)	SPECIAL : Re-appointment of Mr. Yashovardhan Saboo (DIN – 00012158) as the Chairman and Managing Director of the Company and approval of remuneration thereof									
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	1,51,01,414	1,49,95,493	99.30	1,49,95,493	0	100.0000	0.00	0	0
	Poll		0	0.00	0	0	0.00	0.00	0	0
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0	0
	Total		1,51,01,414	1,49,95,493	99.30	1,49,95,493	0	100.00	0.00	0
Public- Institutions	E-Voting	40,07,489	27,00,244	67.38	19,55,104	7,45,140	72.40	27.60	0	0
	Poll		0	0.00	0	0	0.00	0.00	0	0
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0	0
	Total		40,07,489	27,00,244	67.38	19,55,104	7,45,140	72.40	27.60	0
Public- Non - Institutions	E-Voting	42,40,330	16,82,192	39.67	16,82,155	37	99.99	0.00	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		42,40,330	16,82,192	39.67	16,82,155	37	99.99	0.00	0
GRAND TOTAL		2,33,49,233	1,93,77,929	82.99	1,86,32,752	7,45,177	96.15	3.85	0	0



Jaspreet Singh Dhawan
B.Com (Hons.), FCS

JASPREET DHAWAN & ASSOCIATES

COMPANY SECRETARIES

H. No. 705, Phase-10, Sector 64, Mohali, Punjab-160062

cell : +91 98885-15184, 75891-58266

Off. : +91 98142-49418

e-mail : jaspreetsdhawan1@gmail.com

dhawan_jaspreet@hotmail.com

SCRUTINIZER'S REPORT

*Scrutinizer Report on Remote E-Voting in Respect of Resolutions Proposed through Postal Ballot
[Pursuant to Sections 108 & 110 of the Companies Act, 2013 read with Rules 20 and 22 of the
Companies (Management and Administration) Rules, 2014]*

To,
The Chairman,
ETHOS LIMITED
PLOT NO. 3, SECTOR- III, PARWANOO
HIMCHAL PRADESH 173220 INDIA

Dear Sir,

Report of Scrutinizer on passing of Special Resolution by the shareholders of ETHOS LIMITED (the "Company") through Postal Ballot by way of remote E- voting only

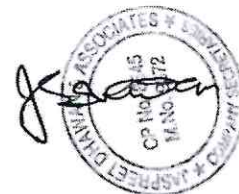
Dear Sir,

I, **Jaspreet Singh Dhawan, Practicing Company Secretary**, Proprietor of M/s Jaspreet Dhawan & Associates (FCS 9372; CP 8545), have been appointed as a scrutinizer, by the Board of Directors of **ETHOS LIMITED** for the purpose of scrutinizing the Postal Ballot e-voting process for seeking members' assent/dissent on the special resolution as specified in the Postal Ballot Notice dated March 28, 2023.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules made thereunder and the various circulars issued by the Ministry of Corporate Affairs, Government of India relating to Postal Ballot. My responsibility as the scrutinizer is restricted to make a scrutinizer report of the votes cast in favour/against/Invalid/Abstain on the special resolution contained in the Postal Ballot Notice dated March 28, 2023 based on the reports generated from the e-voting system provided by the KFin Technologies Limited, the authorized agency to provide e-voting facilities, engaged by the Company for the purpose.

I submit my report as under:

1. The Postal Ballot is held in compliance with the provisions of Section 108, Section 110 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, ("the Rules") including any statutory modifications or re-enactments thereof for the time being in force as amended from time to time, read with the General Circular No. 11/2022 dated December 28,



2022 (in continuation to the circulars issued earlier in this regard) issued by the Ministry of Corporate Affairs ("MCA Circulars"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the Secretarial Standard on General Meetings issued by The Institute of Company Secretaries of India ("SS-2") and pursuant to other applicable laws and regulations.

2. The Company has on April 19, 2023 sent Postal Ballot Notice dated March 28, 2023 through electronic mode to the Members whose e-mail ids were registered with the Company, Registrar & Share Transfer Agents (RTA), Central Depository Services (India) Limited ("CDSL")/ National Securities Depository Limited (NSDL) as on Friday, April 14, 2023 ('Cut-off date').
3. The Company has on Thursday, April 20, 2023 published an advertisement in **Financial Express - English** (Ahmedabad, Bangalore, Chandigarh, Chennai, Hyderabad, Kochi, Kolkata, Lucknow, Mumbai, Delhi, Pune editions) and **Himachal Times - Hindi** (in the Shimla (cover Parwanoo) edition).
4. The e-voting facility was provided by Registrar and Share Transfer Agent "KFin Technologies Limited". The Postal Ballot e-voting period commenced on Thursday, April 20, 2023 at 9:00 a.m. (IST) and ended on Friday, May 19, 2023 at 5:00 p.m. (IST).
5. After the time fixed for closing of the e-voting i.e., 5.00 P.M. (IST), the votes were unblocked at 05:05 P.M (IST) on Friday, May 19, 2023, in the presence of two witnesses who are not in the employment of the Company, on the e-voting website of KFin Technologies Limited (<https://evoting.kfintech.com/Login.aspx>). The data generated was diligently scrutinized.
6. The data for the purpose of verification of the number of shares was taken as on Friday, April 14, 2023 which was the relevant date (**cut-off date**) fixed for determining voting rights of the Members entitled to participate in the voting process.
7. The results of the e-voting in respect to passing of special resolution contained in the Postal Ballot Notice dated March 28, 2023 are as under:

Item No. 1 - As a Special Resolution:-

Re-appointment of Mr. Yashovardhan Saboo (DIN - 00012158) as the Chairman and Managing Director of the Company and approval of remuneration thereof

- (i) Voted *in favour* of the Resolution:

Number of members voted	Number of shares held by them	% of shares held by them
92	1,86,32,752	96.155%



(ii) Voted *against* the Resolution:

Number of members voted	Number of shares held by them	% of shares held by them
6	745177	3.845%

(iii) *Invalid/Abstain* Votes:

Number of members whose votes were declared invalid/abstain	Number of invalid/Less voted /abstain votes cast by them
Nil	Nil

Based on the foregoing, the Resolution No. 1 shall be deemed to have been passed with the requisite majority.

The relevant records relating to the e-voting shall remain in my safe custody and will be handed over to the Company Secretary and Compliance Officer of the Company for preserving safely after the consideration of results and after the approval of the Chairman and signing of the Minutes.

Thanking You,
Yours Sincerely

For M/s Jaspreet Dhawan & Associates
Company Secretaries



Jaspreet Singh Dhawan
FCS: 9372
CP No: 8545
UDIN: F009372E000341220

Date: 20/05/2023
Place: Mohali

Counter signed by:
For ETHOS LIMITED

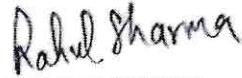
Anil Kumar

Company Secretary & Compliance Officer
(Membership no.: F8023)

We, the undersigned, witnesseth that the votes were unblocked from the e-voting website of the KFin Technologies Limited (<https://evoting.kfintech.com/Login.aspx>) in our presence at 5.05 P.M. IST on Friday, May 19, 2023.



Simarpreet Kaur (Witness No.1)
House no. 2, Sheetal Niwas, Zirakpur
Mohali, Punjab



Rahul Sharma (Witness No. 2)
House No. 938, Phase 10, Mohali
Punjab