

15<sup>th</sup> March, 2024

BSE Limited  
Department of Corporate Services  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai 400 001  
Scrip Code: 500575

National Stock Exchange of India Limited  
Listing Department  
Exchange Plaza  
Bandra-Kurla Complex  
Bandra (East), Mumbai 400 051  
NSE Symbol: VOLTAS

Dear Sirs,

Sub: Voting Results of Postal Ballot through remote e-Voting

This is further to our letter dated 13th February, 2024, enclosing the Postal Ballot Notice dated 30th January, 2024, for seeking approval of members of the Company on the following Resolution:

Sr. No.	Description of Resolution	Type of Resolution
1	Appointment of Mr. Jayesh Tulsidas Merchant (DIN: 00555052) as an Independent Director of the Company for a term of five years with effect from 30th January, 2024.	Special Resolution

2. In this regard, the remote e-voting process concluded today i.e. 15<sup>th</sup> March, 2024, 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.

3. In this connection, we enclose herewith the following:

- (a) Voting results of the said Postal Ballot pursuant to Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.
- (b) Scrutinizer's Report dated 15<sup>th</sup> March, 2024 on remote e-voting.

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

5. This is for your information and records.

Thanking you,

Yours faithfully,  
VOLTAS LIMITED

V. P. Malhotra  
Head – Taxation,  
Legal & Company Secretary

Encl.

**VOLTAS LIMITED**

Corporate Management Office

Registered Office Voltas House 'A' Dr Babasaheb Ambedkar Road Chinchpokli Mumbai 400 033 India

Tel 91 22 6665666 Fax 91 22 66656311 website [www.voltas.in](http://www.voltas.in)

Corporate Identity Number L29308MH1954PLC009371

A **TATA** Enterprise



## Results of Postal Ballot

(As per Regulation 44(3) of Listing Regulations)

Date of Postal Ballot Notice	30th January, 2024
e-Voting Start Date	Thursday, 15th February, 2024 from 9.00 a.m. (IST)
e-Voting End Date	Friday, 15th March, 2024 at 5.00 p.m. (IST)
Total number of Members as on record date	2,48,581 as on 9th February, 2024 (‘Cut-off date’)
No. of Members present in the meeting either in person or through proxy - Promoters & Promoter Group - Public	Not Applicable
No. of Members attended the meeting through Video Conferencing - Promoters & Promoter Group - Public	Not Applicable

### **VOLTAS LIMITED**

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Voltas Limited								
Resolution Required : (Ordinary/Special)			Special					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			Appointment of Mr. Jayesh Tulsidas Merchant (DIN: 00555052) as an Independent Director of the Company for a term of five years with effect from 30th January, 2024.					
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	100253480	100253480	100.0000	100253480	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>100253480</b>	<b>100.0000</b>	<b>100253480</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	181479624	160319320	88.3401	159689596	629724	99.6072	0.3928
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>160319320</b>	<b>88.3401</b>	<b>159689596</b>	<b>629724</b>	<b>99.6072</b>	<b>0.3928</b>
Public Non Institutions	E-Voting	49151636	1254581	2.5525	1251345	3236	99.7421	0.2579
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>1254581</b>	<b>2.5525</b>	<b>1251345</b>	<b>3236</b>	<b>99.7421</b>	<b>0.2579</b>
<b>Total</b>		<b>330884740</b>	<b>261827381</b>	<b>79.1295</b>	<b>261194421</b>	<b>632960</b>	<b>99.7583</b>	<b>0.2417</b>

VOLTAS LIMITED

V. P. Malhotra  
Head - Taxation, Legal  
& Company Secretary



### SCRUTINIZER'S REPORT

*{Pursuant to Sections 108 and 110 of the Companies Act, 2013 and Rule 20 and 22 respectively of the Companies (Management and Administration) Rules, 2014 read with amendments made thereto and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended}*

**To,**  
**The Company Secretary & Compliance Officer**  
**Voltas Limited**  
Voltas House 'A',  
Dr. Babasaheb Ambedkar Road,  
Chinchpokli, Mumbai - 400 033

Dear Sir,

1. I, **Bhaskar Upadhyay**, Partner of **M/s N. L. Bhatia & Associates, Practicing Company Secretaries** have been appointed as the Scrutinizer by the Board of Directors of **Voltas Limited ("the Company")** vide its resolution dated **January 30, 2024**, to receive and scrutinize the Postal Ballot process through remote e-voting with respect to the following Special Business ("**Resolution**") set out in the Postal Ballot Notice dated **January 30, 2024 ("the Notice")**:

S. No.	Resolution	Approval
1.	<b>Appointment of Mr. Jayesh Tulsidas Merchant (DIN: 00555052) as an Independent Director of the Company</b>	<b>Special Resolution</b>

2. I have given my consent to act as Scrutinizer vide letter dated **January 25, 2024**.
3. The Board had authorized the Company Secretary & Compliance Officer to be responsible for the entire postal ballot process and also authorized him to do all things and to take all incidental and necessary steps for smooth conduct of the entire postal ballot process.

4. Pursuant to the provisions of Sections 108, 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**"), Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**Listing Regulations**"), read with General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020 and various subsequent circulars, read with Circular No. 9/2023 dated September 25, 2023 issued by the Ministry of Corporate Affairs ("**the MCA Circulars**") and any other applicable provisions, of the Act, Rules, Regulations, Circulars and Notifications (including any statutory modification(s), clarification(s) or re-enactment(s) thereof for the time being in force), the item of special business as set out in the Notice was proposed for approval of the Members of the Company through remote e-voting only.
5. In compliance with the MCA Circulars, the Notice including Explanatory Statement along with the instructions of remote e-voting was sent by email on **February 13, 2024** only to those members who have registered their email address with the Company or Depositories/Depository Participants/Registrar and Transfer Agent (RTA) and whose names appear on the Register of Members/List of Beneficial Owners as received from National Securities Depository Limited ("**NSDL**") and Central Depository Services (India) Limited ("**CDSL**") as on the **cut-off date i.e. Friday, February 09, 2024**. The Members of the Company as on the cut-off date were entitled to vote on the Resolution as contained in the Notice.
6. The Company had published an advertisement in Business Standard (English – All India Edition) and Sakal (Marathi – Mumbai Edition) newspapers on **February 14, 2024** regarding completion of dispatch of Notice and also specifying therein the matters prescribed in the Rules with regard to remote e-voting.
7. The Company had appointed NSDL for providing remote e-voting facility to the Members of the Company.
8. Members were required to communicate their assent or dissent only through remote e-voting system in terms of MCA Circulars.
9. The remote e-voting period commenced on **Thursday, February 15, 2024 at 9:00 a.m. (IST) and ended on Friday, March 15, 2024 at 5:00 p.m. (IST)**.
10. The e-voting was blocked at **5:00 p.m. (IST) on Friday, March 15, 2024** and the e-voting summary statement was thereafter downloaded from e-voting website of NSDL.



11. My responsibility as a Scrutinizer for the e-voting is restricted to provide a Scrutinizer's Report of the votes cast "**in favour**" or "**against**" the Resolution stated in Postal Ballot Notice dated **January 30, 2024** based on the report generated from the e-voting system provided by NSDL.
12. The votes cast by the Members through the remote-voting facility were scrutinized by using the scrutinizer's login on the NSDL's e-voting website after the close of the remote e-voting period at **5:00 p.m. (IST) on Friday, March 15, 2024**.
13. Scrutiny of remote e-voting commenced post **5:00 p.m. (IST) on Friday, March 15, 2024** and ended on the same day.
14. Particulars of all the remote e-voting received from the members have been entered in the register.
15. All the votes cast through Remote E-Voting facility up to **5:00 p.m. (IST) on Friday, March 15, 2024**, the last date and time fixed by the Company for e-voting were considered for my scrutiny.
16. With reference to the above, I submit my report as under:

The result of Postal Ballot through remote e-voting in respect of the following Resolution is set out as under:

**Resolution no. 1 (Special Resolution):**

**Appointment of Mr. Jayesh Tulsidas Merchant (DIN: 00555052) as an Independent Director of the Company.**

Out of total 2,48,581 members, 1,454 members cast their votes by remote e-voting as detailed below:

Particulars	Number of Members who voted through e-voting	Number of votes through e-voting	Percentage (%)
Assent	1,398	26,11,94,421	99.7583
Dissent	56	6,32,960	0.2417
<b>Total</b>	<b>1,454</b>	<b>26,18,27,381</b>	<b>100</b>

The relevant papers/records and documents pertaining to this Postal Ballot activity will be handed over to Mr. V. P. Malhotra, Company Secretary & Compliance Officer of the Company for safe custody.

17. Based on the above scrutiny, I hereby certify that the Resolution as set out in the Notice has been approved and passed by the members with requisite majority. The Resolution as specified in the Notice is deemed to be passed on the last date of remote e-voting, i.e., **Friday, March 15, 2024.**

You may accordingly declare the result of Postal Ballot.

Date : March 15, 2024  
Place: Mumbai  
UDIN: F008663E003590780

For N L Bhatia & Associates  
Practicing Company Secretaries  
UIN: P1996MH055800  
PR No. 700/2020



A handwritten signature in blue ink, appearing to read "Bhaskar Upadhyay".

Bhaskar Upadhyay  
Partner  
FCS: 8663  
CP. No.: 9625

For Voltas Limited

A handwritten signature in blue ink, appearing to read "V P Malhotra".

V P Malhotra  
Head – Taxation, Legal  
& Company Secretary