

# EMA INDIA LIMITED

CIN:L27201UP1971PLC003409

Mfrs. of Induction  
Heating and Honing  
Machines & Accessories

September 21, 2023

To,  
Manager-CRD,  
BSE Limited,  
Pheroze Jeejeebhoy Towers  
Dalal Street,  
Mumbai-400001

Dear Sir/Ma'am,

**Sub: Disclosure pursuant to Regulation 30 and 44 of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015: Submission of Summary of Proceedings, Voting Results and Scrutinizer's Report of 52<sup>nd</sup> Annual General Meeting of the Members of EMA India Limited held on Thursday, September 21, 2023.**

We are pleased to inform you that the 52<sup>nd</sup> Annual General Meeting ("AGM") of the Company was held on Thursday, 21<sup>st</sup> September, 2023 at 01:00 P.M. through video conferencing (VC)/ Other Audio Visual Means (OAVM) for which the Registered Office of the Company situated at C-37, Panki Industrial Area, P.O. Udyog Nagar, Kanpur - 208022, is deemed to be the venue of the Meeting.

In this regard, please find enclosed herewith the following: -

- i) Summary of the Proceedings of AGM as **Annexure-A.**
- ii) Voting Results as **Annexure-B.**
- iii) Combined Scrutinizer's Report on remote e-voting and Insta Poll at the AGM, pursuant to Section 108 of the Companies Act, 2013 read with rules made thereunder as **Annexure-C.**

Kindly take the same in your records.

Thanking You,

Yours faithfully

For EMA India Limited

  
Namita Sabharwal  
(Company Secretary & Compliance Officer)

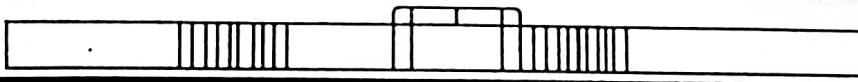
M. No.: A35411

Encl.: As Above

Regd. Office & Postal Address  
**EMA INDIA LTD.**  
C-37, Panki Industrial Area  
P.O. Udyog Nagar  
Kanpur-208 022  
INDIA

Honing Machine Division  
**GEHRING INDIA**  
(A Div. of Ema India Ltd.)  
Vill. Maharajpur, 19th Km Stone  
P.O. Tanhyaganj, Mandhana  
Kanpur Dehat-209 203  
INDIA

EMA Tel. : +91-512-691210-11-12-13  
Fax : +91-512-691214  
GEHRING Tel. : +91-5112-20105, 20107  
Fax : +91-5112-20106  
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**ANNEXURE-A**

**SUMMARY OF PROCEEDINGS OF THE 52<sup>ND</sup> ANNUAL GENERAL MEETING ("AGM") OF THE MEMBERS OF EMA INDIA LIMITED HELD ON THURSDAY, THE 21<sup>ST</sup> DAY OF SEPTEMBER, 2023 AT THE REGISTERED OFFICE OF THE COMPANY AT C-37, PANKI INDUSTRIAL AREA, P.O. UDYOG NAGAR, KANPUR – 208022 WHICH COMMENCED AT 01:00 P.M AND CONCLUDED AT 01:31 P.M THROUGH VIDEO CONFERENCING (VC)/ OTHER AUDIO VISUAL MEANS (OAVM).**

## PRESENT:

- |                          |                                                                              |
|--------------------------|------------------------------------------------------------------------------|
| 1. Mrs. Ranjana Bhargava | Whole Time Director & Chief Financial Officer                                |
| 2. Ms. Rakshita Bhargava | Director                                                                     |
| 3. Mr. K.D. Gupta        | Independent Director                                                         |
| 4. Ms. Namita Sabharwal  | Company Secretary                                                            |
| 5. Mr. Shyam Ji Gupta    | Authorised Representative of M/s. B. C. Jain & Company,<br>Statutory Auditor |
| 6. Mr. Awashesh Dixit    | Secretarial Auditor & Scrutinizer                                            |

## ATTENDANCE:

Members/ Authorised Representatives: 15  
Members voted through remote E-voting: 14  
Members voted through Insta Poll: 1

The Company Secretary welcomed the members and briefed them the procedural and technical instructions about participation at the Meeting. She informed the Members that the meeting was being held through video conferencing, in compliance with circulars issued by the Ministry of Corporate Affairs and the Securities Exchange Board of India.

The Company Secretary stated that Ms. Ranjana Bhargava was elected as the Chairperson of this meeting.

Thereafter, she introduced the Board members present at the Meeting and also informed that Mr. M. P. Sharma, Independent Director could not attend the meeting due to his pre-occupation. She also informed the members that the Statutory and Secretarial Auditors were also present in the meeting from their respective locations.

The Company Secretary briefed certain points regarding the participation and voting at this meeting.

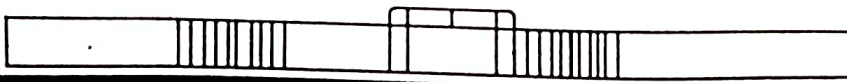
After ascertaining the requisite quorum, with permission of the Chairperson, Company Secretary called the meeting to order.

The Company Secretary requested Ms. Rakshita Bhargava, Non- Executive Director of the Company to initiate the proceedings of the AGM on behalf of the Chairperson.

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The Director after delivering her speech, informed that the notice calling 52<sup>nd</sup> Annual General Meeting along with the Annual Report including Annual Accounts and Directors' Report, as already circulated to the members, were taken as read. There were no qualifications or adverse remarks in the Audit Reports.

Further, she informed that none of the Shareholders had registered themselves as speaker shareholder. Therefore, no query was raised by any member and then she asked the Company secretary to provide general instructions to the members for the AGM.

The Company Secretary apprised the members that remote e-voting facility was extended to the members through CDSL platform and it was available from 18<sup>th</sup> September, 2023 (09:00 A.M. onwards) to 20<sup>th</sup> September, 2023 (till 05:00 P.M.). She further stated that the facility for voting through e-voting system was made available during the Meeting for Members who have not casted their vote prior to the Meeting, by way of Insta Poll.

She also informed that Mr. Awashesh Dixit, Practicing Company Secretary was appointed as a Scrutinizer to scrutinize the remote e-voting and Insta Poll at the AGM in a fair and transparent manner.

Thereafter, she reminded the Members that the e-voting facility at the AGM would remain open for 15 minutes post the conclusion of the proceedings to enable the Members to cast their vote.

She further informed that as per the AGM notice, the following agenda items were transacted at the AGM:

### **PARTICULARS OF THE RESOLUTIONS:**

#### **ORDINARY BUSINESS:-**

- 1. Consideration and Adoption of Audited Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2023 together with the Reports of the Board of Directors and Auditors thereon.**

“RESOLVED THAT Audited Financial Statements of the Company for the financial year ended together with the Reports of the Board of Directors and Auditors thereon be and are hereby adopted.”

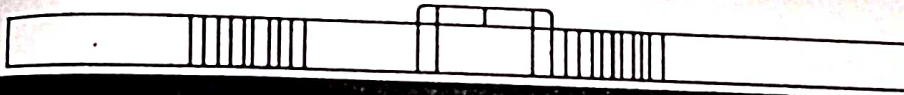
- 2. Re-appointment of Ms. Rakshita Bhargava (DIN 00234224) who retires by rotation.**

“RESOLVED THAT Ms. Rakshita Bhargava (DIN 00234224) retiring by rotation pursuant to the provisions of Section 152 of the Companies Act, 2013, be and is hereby re-appointed as Director of the Company.”

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### 3. Appointment of M/s. B C Jain & Company, Chartered Accountants, (FRN: 001099C) as the Statutory Auditors

“RESOLVED THAT pursuant to the provisions of Section 139 and 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or amendment thereto or re-enactment thereof for the time being in force), the appointment of M/s. B C Jain & Company, Chartered Accountants, (FRN: 001099C) Kanpur, as the Statutory Auditors of the Company to fill up the casual vacancy caused by the resignation of M/s Rishabh & Co., Chartered Accountants, Kanpur (FRN 010915C), be and is hereby approved and that M/s. B C Jain & Company, Chartered Accountants, shall hold office upto the date of 52<sup>nd</sup> Annual General Meeting of the Company.

RESOLVED FURTHER THAT M/s. B C Jain & Company, Chartered Accountants, (FRN: 001099C) Kanpur, be and are hereby appointed as statutory auditors of the Company for a period of five (5) consecutive years from the conclusion of this Annual General Meeting till the conclusion of 57<sup>th</sup> Annual General Meeting at such remuneration as shall be fixed by the Board of Directors of the Company”

RESOLVED FURTHER THAT the Board be and is hereby severally authorized to do all such acts, deeds, matters and things and take all such steps as may be deemed necessary, proper, expedient or desirable for the purpose of giving effect to this resolution and for matters connected therewith or incidental thereto.”

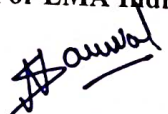
She informed that the voting results, would be announced within 48 hours of the conclusion of Annual General Meeting and the voting results along with the Combined Scrutinizer's Report would be hosted on the Company's website viz. www.eilt.info and would also be submitted to the stock exchange i.e BSE Limited.

The Company Secretary then declared the Meeting as concluded and thanked the Members, Directors and Other Invitees for participating in the Meeting.

The meeting concluded at 01:31 P.M with a vote of thanks to the chair.

Based on the Combined Scrutinizer's Report dated 21<sup>st</sup> September, 2023 all the resolutions as set out in the Notice of 52<sup>nd</sup> Annual General Meeting were declared as passed with requisite majority.

For EMA India Limited

  
Namita Sabharwal  
(Company Secretary and Compliance Officer)  
M. No.: A35411

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<b>General information about company</b>	
Scrip code	522027
NSE Symbol	NOT LISTED
MSEI Symbol	NOT LISTED
ISIN	INE279D01016
Name of the company	EMA INDIA LIMITED
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	21-09-2023
Start time of the meeting	01:00 PM
End time of the meeting	01:31 PM

<b>Scrutinizer Details</b>	
Name of the Scrutinizer	MR. AWASHESH DIXIT
Firms Name	NA
Qualification	CS
Membership Number	10860
Date of Board Meeting in which appointed	10-08-2023
Date of Issuance of Report to the company	21-09-2023

<b>Voting results</b>	
Record date	15-09-2023
Total number of shareholders on record date	1957
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	4
b) Public	11
No. of resolution passed in the meeting	3
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			To consider and adopt the Audited Balance Sheet as at March 31st, 2023 and the Statement of Profit and Loss for the year ended on that date together with the Reports of Board of Directors and the Auditors thereon.					
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	490549	490549	100	490549	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		490549	490549	100	490549	0	100
Public- Institutions	E-Voting	700	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		700	0	0	0	0	0
Public- Non Institutions	E-Voting	513751	7418	1.4439	7318	100	98.6519	1.3481
	Poll		165	0.0321	165	0	100	0
	Postal Ballot (if applicable)							
	Total		513751	7583	1.476	7483	100	98.6813
Total		1005000	498132	49.5654	498032	100	99.9799	0.0201
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Textual Information(1)	



<b>Text Block</b>	
Textual Information(1)	As the votes cast in favour of the resolution are more than the votes cast against the resolution as set out in Notice as Item No. 1. Therefore, the ordinary resolution has been passed with requisite majority.

<b>Details of Invalid Votes</b>	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To appoint a director in place of Ms. Rakshita Bhargava (DIN 00234224) who retires by rotation and being eligible offers herself for re-appointment.				
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	490549	490549	100	490549	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		490549	490549	100	490549	0	100
Public- Institutions	E-Voting	700	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		700	0	0	0	0	0
Public- Non Institutions	E-Voting	513751	7418	1.4439	6918	500	93.2596	6.7404
	Poll		165	0.0321	165	0	100	0
	Postal Ballot (if applicable)							
	Total		513751	7583	1.476	7083	500	93.4063
Total		1005000	498132	49.5654	497632	500	99.8996	0.1004
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Textual Information(1)	

<b>Text Block</b>	
Textual Information(1)	As the votes cast in favour of the resolution are more than the votes cast against the resolution as set out in Notice as Item No. 2. Therefore, the ordinary resolution has been passed with requisite majority.

<b>Details of Invalid Votes</b>	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint Auditor and fix their remuneration				
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	490549	490549	100	490549	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		490549	490549	100	490549	0	100
Public- Institutions	E-Voting	700	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		700	0	0	0	0	0
Public- Non Institutions	E-Voting	513751	7418	1.4439	7318	100	98.6519	1.3481
	Poll		165	0.0321	165	0	100	0
	Postal Ballot (if applicable)							
	Total		513751	7583	1.476	7483	100	98.6813
Total		1005000	498132	49.5654	498032	100	99.9799	0.0201
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Textual Information(1)	

<b>Text Block</b>	
Textual Information(1)	As the votes cast in favour of the resolution are more than the votes cast against the resolution as set out in Notice as Item No. 3. Therefore, the ordinary resolution has been passed with requisite majority.

<b>Details of Invalid Votes</b>	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	





**CONSOLIDATED SCRUTINIZER'S REPORT**

***[Pursuant to the section 108 of the Companies Act, 2013 and Rule 20 of Companies (Management & Administration) Rules, 2014, AS AMENDED]***

To,

The Chairman,

The **52<sup>nd</sup> Annual General Meeting (AGM)** of the members of **M/s Ema India Limited ("the Company")**, CIN-L27201UP1971PLC003408, held on **Thursday, 21<sup>st</sup> day of September, 2023 at 01:00 P.M.** through **Video Conferencing (VC) or Other Audio-Visual Means (OAVM)** for which the Registered office of the Company situated at C-37 Panki Industrial Area, P.O. Udyog Nagar Kanpur-208022, Uttar Pradesh deemed to be the venue of the meeting.

Dear Sir,

I, **Awashesh Dixit, Company Secretary in practice**, have been appointed as a scrutinizer by the Board of Directors of **Ema India Limited ("the Company")** for the purpose of scrutinizing the process of remote e-voting and e-voting i.e. Insta Poll at the AGM under the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules 2014 and amendments thereon on the resolutions contained in the notice dated **10<sup>th</sup> August 2023**, calling the **52<sup>nd</sup> Annual General Meeting**. The Annual General Meeting was convened on **Thursday, 21<sup>st</sup> September, 2023 at 01:00 PM (IST)** through VC/OAVM.

**Management's Responsibility:**

1. The management of the Company is responsible to ensure compliance with the requirements of (i) the **Companies Act, 2013** and the Rules made thereunder, (ii) the **MCA Circulars**; and (iii) the **SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("LODR")** relating to e-voting on the resolutions contained in the



Notice calling the AGM. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

**Scrutinizer's Responsibility:**

2. My responsibility as a scrutinizer for e-voting process (i.e. remote e-voting and e-voting i.e. Insta Poll at the AGM) is restricted to making a Consolidated Scrutinizer's Report of the votes casted "in favor" or "against" the resolutions contained in the Notice, based on the reports generated from the e-voting system provided by **Central Depository Services (India) Limited ('CDSL')**, the authorized agency engaged by the Company to provide e-voting facilities for remote e-voting and also based on the e-voting (Insta Poll) conducted at the AGM.

**Authorised Agency:**

3. The Company has engaged the services of **Central Depository Services (India) Limited ('CDSL')** as the Authorised Agency to provide secured system for remote e-Voting process and e-voting (Insta Poll) at the Annual General Meeting held through VC / OAVM.

**Cut-off date:**

4. The Shareholders of the Company holding shares as on the "cut-off" date (i.e. the record date) on **Friday, September 15, 2023**, were entitled to vote on the resolutions forming part of the Notice of the AGM.

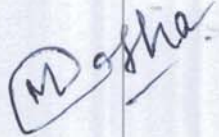
**Remote e-voting:**

5. The remote e-voting period began on **18<sup>th</sup> September, 2023 at 09:00 A.M.** (IST) and ended on **20<sup>th</sup> September, 2023 at 05:00 P.M.** (IST) The remote e-voting mode has been disabled by CDSL for voting thereafter.



6. The votes cast electronically were unblocked on **September 21<sup>st</sup>, 2023 around 01:31 P.M.** after the conclusion of the Voting at the AGM, in the presence of two witnesses **Mr. Manish Jha R/o 40/9 Vishnupuri Colony, Near Nawabganj, Kanpur - 208002 and Ms. Aarzo Singh R/o 124/651 'B' Block Goving Nagar, Kanpur - 208006,** who are not in the employment of the Company and/ or CDSL.

They have signed below in confirmation of the e-Votes being unblocked in their presence.



(Manish Jha)



(Aarzo Singh)

7. The e-voting facility (Insta Poll) has been provided to all the shareholders who attended the AGM to vote on the Resolutions as contained in the Notice of the **52<sup>nd</sup> AGM** but not to those shareholders who have opted the facility to vote through remote e-voting prior to the meeting.
8. Thereafter, the details containing, inter alia, the information about equity shareholders voting in 'Favour' and 'Against' the resolutions, were generated from the e-Voting website of Central Depository Services (India) Limited and based on such reports the results of Remote e-Voting and e-voting (Insta Poll) at AGM on each resolution are given hereunder.



**ORDINARY BUSINESS:**

**A) Resolution No.1: Ordinary Resolution**

To consider and adopt the Audited Balance Sheet as at March 31st, 2023 and the Statement of Profit and Loss for the year ended on that date together with the Reports of Board of Directors and the Auditors thereon.

Voted in '**IN FAVOUR**' of the resolution:

Number of Members voted through Remote E-voting	Number of votes cast in 'Favour' of resolution by Remote e-voting	Number of members voted through Insta Poll	Number of votes cast in "Favour" of resolution by Insta Poll	Total Number Votes cast in "Favour" of resolution by Remote E-Voting And Insta Poll	% of total number of valid votes cast
13	4,97,867	1	165	4,98,032	99.98%

Voted '**AGAINST**' the resolution:

Number of Members voted through Remote E-voting	Number of votes cast 'against' resolution by Remote e-voting	Number of members voted through Insta Poll	Number of votes cast in "Against" resolution by Insta Poll	Total Number Votes cast in "against" resolution by Remote E-Voting And Insta Poll	% of total number of valid votes cast
1	100	0	0	100	0.02%



Voted **INVALID: NIL**

**Result:**

*As the votes cast in favour of the resolution are more than the votes cast against the resolution as set out in the Notice as Item No. 1. Therefore, the ordinary resolution has been passed with requisite majority.*

**B) Resolution No. 2: Ordinary Resolution**

**To appoint a director in place of Ms. Rakshita Bhargava (DIN 00234224) who retires by rotation and being eligible offers herself for re-appointment.**

Voted in '**FAVOUR**' of the resolution:

Number of Members voted through Remote E-voting	Number of votes cast in 'Favour' of resolution by Remote e-voting	Number of members voted through Insta Poll	Number of votes cast in "Favour" of resolution by Insta Poll	Total Number Votes cast in "Favour" of resolution by Remote E-Voting And Insta Poll	% of total number of valid votes cast
12	4,97,467	1	165	4,97,632	99.9%

Voted '**AGAINST**' the resolution:

Number of Members voted through Remote E-voting	Number of votes cast 'against' resolution by Remote e-voting	Number of members voted through Insta Poll	Number of votes cast in "Against" resolution by Insta Poll	Total Number Votes cast in "against" resolution by Remote E-Voting And Insta Poll	% of total number of valid votes cast
2	500	0	0	500	0.1%



Voted **INVALID: NIL**

**Result:**

*As the votes cast in favour of the resolution are more than the votes cast against the resolution as set out in the Notice as Item No. 2, Therefore, the ordinary resolution has been passed with requisite majority.*

**C) Resolution No. 3: Ordinary Resolution**

**To appoint Auditor and fix their remuneration.**

Voted in '**FAVOUR**' of the resolution:

Number of Members voted through Remote E-voting	Number of votes cast in 'Favour' of resolution by Remote e-voting	Number of members voted through Insta Poll	Number of votes cast in "Favour" of resolution by Insta Poll	Total Number Votes cast in "Favour" of resolution by Remote E-Voting And Insta Poll	% of total number of valid votes cast
13	4,97,867	1	165	4,98,032	99.98%

Voted '**AGAINST**' the resolution:

Number of Members voted through Remote E-voting	Number of votes cast 'against' resolution by Remote e-voting	Number of members voted through Insta Poll	Number of votes cast in "Against" resolution by Insta Poll	Total Number Votes cast in "against" resolution by Remote E-Voting And Insta Poll	% of total number of valid votes cast
1	100	0	0	100	0.02%



Voted **INVALID: NIL**

**Result:**

*As the votes cast in favour of the resolution are more than the votes cast against the resolution as set out in the Notice as Item No. 3. Therefore, the ordinary resolution has been passed with requisite majority.*

**AWASHESH DIXIT  
COMPANY SECRETARY**

*A Dixit*  
**C.P. No. 15398**

UDIN: F010860E001053781  
Date: September 21, 2023  
Place: Kanpur  
Peer Reviewed Unit No: 2873/2023

Awashesh Dixit  
Practicing Company Secretary  
FCS No. 10860  
C.P. No. 15398