



Date: 11/02/2023

To,
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex,
Bandra (East), Mumbai – 400051

Symbol: PULZ

Dear Sir(s),

Subject: Result of Postal Ballot process and E-voting Under Section - 110 of the Companies Act, 2013 read with Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir/ Madam,

Pursuant to the provisions of section 110 of the Companies Act, 2013, read with the Companies (Management and Administration) Rules, 2014 as amended from time to time, the Company had conducted the process of Postal Ballot for seeking the approval of the shareholders for the following special businesses-

1. Issue of fully-paid Bonus Equity Shares to the Shareholders of the Company.
2. To consider and approve the Migration of the Company from NSE Emerge platform to the Main Board of NSE subject to the approval of the shareholders.
3. To consider and approve the Listing of the Equity Shares of the Company to the Main Board of BSE Limited (i.e. Bombay Stock Exchange)
4. To approve the Shifting of Registered Office of the Company from West Bengal to Maharashtra.

Further, Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 we are submitting the result of Postal Ballot (E- Voting).

We are also enclosing Scrutinizer's Report dated 11th February, 2023 for your record. The said result will also be uploaded on the website of the company – www.pulz.biz

Kindly take the same on record.

Thanking You,

Yours faithfully,

Pulz Electronics Limited

Sneha
Digitally signed
by Sneha
Mundra
Date: 2023.02.11
19:22:55 +05'30'

Sneha Mundra
Company Secretary & Compliance Officer

Pulz Electronics Ltd.

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Kailashpati, 2nd Floor, Plot 10A, Veera Desai Road,
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MGT-13

SCRUTINISER'S REPORT

To,

RAMAKRISHNAN MANDEN KATTIL

Chairman

Pulz Electronics Limited (the Company).

46 SATISH MUKHERJEE ROAD KOLKATA WB 700 026 IN

I, **CS Neha Yogi Saraf**, Company Secretary, Mumbai, under the provisions of Section 108 and 110 of the Companies Act, 2013 (the 2013 Act) read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 (Rules). was appointed as scrutinizers by the Board of Directors of **Pulz Electronics Limited** (the Company) vide its duly held board meeting for the purpose of conducting postal ballot which includes E-Voting and scrutinizing the Voting held under the Postal Ballot process.

Further I in the capacity of scrutinizers in respect of the bellow mentioned resolution submit our report as under;

1. The compliance with the provision of the Companies Act 2013 and the rules made there under relating the voting held through e Voting means and voting by using postal ballot by the shareholders on the resolutions as mentioned in the notice of the postal ballot dated 11.01.2023 is the responsibility of the management

My responsibility as the scrutinizer is to ensure that the voting process is conducted in a fair and transacted manner and under the consolidated report of the total votes cast in the favor or against if any was appointed as scrutinizers, to the chairman on the resolutions, based on the report generated from the electronic voting system provided by National Securities Depository Limited (NSDL) and voting through postal ballots(s) and the details of invalid votes if any,
2. The notice of the postal ballot dated 11.01.2023 along with the postal ballot form, for seeking their fair approval on the special resolution as set out in the postal ballot notice through postal ballot and e voting process.
3. The company has provided the E voting Facilities to the members holding shares as on the cut-off date i.e., 06.01.2023
4. Voting has been done only through e voting process and the last date for the voting was 10.02.2023.
5. The E voting facility was arranged by National Securities Depository Limited (NSDL).
6. The voting period for the E voting started from 10:00 A.M. (IST) 12.01.2023 and which ended on 05:00 PM (IST) on 10.02.2023
7. I have scrutinized and reviewed the E-voting process in a fair and transparent manner, please note that one One equity shares of the company represent the one vote. Members' voting rights is in proportion to his/her share in the paid-up capital of the company.
8. I hereby submit scrutinizers report pursuant to rule 20(4)(xii) of the Companies (Management and Administration) Amendments rules 2015 and other applicable provisions of companies Act 2013. And on the SEBI Laws and regulations contained in the notices of aforesaid postal ballot notices.
9. The result of the voting is as under;

RESOLUTION: 01

ISSUE OF FULLY-PAID BONUS EQUITY SHARES TO THE SHAREHOLDERS OF THE

COMPANY

“**RESOLVED THAT** pursuant to Section 63 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Share Capital and Debentures) Rules, 2014 the approval of the members be and is hereby accorded to the Company to issue Bonus Shares to the shareholders out of Free reserves and in the interest of all concerned, such issue to be made on the following terms and conditions: -

- The issue of shares will be made in the proportion of 1 (ONE) new share for every one equity share i.e., 1:1 held on record date.
- The Equity Shares so issued shall upon allotment have the same rights of voting as the existing equity shares and be treated for all other purposes pari-passu with the existing equity shares of the Company and that the equity shares so allotted during the financial year shall be entitled to dividend, if any, proportionately in the year of the allotment of these shares.
- Share Certificates shall be issued to those to whom the new shares are allotted within the time prescribed in the Companies Act, 2013.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorize to take all steps to implement the above resolutions, finalize and take all actions in connections with the bonus issue and allotment of shares to the members and others where applicable”

(i) Vote in Favour of the resolution.

Number of Members Voted in E-Voting	Number of votes cast (Shares) – E Voting	Number of members/ Proxies Voted – Poll	Number of votes cast (Shares) – Poll	Total Number of votes cast through E-voting and Poll	% Of total number of valid votes cast
9	1719992	0	0	0	100

(ii) Voted against the resolutions

Number of Members Voted in E-Voting	Number of votes cast (Shares) – E Voting	Number of members/ Proxies Voted – Poll	Number of votes cast (Shares) – Poll	Total Number of votes cast through E-voting and Poll	% of total number of valid votes cast
0	0	0	0	0	0

(iii) Invalid Votes

Number of Members Voted in E-Voting	Number of votes cast (Shares) – E Voting	Number of members/ Proxies Voted – Poll	Number of votes cast (Shares) – Poll	Total Number of votes cast through E-voting and Poll	% of total number of valid votes cast
0	0	0	0	0	0

RESOLUTION: 02

MIGRATION FROM EMERGE PLATFORM OF NATIONAL STOCK EXCHANGE OF INDIA LIMITED (NSE) TO MAIN BOARD OF NSE.

To consider and, if thought fit, to pass with or without modification, the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to provisions laid down in Chapter IX of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (“ICDR Regulations”) and other applicable provisions, if any, of the Companies Act, 2013, and other SEBI Regulations and the rules framed there under, including any amendment, modification, variation or re-enactment thereof, consent of the members of the Company be and is hereby accorded for the purpose of migration of the Company’s present listing from NSE Emerge (SME Platform of NSE) to the Main Board of National Stock Exchange of India Limited.”

“RESOLVED FURTHER THAT any of the Directors or the Company Secretary of the Company be and are hereby authorized jointly and severally to deal with any Government or Semi- government authorities or any other concerned intermediaries including but not limited to National Stock Exchange of India Limited, Securities and Exchange Board of India, Registrar of Companies, to apply, modify, rectify and submit any application and/or related documents on behalf of the Company for the purpose of migration of the Company from NSE Emerge (SME Platform of NSE) to the Main Board of National Stock Exchange of India Limited.”

“RESOLVED FURTHER THAT any of the Directors or the Company Secretary of the Company be and are hereby authorized jointly and severally do all such acts, deeds and things as may be necessary to give effect to the above resolution.”

Number of Members Voted in E-Voting	Number of votes cast (Shares) – E Voting	Number of members/ Proxies Voted – Poll	Number of votes cast (Shares) – Poll	Total Number of votes cast through E-voting and Poll	% Of total number of valid votes cast
7	312008	0	0	0	100

(ii) Voted against the resolutions

Number of Members Voted in E-Voting	Number of votes cast (Shares) – E Voting	Number of members/ Proxies Voted – Poll	Number of votes cast (Shares) – Poll	Total Number of votes cast through E-voting and Poll	% of total number of valid votes cast
0	0	0	0	0	0

(iii) Invalid Votes

Number of Members Voted in E-Voting	Number of votes cast (Shares) – E Voting	Number of members/ Proxies Voted – Poll	Number of votes cast (Shares) – Poll	Total Number of votes cast through E-voting and Poll	% of total number of valid votes cast
0	0	0	0	0	0

Summary of Votes

Total Vote cast	1719992
Votes of promoters group	1407984
Votes of non-promoters	312008

The resolution is passed as Special Resolution and as per Regulation 277 of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, votes casted by the Shareholders other than Promoters in favour of Resolution are more than the two times the number of votes casted by the shareholders other than promoter against the resolution, hence it is passed as per Regulation 277 of the said Regulations.

RESOLUTION: 03

APPROVE THE LISTING OF EQUITY SHARES OF THE COMPANY ON THE MAIN BOARD OF BSE LIMITED (I.E. BOMBAY STOCK EXCHANGE)

To consider and, if thought fit, to pass with or without modification, the following resolution as a Special Resolution:

“**RESOLVED** THAT pursuant to Chapter IX of SEBI (Issue of Capital & Disclosure Requirements) Regulations, 2018, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 & other applicable provisions of the Companies Act, 2013 read with underlying Rules and Regulations as notified by MCA (including any statutory modifications or re-enactment thereof for the time being in force), consent of the members be and are hereby accorded, that after the migration of the Company, currently listed from NSE Emerge (SME platform of NSE) to the Main board of National Stock Exchange of India Limited, in accordance with the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 and other applicable regulations, as amended from time to time the Company shall apply for listing of its Equity Shares on the Main Board of BSE Limited (i.e. Bombay Stock Exchange)”

“**RESOLVED FURTHER THAT** any of the Directors or the Company Secretary of the Company be and are hereby authorized jointly and severally to deal with any Government or Semi- government authorities or any other concerned intermediaries including but not limited to BSE Limited, Securities and Exchange Board of India, Registrar of Companies, to apply, modify, rectify and submit any application and/or related documents on behalf of the Company for the purpose of Listing of the Equity Shares of the Company to Main Board of BSE Limited.”

(i) Vote in Favour of the resolution.

Number of Members Voted in E-Voting	Number of votes cast (Shares) – E Voting	Number of members/ Proxies Voted – Poll	Number of votes cast (Shares) – Poll	Total Number of votes cast through E-voting and Poll	% Of total number of valid votes cast
9	1719992	0	0	0	100

(ii) Voted against the resolutions

Number of Members Voted in E-Voting	Number of votes cast (Shares) – E Voting	Number of members/ Proxies Voted – Poll	Number of votes cast (Shares) – Poll	Total Number of votes cast through E-voting and Poll	% of total number of valid votes cast
0	0	0	0	0	0

(iii) Invalid Votes

Number of Members Voted in E-Voting	Number of votes cast (Shares) – E Voting	Number of members/ Proxies Voted – Poll	Number of votes cast (Shares) – Poll	Total Number of votes cast through E-voting and Poll	% of total number of valid votes cast
0	0	0	0	0	0

RESOLUTION 04

APPROVE THE SHIFTING OF THE REGISTERED OFFICE OF THE COMPANY FROM ONE STATE TO ANOTHER

“RESOLVED THAT pursuant to the provisions of section 13 read with section 12 and other applicable provisions, if any, of the Companies Act, 2013, subject to the confirmation of Regional Director, or any other Government Authority, consent of members of the company is hereby accorded to shift the registered office of the Company from the State of West Bengal to Maharashtra.

RESOLVED FURTHER THAT the existing Clause II of the Memorandum of Association of the company be substituted as follows:

“The Registered Office of the Company will be situated in the State of Maharashtra, Mumbai”.

RESOLVED FURTHER THAT any of the Directors or the Company Secretary of the Company be and are hereby authorized jointly and severally do all such acts, deeds and things as may be necessary to give effect to the above resolution.

(i) **Vote in Favour of the resolution.**

Number of Members Voted in E-Voting	Number of votes cast (Shares) – E Voting	Number of members/ Proxies Voted – Poll	Number of votes cast (Shares) – Poll	Total Number of votes cast through E-voting and Poll	% Of total number of valid votes cast
9	1719992	0	0	0	100

(ii) Voted against the resolutions

Number of Members Voted in E-Voting	Number of votes cast (Shares) – E Voting	Number of members/ Proxies Voted – Poll	Number of votes cast (Shares) – Poll	Total Number of votes cast through E-voting and Poll	% of total number of valid votes cast
0	0	0	0	0	0

(iii) Invalid Votes

Number of Members Voted in E-Voting	Number of votes cast (Shares) – E Voting	Number of members/ Proxies Voted – Poll	Number of votes cast (Shares) – Poll	Total Number of votes cast through E-voting and Poll	% of total number of valid votes cast
0	0	0	0	0	0

All relevant records of electronic voting will remain in our custody until the chairman consider approves and sign the minute of declaration of postal ballot results and the same shall be handed over the chairman for safe keeping.

**FOR AND ON BEHALF OF
N. S. GUPTA & ASSOCIATES**

Neha

Digitally signed by
Neha Yogi Saraf

Yogi Saraf

Date: 2023.02.11
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NEHA YOGI SARAF

(Scrutinisers)

FCS: F9343

DATE: 11.02.2023

PLACE: MUMBAI