

HIGH ENERGY BATTERIES (INDIA) LIMITED

Regd. Office: ESVIN House, 13 Old Mahabalipuram Road, Perungudi, Chennai 600 096

Voting Results of the Postal Ballot

| | | | | | | | | |
|--|---|--------------------|---------------------|---|------------------------|----------------------|--------------------------------------|------------------------------------|
| Voting period | February 18, 2019 (Monday) 10.00 am to March 20, 2019 (Wednesday) 5.00 pm | | | | | | | |
| Total no. of shareholders on Cut-off date | 2727 | | | | | | | |
| Agenda-wise disclosure (to be disclosed separately for each agenda item) | | | | | | | | |
| 1. Re-Appointment of Mr A L Somayaji, as an Independent Director | | | | | | | | |
| Resolution required: (Ordinary / Special) | Special | | | | | | | |
| Whether promoter / promoter group are interested in the agenda / resolution? | No | | | | | | | |
| 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 |
| Promoter and Promoter Group | | (1) | (2) | (3)=[(2)/(1)]x100 | (4) | (5) | (6)=[(4)/(2)]x100 | (7)=[(5)/(2)]x100 |
| | E-Voting | 734,527 | 732,595 | 99.7370 | 732,595 | - | 100.0000 | - |
| | Postal Ballot | 734,527 | 1,932 | 0.2630 | 1,932 | - | 100.0000 | - |
| | Total | 734,527 | 734,527 | 100.0000 | 734,527 | - | 100.0000 | - |
| Public - Institutions | E-Voting | 239,100 | 239,000 | 99.9582 | 239,000 | - | 100.0000 | - |
| | Postal Ballot | 239,100 | - | 0.0000 | - | - | - | - |
| | Total | 239,100 | 239,000 | 99.9582 | 239,000 | - | 100.0000 | - |
| | E-Voting | 819,141 | 105,936 | 12.9326 | 105,928 | 8 | 99.9924 | 0.0076 |
| Public - Non-Institutions | Postal Ballot | 819,141 | 3,524 | 0.4302 | 3,512 | 12 | 99.6595 | 0.3405 |
| | Total | 819,141 | 109,460 | 13.3628 | 109,440 | 20 | 99.9817 | 0.0183 |
| Total | | 1,792,768 | 1,082,987 | 60.4087 | 1,082,967 | 20 | 99.9982 | 0.0018 |



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2. Re-Appointment of Cmde R P Prem Kumar, as an Independent Director

| Resolution required: (Ordinary / Special) | | Special | | | | | | |
|--|----------------|--------------------|---------------------|---|------------------------|----------------------|--------------------------------------|------------------------------------|
| Whether promoter / promoter group are interested in the agenda / resolution? | | No | | | | | | |
| 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)]x100 | (4) | (5) | (6)=[(4)/(2)]x100 | (7)=[(5)/(2)]x100 |
| Promoter and Promoter Group | E-Voting | 734,527 | 732,595 | 99.7370 | 732,595 | - | 100.0000 | - |
| | Postal Ballot | 734,527 | 1,932 | 0.2630 | 1,932 | - | 100.0000 | - |
| | Total | 734,527 | 734,527 | 100.0000 | 734,527 | - | 100.0000 | - |
| Public - Institutions | E-Voting | 239,100 | 239,000 | 99.9582 | 239,000 | - | 100.0000 | - |
| | Postal Ballot | 239,100 | - | 0.0000 | - | - | - | - |
| | Total | 239,100 | 239,000 | 99.9582 | 239,000 | - | 100.0000 | - |
| Public - Non-Institutions | E-Voting | 819,141 | 105,936 | 12.9326 | 105,928 | 8 | 99.9924 | 0.0076 |
| | Postal Ballot | 819,141 | 3,524 | 0.4302 | 3,512 | 12 | 99.6595 | 0.3405 |
| | Total | 819,141 | 109,460 | 13.3628 | 109,440 | 20 | 99.9817 | 0.0183 |
| Total | | 1,792,768 | 1,082,987 | 60.4087 | 1,082,967 | 20 | 99.9982 | 0.0018 |

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3. Re-Appointment of Mr M Natarajan, as an Independent Director

| Resolution required: (Ordinary / Special) | | Special | | | | | | |
|--|--|--------------------|---------------------|---|------------------------|---------------------------------|--------------------------------------|------------------------------------|
| Whether promoter / promoter group are interested in the agenda / resolution? | | No | | | | | | |
| 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)]x100 | (4) | (5) | (6)=[(4)/(2)]x100 | (7)=[(5)/(2)]x100 |
| Promoter and Promoter Group | E-Voting | 734,527 | 732,595 | 99.7370 | 732,595 | - | 100.0000 | - |
| | Postal Ballot | 734,527 | 1,932 | 0.2630 | 1,932 | - | 100.0000 | - |
| | Total | 734,527 | 734,527 | 100.0000 | 734,527 | - | 100.0000 | - |
| Public - Institutions | E-Voting | 239,100 | 239,000 | 99.9582 | 239,000 | - | 100.0000 | - |
| | Postal Ballot | 239,100 | - | 0.0000 | - | - | - | - |
| | Total | 239,100 | 239,000 | 99.9582 | 239,000 | - | 100.0000 | - |
| Public - Non-Institutions | E-Voting | 819,141 | 105,936 | 12.9326 | 105,928 | 8 | 99.9924 | 0.0076 |
| | Postal Ballot | 819,141 | 3,524 | 0.4302 | 3,512 | 12 | 99.6595 | 0.3405 |
| | Total | 819,141 | 109,460 | 13.3628 | 109,440 | 20 | 99.9817 | 0.0183 |
| Total | | 1,792,768 | 1,082,987 | 60.4087 | 1,082,967 | 20 | 99.9982 | 0.0018 |
| Note: Vote % is based on total number of valid votes cast (For and Against) | | | | | | | | |
| Place: Chennai |  | | |  | | A S Kalyanaraman | | |
| Date: 22.03.2019 | Countersigned by Chairman | | | | | Practising Chartered Accountant | | |
| | | | | | | Membership No: 201149 | | |

Scrutinizer's Report on Postal Ballot

(Pursuant to Section 110 of the Companies Act, 2013 and Rule 22 of the Companies
(Management and Administration) Rules 2014)

To

The Chairman
High Energy Batteries (India) Limited
Regd. Office: ESVIN House
13 Old Mahabalipuram Road
Perungudi
Chennai 600096

Dear Sir,

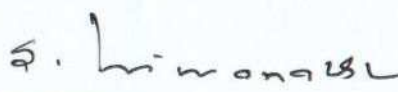
1. I, A.S.Kalyanaraman, Practicing Chartered Accountant (Membership No.201149) have been appointed by the Board of Directors of High Energy Batteries (India) Limited (the company) by a Board resolution passed on 9th February 2019 as a Scrutinizer for the purpose of scrutinizing the voting process through Postal ballot including remote e-voting in terms of the provisions of Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules 2014 on the resolutions proposed in the Postal Ballot Notice dated 9th February 2019.
2. The management of the company is responsible for compliance with the requirements of the Companies Act, 2013 and Rules relating to voting thro Postal Ballot on the resolutions proposed in the Postal Ballot Notice. My responsibility as a Scrutinizer for the voting process is restricted to conducting the Postal Ballot in a fair and transparent manner and make the Scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated in the Postal Ballot Notice dated 9th February 2019, based on (i) the reports provided by Cameo Corporate Services Ltd, Registrar and Share Transfer Agent (RTA), the authorized agency to provide Postal Ballot facilities, engaged by the Company; and (ii) the reports generated from the e-voting system provided by Central Depository Services (India) Ltd (CDSL), the authorized agency to provide e-voting facilities, engaged by the company.
3. I have scrutinized the voting process followed by the RTA and verified the following to my satisfaction:
 - i) The Postal Ballot Notice was sent by the company to all its shareholders by Professional Couriers on 15th February 2019.



- ii) The Notice as above was sent to shareholders who were members of the company on the "cut off" date ie. 11th February 2019 being entitled to vote on the resolutions as set out in the Postal Ballot Notice.
- iii) The company published requisite advertisement in Business Standard (All Editions) and MakkalKural(Chennai edition) on 16th February 2019 of the dispatch of Postal Ballot Notice and specifying requisite information in accordance with Rule 22(3) of the Companies (Management and Administration) Rules 2014.

4. Further to the above, I submit my report as under:

- i) The voting process through Postal Ballot including e-voting, based on checks and verification conducted by me, has been carried out by the company in a fair and transparent manner.
- ii) The e-voting facility remained open from Monday, the 18th February 2019 (10.00 AM) to Wednesday, the 20th March 2019 (5.00 PM).
- iii) The members of the company on the "cut off" date i.e., 11th February 2019 were given the facility to vote by Postal Ballot or electronically on the resolutions proposed in the Postal Ballot Notice.
- iv) The relevant portal for casting votes by the members of the company was blocked by CDSL at the close of voting period, namely, 20th March 2019 (5.00 PM).
- v) The votes electronically cast were unblocked in the presence of two witnesses, namely, Mr S Viswanathan & Mr K R Ravishankar who are not in the employment of the company.
- vi) Thereafter, the details containing inter alia the list of equity shareholders who voted electronically 'for' and 'against' was downloaded from the e-voting website of CDSL, i.e. www.evotingindia.co.in
- vii) The duly filled in Postal Ballot forms received till 5 PM on 20th March 2019 were considered for postal ballot processing.
- viii) The Postal Ballot forms were opened on 21st March 2019 in the presence of the two witnesses mentioned under clause (v) above.
- ix) The two witnesses have signed hereunder in confirmation of e-votes unblocked in their presence and Postal Ballot forms opened in their presence.

Signature 
Name: S Viswanathan

Signature 
Name: K R Ravishankar



- x) Thereafter, the details containing, inter alia the list of equity shareholders who voted in the Postal Ballot form 'for' and 'against' was counted. The details of equity shareholders who voted 'for' and 'against' for the resolution is enclosed.
- xi) Based on the reports as above, I hereby furnish the result of the Postal Ballot including e-voting in respect of the resolutions proposed in the Postal Ballot Notice of the company in the Annexure hereto which shall form an integral part of this Report.
5. The Register, all other papers and the relevant records pertaining to Postal Ballot including e-voting, would remain in my custody until the Chairman considers, approves and signs the minutes. Thereupon I shall handover same to the Company Secretary for safe keeping.

Thanking you

Yours faithfully

A.S.Kalyanaraman
Practicing Chartered Accountant
Membership No.201149

22nd March 2019

Countersigned by:

N Gopalaratnam
Chairman