



ISO 9001 : 2015, ISO 14001 : 2015 & ISO 45001 : 2018 Certified Company  
CIN L36999TN1961PLC004606

Registered Office :  
Esvin House,  
Perungudi,  
Chennai - 600 096.

Ref: SECY/2025 - 26/155

March 24, 2026

**BSE Limited**  
**Phiroze Jeejeebhoy Towers,**  
**Dalal Street, Fort,**  
**Mumbai 400 001**

**Scrip Code 504176**

Dear Sirs,

**Sub: Proceedings of the Postal Ballot results - Intimation under Regulation 30 of the  
SEBI (LODR) Regulations, 2015**

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In term of Regulation 30 of the SEBI (LODR) Regulations, 2015, we are enclosing herewith the copy of the Minutes of the Proceedings of the Postal Ballot results of the Company declared on 24<sup>th</sup> March, 2026.

Kindly take the same on record.

Thanking you,

Yours faithfully,  
**For HIGH ENERGY BATTERIES (INDIA) LIMITED,**

**(V. Anantha Subramanian)**  
**Company Secretary**

Encl: as above



**Minutes of the Proceedings for declaration of results of the Postal Ballot of the Company declared on Tuesday, the 24<sup>th</sup> March, 2026 at 02:15 P.M. at “Esvin House”, 13, Old Mahabalipuram Road, Perungudi, Chennai 600 096.**

## Introduction

- i.) In accordance with the Provisions of Sections 149 and 196 of the Companies Act, 2013, Dr. G A Pathanjali was appointed as Executive Director of the Company in the year 2012. Subsequently, he was re-designated as Managing Director of the Company in the year 2014 for a period of three years from April 01, 2014. Further, he was re-appointed as Managing Director in the year 2017 and 2020. Based on the recommendation of Nomination and Remuneration Committee (NRC) and approval of the Board vide its meetings dated 18<sup>th</sup> March, 2023, the shareholders at its 62<sup>nd</sup> Annual General Meeting held on 24<sup>th</sup> June, 2023 re-appointed Dr. G A Pathanjali as Managing Director for a fourth term of 3 years from April 01, 2023 to March 31, 2026. On the recommendation of the Nomination and Remuneration Committee vide its meeting dated January 31, 2026, the Board of Directors at their meeting held on January 31, 2026, have re-appointed Dr. G A Pathanjali (DIN:05297665) as Managing Director of the Company for a period of 3 years from April 01, 2026 to March 31, 2029, not liable to retire by rotation and approved the remuneration package, subject to the approval of shareholders.
- ii.) The Company received a letter dated 13.01.2026 from Life Insurance Corporation of India (LIC) nominating Mr. C V Ramana as Nominee Director of the Company. Based on the recommendation of the Nomination and Remuneration Committee vide its meeting dated January 31, 2026, the Board of Directors at their meeting held on 31<sup>st</sup> January, 2026, appointed Mr. C V Ramana (DIN: 11517220) as Nominee Director of the Company in place of Mr. N P Sinha (DIN:07980838), with effect from 31<sup>st</sup> January, 2026.
- iii.) Pursuant to Section 149(1) of the Companies Act, 2013, every listed company shall have at least one-Woman Director in the Board. Accordingly, a Woman Independent Director was appointed / re-appointed in the Board of Directors of the Company. However, the tenure of the present Woman Independent Director of the Company is to be completed by

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31<sup>st</sup> March, 2026, after completing her term of two consecutive five years. Accordingly, the Board decided to appoint a new Woman Independent Director.

Further, the Board based on the recommendation of the Nomination and Remuneration Committee passed below resolutions through circulation dated February 20, 2026:

- (a) recommended the appointment of Mrs. Jayashree Ajit Shankar (DIN:08397093) as Woman Independent Director of the Company for a first term of five years from 01<sup>st</sup> April, 2026 to 31<sup>st</sup> March, 2031, not liable to retire by rotation;
- (b) approved the Postal Ballot Notice to seek the approval of Shareholders of the Company for the:
1. Re-appointment of Dr. G A Pathanjali (DIN:05297665) as Managing Director of the Company;
  2. Appointment of Mr. C V Ramana (DIN: 11517220) as Nominee Director of the Company;
  3. Appointment of Mrs. Jayashree Ajit Shankar (DIN:08397093) as Woman Independent Director of the Company.

### **Notice of Postal Ballot**

In accordance with applicable MCA and SEBI circulars, Postal Ballot notice for seeking Shareholders approval, by way of Special Resolution for the Re-appointment of Dr. G A Pathanjali (DIN:05297665) as Managing Director of the Company, by way of Ordinary Resolution for the Appointment of Mr. C V Ramana (DIN:11517220) as Nominee Director of the Company and by way of Special Resolution for the Appointment of Mrs. Jayashree Ajit Shankar (DIN: 08397093) as Woman Independent Director of the Company, were sent through e-mail on 21.02.2026 to those shareholders who were holding shares as on the cut-off date i.e. 13.02.2026 and shareholders are required to communicate their assent or dissent through the remote e-voting system only.

### **E-Voting**

In compliance with the provisions of the Companies Act, 2013, the Rules made thereunder and in terms of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company offered the facility of remote e-voting through Central Depository Services

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(India) Limited (CDSL). Remote e-Voting commenced on Sunday, the 22<sup>nd</sup> February, 2026 (09.00 A.M.) and concluded on Monday, the 23<sup>rd</sup> March, 2026 (05.00 P.M.).

As required under the Companies Act, 2013 and MCA circulars, the Company published requisite advertisement in the Newspapers "Financial Express" and "Dinamalar" on 22.02.2026 after mailing the Postal Ballot Notice and specifying requisite information in accordance with Rule 22 of the Companies (Management and Administration) Rules, 2014.

### Scrutinizer Report

The Board of Directors had appointed Mr. A S Kalyanaraman, Practicing Chartered Accountant (Membership No.201149) as the Scrutinizer for conducting the e-voting process in a fair and transparent manner. The Scrutinizer submitted the Report on 24.03.2026.

### Resolution 1: Re-appointment of Dr. G A Pathanjali (DIN:05297665) as Managing Director of the Company – Special Resolution

Votes For			Votes Against		
No. of Members	No. of Shares	%	No. of Members	No. of Shares	%
88	45,98,544	99.99	7	495	0.01

### Resolution 2: Appointment of Mr. C V Ramana (DIN:11517220) as Nominee Director of the Company – Ordinary Resolution

Votes For			Votes Against		
No. of Members	No. of Shares	%	No. of Members	No. of Shares	%
86	45,94,926	99.99	8	545	0.01

### Resolution 3: Appointment of Mrs. Jayashree Ajit Shankar (DIN: 08397093) as Woman Independent Director of the Company – Special Resolution

Votes For			Votes Against		
No. of Members	No. of Shares	%	No. of Members	No. of Shares	%
85	45,94,923	99.99	9	548	0.01

Note 1: There are no invalid votes

Note 2: Vote % is calculated on total number of valid votes cast (for and against)



## Results

The results of the voting based on the scrutinizer's report was declared on 24<sup>th</sup> March, 2026 at the registered office of the Company and initialed by the Managing Director as authorized by the Board of Directors and all the Ordinary / Special Resolutions as proposed in the Postal Ballot Notice dated 20.02.2026 were passed with requisite majority. The results were intimated to the Stock Exchange (i.e., BSE Ltd.) [www.bseindia.com](http://www.bseindia.com) , posted at website of the Company [www.highenergy.co.in](http://www.highenergy.co.in) and on the website of CDSL [www.evotingindia.com](http://www.evotingindia.com).

## Ordinary / Special Resolution(s):

The following Ordinary / Special Resolutions were passed with requisite majority through Postal Ballot in terms of Section 110 of the Companies Act, 2013, read with Rule 22 of the Companies (Management and Administration) Rules, 2014.

## SPECIAL BUSINESS:

### 1. Re-appointment of Dr. G. A. Pathanjali (DIN: 05297665) as Managing Director of the Company

**“RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198, 203, read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended from time to time made and pursuant to Regulation 17 (1C) and other applicable regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force), and as recommended by the Nomination and Remuneration Committee of the Board of Directors of the Company at its meeting held on 31<sup>st</sup> January, 2026 and approved by the Board of Directors of the Company at its meeting held on 31<sup>st</sup> January, 2026 approval of the Company be and is hereby accorded for the re-appointment of Dr. G. A. Pathanjali (DIN: 05297665) as Managing Director of the Company for a period of Three years with effect from April 01, 2026, (viz., from April 01, 2026 to March 31, 2029) whose office is not liable to retire by rotation, under the Articles of Association of the Company, on the terms and conditions of appointment and remuneration as set out below.



**RESOLVED FURTHER THAT** on the recommendation of the Nomination and Remuneration Committee, the Board of Directors be and are hereby authorized to alter and vary such terms of appointment and remuneration in accordance with the provisions of the Companies Act, 2013, as amended from time to time;

**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, the Board of Directors and Company Secretary be and are hereby authorized, on behalf of the Company, to do all acts and file necessary forms with ROC and furnish the same to the Stock Exchange.”

**TERMS AND CONDITIONS:**

1	Period	From 01.04.2026 to 31.03.2029
2	Remuneration	
	a) Salary	Rs.3,75,000/- (Rupees Three Lakhs Seventy-Five thousand only) per month including Dearness Allowance and all other allowances.
	b) Commission	As may be determined by the Nomination and Remuneration Committee / Board from time to time, subject to a ceiling of an amount equal to a minimum amount of 100% of annual salary. The Board will review and change the commission percentage from time to time based on the performance of the company, subject to the eligibility as per Section 198 of the Companies Act, 2013.
3	Perquisites	Perquisites will be in addition to salary and commission and shall be restricted to an amount equal to the annual salary. Perquisites shall be valued in terms of the Income tax Rules and accordingly certain perquisites, essentially covering retirement benefits, viz., contribution to Provident Fund, Superannuation Fund, Gratuity not exceeding half a month salary for each completed year of service, leave encashment at the end of the tenure, etc., shall, however, be excluded in reckoning the said ceiling.
	a) House Rent Allowance	Rs.45,000/- (Rupees Forty-Five Thousand only) per month.
	b) Medical Reimbursement	Reimbursement of expenses incurred for self and family subject to a ceiling of one month salary in a year or three months' salary over a period of three years.
	c) Club Fees	Fees of Clubs subject to a maximum of two clubs. No admission and life membership fee will be paid.
	d) Personal Accident Insurance	Personal Accident Insurance, the annual premium of which to be paid at actuals.



	e) Contribution to Provident Fund and Superannuation Fund	a) Company's contribution towards Provident Fund as per the Rules of the Company. b) Company's contribution towards Superannuation Fund as per the Rules of the Company. Contribution to Provident Fund, Superannuation Fund or Annuity Fund will not be included in the computation of the ceiling on perquisites to the extent that these either singly or put together are not taxable under the provisions of Income-tax Act and the Rules made thereof that are applicable from time to time.
	f) Gratuity	Gratuity not exceeding half a month salary for each completed year of service or part thereof.
	g) Leave Salary	As per the Rules of the Company. Leave accumulated shall be encashable at the end of the tenure. Encashment of leave at the end of the tenure will not be included in the computation of the ceiling on perquisites.
4	Minimum Remuneration	In the event of loss or inadequacy of profits in any financial year (as per Section 198 of Companies Act, 2013), the Board may decide the quantum to be paid to Managing Director in addition to the salary and perquisites as specified above. In any event, the total of salary and perquisites will be within the overall ceiling as specified in Section II of Part II of Schedule – V of the Companies Act, 2013. No commission is payable in such year.

The percentage of votes cast in favour of the resolution was 99.99% of the total votes polled.

The percentage of votes polled in favour of the resolution was 51.30% of the total Share Capital of the Company

Declared that this Resolution has been passed with requisite majority as a **Special Resolution**.



**2. Appointment of Mr. C V Ramana (DIN: 11517220) as Nominee Director of the Company**

“**RESOLVED THAT** pursuant to Sections 152, 161 and other applicable provisions of the Companies Act, 2013 and Rules made thereunder, Regulation 17 (1C) and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and/or any other applicable laws (including any statutory amendment(s), modification(s) or re-enactment(s) thereof, for the time being in force), read with the Articles of Association of the Company, Mr. C V Ramana (DIN: 11517220), who was nominated by Life Insurance Corporation of India (LIC) vide its letter dated 13.01.2026, based on the recommendation of Nomination & Remuneration Committee, appointed as Nominee Director by the Board of Directors with effect from 31<sup>st</sup> January, 2026 and he is not liable to retire by rotation.”

“**RESOLVED FURTHER THAT** Dr. G A. Pathanjali, Managing Director (DIN: 05297665) and Mr. V. Anantha Subramanian, Company Secretary (FCS No: 13399) of the Company be and are hereby severally authorized to do all acts, deeds and things including filings and take steps as may be deemed necessary, proper or expedient to give effect to this Resolution and matters incidental thereto.”

The percentage of votes cast in favour of the resolution was 99.99% of the total votes polled.

The percentage of votes polled in favour of the resolution was 51.27% of the total Share Capital of the Company

Declared that this Resolution has been passed with requisite majority as an **Ordinary Resolution**.



**3. Appointment of Mrs. Jayashree Ajit Shankar (DIN: 08397093) as Woman Independent Director of the Company**

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152, 160, read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (‘the Act’) read with the Companies (Appointment and Qualification of Directors) Rules, 2014, other applicable rules, applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and based on the recommendations of the Nomination and Remuneration Committee and approval of the Board of Directors of the Company, Mrs. Jayashree Ajit Shankar (DIN: 08397093), who is eligible for appointment as an Independent Director of the Company, be and is hereby appointed as Woman Independent Director of the Company to hold office for a first term of five years from 01<sup>st</sup> April, 2026 to 31<sup>st</sup> March 2031, not liable to retire by rotation;

“**RESOLVED FURTHER THAT** Dr. G A. Pathanjali, Managing Director (DIN: 05297665) and Mr. V. Anantha Subramanian, Company Secretary (FCS No: 13399) of the Company be and are hereby severally authorized to do all acts, deeds and things including filings and take steps as may be deemed necessary, proper or expedient to give effect to this Resolution and matters incidental thereto.”

The percentage of votes cast in favour of the resolution was 99.99% of the total votes polled.

The percentage of votes polled in favour of the resolution was 51.27% of the total Share Capital of the Company.

Declared that this Resolution has been passed with requisite majority as a **Special Resolution**.

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