



February 23, 2021

BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400051	National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex, Bandra East, Mumbai – 400051	Delhi Stock Exchange Limited DSE House, 3/1, Asaf Ali Road, New Delhi – 110002
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Sub: Voting Results under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir(s),

Pursuant to the Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are hereby enclosing voting results in the prescribed format along with Scrutinizers report dated February 22, 2021 and wish to state that the resolutions stated in the Notice of Postal Ballot dated January 20, 2021 have been duly passed with requisite majority as stated in Securities and Exchange Board of India Circular No. CIR/CFD/CMD/16/2015 dated 10th March, 2017 and various applicable regulations on February 21, 2021.

The above is for your information and records please.

Thanking you

Yours faithfully,

For **Escorts Limited**


Satyendra Chauhan
Company Secretary
& Compliance Officer

Encl: As above

ESCORTS LIMITED

Corporate Secretarial & Law

Registered Office : 15/5, Mathura Road, Faridabad - 121 003, Haryana, India

Phone : +91- 129-2250222, Fax : +91-129-2250060

E-mail : corpsl@escorts.co.in, Website : www.escortsgroup.com

Corporate Identification Number - L74899HR1944PLC039088

Company Name	ESCORTS LIMITED
Date of the AGM/EGM/ Postal Ballot	Resolution passed through Postal Ballot on February 21, 2020
Total number of shareholders on record date	140470
No. of shareholders present in the meeting either in person or through proxy:	Not Applicable
Promoters and Promoter Group:	
Public:	
No. of Shareholders attended the meeting through Video Conferencing	Not Applicable
Promoters and Promoter Group:	
Public:	

Resolution required: (Ordinary/ Special)	SPECIAL - Capital Reduction of 1,22,57,688 equity shares of INR 10 each of the Company held by Escorts Benefit and Welfare Trust							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	49333680	49332926	99.9985	49332926	0	100.0000	0.0000
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal Ballot	49333680	0	0.0000	0	0	0.0000	0.0000
	Total		49332926	100	49332926	0	100	0
Public- Institutions	E-Voting	43867286	34321119	78.2385	34321119	0	100.0000	0.0000
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal Ballot	43867286	0	0.0000	0	0	0.0000	0.0000
	Total		34321119	78.2385	34321119	0	100.0000	0.0000
Public- Non Institutions	E-Voting	41633600	12720509	30.5535	12719770	739	99.9942	0.0058
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal Ballot	41633600	0	0.0000	0	0	0.0000	0.0000
	Total		12720509	30.5535	12719770	739	99.9942	0.0058
Total		134834566	96374554	71.4761	96373815	739	99.9992	0.0008



JAYANT GUPTA & ASSOCIATES

COMPANY SECRETARIES

SCRUTINIZER'S REPORT ON POSTAL BALLOT (E-VOTING) OF ESCORTS LIMITED

[Pursuant to Section 108 and 110 of the Companies Act, 2013 and Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014]

To,

The Chairman & Managing Director
ESCORTS LIMITED
(CIN: L74899HR1944PLC039088)
15/5, Mathura Road,
Faridabad – 121 003, Haryana, India

Sub: Report of Scrutinizer on Postal Ballot process conducted through Remote E-voting pursuant to the provisions of Sections 108 and 110 of the Companies Act, 2013 ('the Act') read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 and MCA circulars (mentioned herein below) in respect of passing of the resolution contained in the Postal Ballot Notice dated January 20, 2021.

Dear Sir,

I, Jayant Gupta, Practicing Company Secretary having office at FA-156, Lajpat Nagar, Sahibabad, Ghaziabad – 201005, Uttar Pradesh, was appointed as a Scrutinizer by the Board of Directors of ESCORTS LIMITED ('the Company') through resolution by circulation dated January 18, 2021 for the purpose of scrutinizing the remote e-voting by the Members of the Company which was proposed through Postal Ballot notice dated January 20, 2021 ('Notice').

In view of COVID-19 pandemic, the Ministry of Corporate Affairs ('MCA') has prescribed guidelines for holding general meetings/conducting postal ballot process through e-voting vide its General Circular Nos. 14/2020, 17/2020, 22/2020, 33/2020 and 39/2020 dated April 8, 2020, April 13, 2020, June 15, 2020, September 28, 2020 and December 31, 2020, respectively ('MCA Circulars') and in compliance with the applicable provisions of the Act and Regulation 44 of the Securities And Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), for the time being in force (including any statutory modification(s) or re-enactments thereof), the resolution as stated in the Postal Ballot Notice was put before the Member(s) of the Company for Voting through remote e-voting by electronic means. The Voting was allowed by remote e-voting only and no physical postal ballot forms were dispatched to the members, in terms of applicable provisions.

The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means, by the members on the Resolution proposed in the Postal Ballot Notice dated January 20, 2021, is the responsibility of management. My responsibility as a scrutinizer is to ensure that the voting process, through remote e-voting, is conducted in a fair and transparent manner and render scrutinizer's report of the total votes cast 'in favour or against', if any, to the Chairman or any other authorized personnel of the Company, on the resolution, based on the reports generated from the remote e-voting system of KFin Technologies Private Limited ('KFin'), the authorized agency, to provide remote e-voting facilities and engaged by the Company for that purpose.



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It was informed to me by the Company that the Special Resolution sought for the reduction of equity share capital of the Company shall be considered as passed by the shareholders of the Company if : (a) the number of votes cast in its favor are not less than three times the number of votes cast, if any, against the said Resolution, and (b) the votes cast by public shareholders in favor of the Resolution are more than the number of votes cast by public shareholders against it in terms of Securities and Exchange Board of India Circular No. CIR/CFD/CMD/16/2015 dated 10th March, 2017.

I hereby report as under:

1. The Company appointed/engaged KFin, the authorised agency, as the service provider for providing facility of remote e-voting to the members of the Company.
2. The Postal Ballot Notice was sent only through electronic mode to all the members whose e-mail addresses are registered with the Company or with the Depositories/Depository Participants.
3. As prescribed in clause (v) of sub rule 4 of Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company has published an advertisement on January 23, 2021 about the dispatch of Notice through electronic mode only in 'The Financial Express' in English and 'Jansatta' in Hindi.
4. The Company dispatched the Notice by email on January 22, 2021 to 119651 members whose names were recorded in the Register of Members or in the Register of Beneficial Owners maintained in the Depositories as on the cut-off date i.e. January 15, 2021. Total 140470 Members as on cut-off date were considered for dispatch of Notice and entitled to vote on the Resolution as set out at item no. 1 in the said Notice ('Resolution').
5. The voting through remote e-voting facility commenced on January 23, 2021 at 09:00 A.M. (IST) and concluded on February 21, 2021 at 05:00 P.M. (IST), being the last date for remote e-voting. The remote e-voting during this period was considered for my scrutiny.
6. Pursuant to Rule 20 of Companies (Management & Administration) Rules, 2014, the remote E-Voting on KFin Website was unblocked by me on February 21, 2021 at 05:07 P.M. (IST) in the presence of two independent witnesses viz. Mr. Punit Jain and Ms. Himanshi, who are not in employment of the Company.
7. I hereby report that **588** Equity Shareholders holding in aggregate **96605923** Equity shares availed remote E-voting facility to cast their votes on the Resolution proposed in the Notice.
8. The results of voting are as under:

a) As Special Resolution

Item No.1: Capital Reduction of 1,22,57,688 equity shares of INR 10 each of the Company held by Escorts Benefit and Welfare Trust

Particulars	No. of Members	No. of Votes
Total e-voting received	588	96555279



Mode	Voted in Favour			Voted Against		
	Members	Votes	Voting %	Members	Votes	Voting %
E-Voting	548	96373815	99.9992	33	739	0.0008

Mode	Voted Less		Abstained	
	Members	Votes	Members	Votes
E-Voting	2	50644	8	180725

Based on the above results, the Special Resolution in Item No. 1 mentioned herein above proposed to the Members of Escorts Limited stands passed as Special Resolution with requisite majority on February 21, 2021.

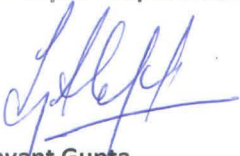
The Chairman/ Authorised representative may accordingly declare the result of voting through remote E-voting facility in respect of Special Resolution mentioned in the Notice.

All relevant records in relation to the postal ballot voting including voting by electronic means are kept in my custody and shall be handed over to Mr. Satyendra Chauhan, Company Secretary, who is authorized by the Board to supervise the Postal Ballot process.

Thanking you,

Yours faithfully,

For Jayant Gupta & Associates



Jayant Gupta
Proprietor

Membership No.: F7288

PCS No. : 9738

PR No. : 759/2020

UDIN : F007288B003258910



Place: Delhi

Date: February 22, 2021

JAYANT GUPTA & ASSOCIATES

COMPANY SECRETARIES

SCRUTINIZER'S REPORT

ON POSTAL BALLOT (E-VOTING) BY PUBLIC SHAREHOLDERS OF ESCORTS LIMITED

[Pursuant to Securities and Exchange Board of India Circular No. CIR/CFD/CMD/16/2015 dated 10th March, 2017]

To,

The Chairman & Managing Director
ESCORTS LIMITED
(CIN: L74899HR1944PLC039088)
15/5, Mathura Road,
Faridabad – 121 003, Haryana, India

Sub: Report of Scrutinizer on e-voting by Public shareholders as per Securities and Exchange Board of India Circular No. CIR/CFD/CMD/16/2015 dated 10th March, 2017 (SEBI Circular), in the Postal Ballot conducted through Remote E-voting pursuant to the provisions of Sections 108 and 110 of the Companies Act, 2013 ('the Act') read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 and MCA circulars (mentioned herein below) in respect of passing of the resolution contained in the Postal Ballot Notice dated January 20, 2021.

Dear Sir,

I, Jayant Gupta, Practicing Company Secretary having office at FA-156, Lajpat Nagar, Sahibabad, Ghaziabad – 201005, Uttar Pradesh, was appointed as a Scrutinizer by the Board of Directors of ESCORTS LIMITED ('the Company') through resolution by circulation dated January 18, 2021 for the purpose of scrutinizing the remote e-voting by the Members of the Company which was proposed through Postal Ballot notice dated January 20, 2021 ('Notice').

In view of COVID-19 pandemic, the Ministry of Corporate Affairs ('MCA') has prescribed guidelines for holding general meetings/conducting postal ballot process through e-voting *vide* its General Circular Nos. 14/2020, 17/2020, 22/2020, 33/2020 and 39/2020 dated April 8, 2020, April 13, 2020, June 15, 2020, September 28, 2020 and December 31, 2020, respectively ('MCA Circulars') and in compliance with the applicable provisions of the Act and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), for the time being in force (including any statutory modification(s) or re-enactments thereof), the resolution as stated in the Postal Ballot Notice was put before the Member(s) of the Company for Voting through remote e-voting by electronic means. The Voting was allowed by remote e-voting only and no physical postal ballot forms were dispatched to the members, in terms of applicable provisions.

The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means, by the members on the Resolution proposed in the Postal Ballot Notice dated January 20, 2021, is the responsibility of management. My responsibility as a scrutinizer is to ensure that the voting process, through remote e-voting, is conducted in a fair and transparent manner and render scrutinizer's report of the total votes cast 'in favour or against', if any, to the Chairman or any other authorized personnel of the Company, on the resolution, based

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on the reports generated from the remote e-voting system of KFin Technologies Private Limited ("KFin"), the authorized agency, to provide remote e-voting facilities and engaged by the Company for that purpose.

It was informed to me by the Company that the Special Resolution sought for the reduction of equity share capital of the Company shall be considered as passed by the shareholders of the Company if : (a) the number of votes cast in its favor are not less than three times the number of votes cast, if any, against the said Resolution, and (b) the votes cast by public shareholders in favor of the Resolution are more than the number of votes cast by public shareholders against it in terms of Securities and Exchange Board of India Circular No. CIR/CFD/CMD/16/2015 dated 10th March, 2017.

While I have issued a separate consolidated Report of Scrutinizer on Postal Ballot process conducted through Remote E-voting pursuant to the provisions of Sections 108 and 110 of the Companies Act, 2013 ('the Act') read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 and MCA circulars (mentioned herein below) in respect of passing of the resolution contained in the Postal Ballot Notice dated January 20, 2021 of even date, for the purpose of determination of the voting by public shareholders in terms of Securities and Exchange Board of India Circular No. CIR/CFD/CMD/16/2015 dated 10th March, 2017, I hereby report as under:

1. The Company appointed/engaged KFin, the authorised agency, as the service provider for providing facility of remote e-voting to the members of the Company.
2. The Postal Ballot Notice was sent only through electronic mode to all the members whose e-mail addresses are registered with the Company or with the Depositories/Depository Participants.
3. As prescribed in clause (v) of sub rule 4 of Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company has published an advertisement on January 23, 2021 about the dispatch of Notice through electronic mode only in 'The Financial Express' in English and 'Jansatta' in Hindi.
4. The Company dispatched the Notice by email on January 22, 2021 to 119651 members whose names were recorded in the Register of Members or in the Register of Beneficial Owners maintained in the Depositories as on the cut-off date i.e. January 15, 2021. Total 140449 Public Shareholders as on cut-off date were considered for dispatch of Notice and entitled to vote on the Resolution as set out at item no. 1 in the said Notice ('Resolution').
5. The voting through remote e-voting facility commenced on January 23, 2021 at 09:00 A.M. (IST) and concluded on February 21, 2021 at 05:00 P.M. (IST), being the last date for remote e-voting. The remote e-voting during this period was considered for my scrutiny.
6. Pursuant to Rule 20 of Companies (Management & Administration) Rules, 2014, the remote E-Voting on KFin Website was unblocked by me on February 21, 2021 at 05:07 P.M. (IST) in the presence of two independent witnesses viz. Mr. Punit Jain and Ms. Himanshi, who are not in employment of the Company
7. I hereby report that **570** Public Shareholders holding in aggregate **47272997** Equity shares availed remote E-voting facility to cast their votes on the Resolution proposed in the Notice.
8. The results of Public shareholders voting are as under:



Item No.1: Capital Reduction of 1,22,57,688 equity shares of INR 10 each of the Company held by Escorts Benefit and Welfare Trust

Particulars	No. of Public Shareholders	No. of Votes
Total e-voting received	570	47222353

Mode	Voted in Favour			Voted Against		
	Public Shareholders	Votes	Voting %	Public Shareholders	Votes	Voting %
E-Voting	530	47040889	99.998	33	739	0.002

Mode	Voted Less		Abstained	
	Public Shareholders	Votes	Public Shareholders	Votes
E-Voting	2	50644	8	180725

Based on the above results, the Resolution in Item No. 1 mentioned herein above proposed to Public Shareholders of Escorts Limited stands passed with requisite majority on February 21, 2021.

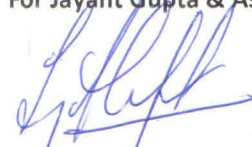
The Chairman/ Authorised representative may accordingly declare the result of voting through remote E-voting facility in respect of Special Resolution mentioned in the Notice.

All relevant records in relation to the postal ballot voting including voting by electronic means are kept in my custody and shall be handed over to Mr. Satyendra Chauhan, Company Secretary, who is authorized by the Board to supervise the Postal Ballot process.

Thanking you,

Yours faithfully,

For Jayant Gupta & Associates



Jayant Gupta
Proprietor

Membership No.:F7288

PCS No. : 9738

PR No. : 759/2020

UDIN : F007288B003259108



Place: Delhi

Date: February 22, 2021