

KEL/SEC/SKC/2/2023

January 12, 2023

National Stock Exchange of India Ltd

Exchange Plaza, 5th Floor
Plot NoC/1, G Block
Bandra-Kurla Complex
Bandra East
Mumbai – 400 051

Scrip Code No. : **KARMAENG**

Sub : **Declaration of Voting Results / Submission of the Scrutinizers Report in Respect of Postal Ballot**

Sir,

Enclosed please find herewith the Results of the voting declared by the Chairman in respect of Resolution conducted through Postal Ballot polled by e-voting as set out in the Notice of the Postal Ballot dated 10th November, 2022, for which e-voting was conducted from 12th December, 2022 to 10th January, 2023.

The Chairman has declared the sole resolution to have been passed with requisite majority.

A copy of the Scrutinizers Report is also enclosed along with.

Kindly find the same in order and arrange for publication on your website.

Thanking you,

For **KARMA ENERGY LIMITED**

T V Subramanian
CFO & Company Secretary

Encl : as above

KARMA ENERGY LIMITED

Regd. Off. Empire House, 214, Dr. D. N. Road, Ent. A. K. Nayak Marg, Fort, Mumbai – 400 001
Tel Nos. 22071501 (6 Lines), Fax : 22071514, Email : karmaenergy@weizmann.co.in
www.karmaenergy.co . CIN L31101MH2007PLC168823

Voting results	
Record date	02-12-2022
Total number of shareholders on record date	8081
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	Not Applicable
b) Public	Not Applicable
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	Not Applicable
b) Public	Not Applicable
No. of resolution passed in the meeting	1

Resolution No.1

Resolution required : (Ordinary / Special)	Ordinary
Whether promoter / promoter group are interested in the agenda / resolution ?	Yes
Description of resolution considered	Appointment of Mr. Chetan Durgadas Mehra (DIN00022021) as Managing Director of the Company

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	8643046	8643046	100.00	8643046	0	100.00	0.00
	Poll							
	Postal Ballot (if applicable)							
	Total		8643046	8643046	100.00	8643046	0	100.00
Public Institutions	E-voting	66	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		66	0	0	0	0	0
Public Non-institutions	E-voting	2926806	947516	32.3737	946760	756	99.9202	0.0798
	Poll			0	0	0	0	0
	Postal Ballot (if applicable)			0	0	0	0	0
	Total		2926806	947516	32.3737	946760	756	99.9202
Total		11569918	9590562	82.8922	9589806	756	99.9921	0.0079
Whether resolution is passed or not								Yes

Details of Invalid votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public – Non Institutions	0

For **KARMA ENERGY LIMITED**

T V Subramanian
CFO & Company Secretary

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Report of Scrutinizer

[Pursuant to Section 108 and Section 110 read with Rule 20 and 22 of Companies (Management and Administration) Rules, 2014]

To,
The Compliance Officer
Karma Energy Limited
214, Empire House, Dr. DN Road,
Ent. AK Nayak Marg, Fort, Mumbai - 400001

Dear Sir,

Subject: Scrutinizer's Report on Postal Ballot conducted via Remote E-Voting by the Equity Shareholders of Karma Energy Limited (the "Company") from Monday, December 12, 2022 (9:00 A.M. IST) to Tuesday, January 10, 2023 (5.00 P.M. IST) (both days inclusive).

I, Martinho Ferrao, Practicing Company Secretary (Membership No. F6221/ C.P. No. 5676) appointed as Scrutinizer by the Board of Directors of the Company vide resolution dated November 10, 2022 for the purpose of scrutinizing the postal ballot process conducted via remote e-voting (the "Postal Ballot") held between Monday, December 12, 2022 (9:00 A.M. IST) to Tuesday, January 10, 2023 (5.00 P.M. IST) (both days inclusive) in a fair and transparent manner under 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 read with General Circular Nos. 14/2020, 17/2020, 22/2020, 33/2020, 39/2020, 10/2021, 20/2021 and 03/2022 issued by the Ministry of Corporate Affairs on April 08, 2020, April 13, 2020, June 15, 2020, September 28, 2020, December 31, 2020, June 23, 2021, December 8, 2021 and May 5, 2022 respectively ('Circulars') and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Secretarial Standard-2 on "General Meetings" issued by the Institute of Company Secretaries of India and other applicable laws and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) in respect of the following resolution as mentioned in the Notice of Postal Ballot dated November 10, 2022:

Sr. No.	Type of Resolution	Particulars
1.	Ordinary Resolution	Appointment of Mr. Chetan Durgadas Mehra (DIN: 00022021) as Managing Director of the Company

We submit our report as under:

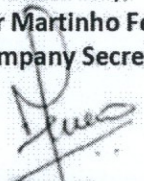
1. In accordance with the circulars, the Company has dispatched Postal Ballot notice along with explanatory statement and remote e-voting instructions electronically only through email on December 08, 2022 to all those Members, whose e-mail address were registered with the Company or Registrar and Share Transfer Agent or with their respective Depository / Depository Participant and whose names appear in the Register of Members of the Company /List of Beneficial Owners as maintained by the Depositories as on Friday, December 02, 2022 ("cut-off date").

2. The Company has published an advertisement on December 09, 2022, regarding service of Postal Ballot Notice to eligible members through e-mail only in Financial Express (English) and in Mumbai Lakshadeep (Marathi).
3. In accordance with the circulars, the Members of the Company holding shares as on cut- off date were entitled to vote on the resolution contained in the Postal Ballot Notice through remote e-voting facility only.
4. The remote e-voting was unblocked on January 11, 2023 at 10:29 A.M. in the presence of two witnesses who are not in the employment of the Company.
5. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013, Rules thereunder read with relevant MCA Circulars, Secretarial Standards on General Meetings (SS-2) and Regulations contained in the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to voting through electronic means on the resolutions contained in the Postal Ballot Notice.
6. The responsibility as a scrutinizer for the Postal Ballot is restricted to the extent of preparation and presentation of Scrutinizer's Report of the votes cast "FOR" or "AGAINST" the resolutions stated in the Postal Ballot Notice, based on the reports generated from the e-voting systems provided by NSDL the authorized agency to provide e-voting facilities.
7. Results of Postal Ballot forms part of this report and are attached as **Annexure-A** to this report and based on this report, **I report that Item no. 1 in the Postal Ballot Notice dated November 10, 2022 stands passed as Ordinary Resolution with requisite majority.**
8. The electronic registers/reports and all other papers and relevant documents relating to the Postal Ballot, shall remain in our safe custody until the Chairman approves and signs the minutes of the aforesaid meeting and the same would thereafter be handed over for safe keeping to Mr. T.V. Subramanian, CFO & Company Secretary of the Company.

You may accordingly declare the result of Postal Ballot process.

Thanking You,
Yours faithfully,

For **Martinho Ferrao & Associates,**
Company Secretaries


Martinho Ferrao
Proprietor
COP No.: 5676
Membership No.: 6221
UDIN: F006221D002944851



Countersigned by
For **Karma Energy Limited**


Mr. Dharmendra G Siraj
Chairman
DIN: 00025543



Date: January 11, 2023
Place: Mumbai

Annexure-A
RESULTS ON POSTAL BALLOT VIA REMOTE E-VOTING

Item No.1 – Appointment of Mr. Chetan Durgadas Mehra (DIN: 00022021) as Managing Director of the Company

a) Details of Votes in favour and against the resolution:

Method of voting	Votes in favour of the resolution			Votes against the resolution		
	No. of members voted	No. of votes cast by them	Percentage	No. of members voted	No. of votes cast by them	Percentage
Remote E-voting	63	9589806	99.992	4	756	0.008
Total	63	9589806	99.992	4	756	0.008

b) Details of Invalid Votes and Abstained votes:

Method of voting	Invalid votes		Abstained from voting	
	No of Members whose votes were declared invalid	No. of votes cast by them	No of Members who abstained from voting	No. of votes held by them
Postal Ballot held via Remote E-voting	0	0	0	0
Total	0	0	0	0

Based on the aforesaid results, the resolution no.(s) 1 as contained in the Postal Ballot Notice dated November 10, 2022 has been passed with the requisite majority.

For Martinho Ferrao & Associates,
Company Secretaries


Martinho Ferrao
Proprietor
COP No.: 5676
Membership No.: 6221
UDIN: F006221D002944851



Countersigned by
For Karma Energy Limited


Mr. Dharmendra G Siraj
Chairman
DIN: 00025543



Date: January 11, 2023
Place: Mumbai