

To,

Date: 06/11/2018

NATIONAL STOCK EXCHANGE OF INDIA LIMITED
Exchange Plaza Block G, C 1, Bandra Kurla Complex,
G Block BKC, Bandra Kurla Complex, Bandra East,
Mumbai- 400051.

Scrip Code: PULZ

Subject: Result of Postal Ballot Process and e-Voting - 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 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-

- To consider and approve variation in terms of Objects of the Issue;
- To approve continuation of Mr. Ramakrishnan Manden Kattil as the Chairman and Director of the company above 70 years of age;
- To approve continuation of Mr. Naresh Gaind as the Independent Director of the company above 70 years of age;
- To keeping registers, returns, etc. at corporate office / other place;

Further, pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting the results of the voting by Postal Ballot (including e-voting).

We are also enclosing Scrutinizer's Report dated 6th November, 2018 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,

For Pulz Electronics Limited



Kanika Kaushik

Company Secretary & Compliance Officer



OFFICE NO 515, GHANSHYAM ENCLAVE, NEAR LALJI PADA BUS STOP, KANDIVALI WEST, MUMBAI-400067.
Email: cs.nsgupta@gmail.com, (M) 9820220181/9820998782

Scrutinizer's Report

To,
The Chairman
Pulz Electronics Limited (the Company)
46 SATISH MUKHERJEE ROAD KOLKATA WB 700026 IN

Dear Sir,

I, Neha Saraf, Proprietor of M/s. N S Gupta & Associates, Company Secretaries, Mumbai, have been appointed as the Scrutinizer by the Board of Directors of Pulz Electronics Limited (the Company) for the purpose of scrutinizing the Postal Ballot and e-voting process under the provisions of Section 110 and 108 of the Companies Act, 2013 (the 2013 Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (Rules).

The Management of the Company is responsible to ensure the compliance with the requirement of the Companies Act, 2013 and rules relating to postal Ballot. My responsibility as a Scrutinizer for the Postal Ballot process is restricted to make a Scrutinizer's report of the votes cast "in favour" or "against" the resolution stated above.

I submit my report as under:-

1. The company has made necessary arrangement for conducting postal ballot and e-voting process in a fair and transparent manner. The company has engaged National Security Depository Limited (NSDL), to provide e-voting facility to the Equity Shareholders of the Company.
2. The Shareholders of the Company had option to vote on resolution either through the postal ballot forms physically or through the e-voting facility.
3. The Company has completed the dispatch of postal ballot forms on 06th October, 2018 along with postage prepaid business reply envelope to its members whose names appeared on the Register of Member/list of beneficiaries as on 28th September, 2018.
4. All Postal Ballot forms & e-votes received up to the close of working hours on 04th November, 2018, the last date and time fixed by the Company for receipt of the forms and e-votes, were considered for the scrutiny.
5. The Postal Ballot forms were kept under my safe custody before commencing the scrutiny of such Postal Ballot forms.



6. Particulars of all the Postal Ballot forms & e-votes received from the members have been entered in a register separately maintained for the purpose.

The Resolution as proposed is reproduced hereunder:-

Item No. 1: Special Resolution: Variation in terms of Objects of the Issue

“RESOLVED THAT pursuant to the provisions of section 27 of the Companies Act, 2013 and other applicable provisions if any, rules, regulations and guidelines and other statutory provisions for the time being in force, approval of the members of the Company be and is hereby accorded to the Board of Directors (hereinafter called the “Board” which term shall be deemed to include any committee which the Board may have constituted or hereinafter constitute to exercise its powers including the powers conferred hereunder) to vary, alter, modify, revise or amend one of the objects of the Initial Public Offering (IPO) of the Company as stated in the Red Herring Prospectus dated October 30, 2017, filed with the Registrar of Companies, Kolkata, West Bengal.

RESOLVED FURTHER THAT approval of the members of the Company be and is hereby accorded for amending the object to upgrade the existing factory located in Palghar, and cater to the working capital requirements in place of Acquisitions and Strategic Initiatives as mentioned in the RHP.

RESOLVED FURTHER THAT the Board be and is hereby authorised to delegate all or any of the powers herein conferred to any committee of directors or any other officer(s) / authorised representative(s) of the Company and to do all such acts, deeds, matters and things as may be necessary and incidental to give effect to the aforesaid resolution.”

(i) Voted in favour of the resolution:

Number of Members Voted in E-Voting	Number of votes cast (Shares) – E Voting	Number of members/ Proxies Voted – Postal Ballot	Number of votes cast (Shares) – Postal Ballot	Total Number of votes cast through E-voting and Postal Ballot	% of total number of valid votes cast
4	707996	6	1312004	2020000	100

(ii) Voted against the resolution:

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



E-Voting	Voting	Voted – Postal Ballot	Postal Ballot	voting and Postal Ballot	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 – Postal Ballot	Number of votes cast (Shares) – Postal Ballot	Total Number of votes cast through E- voting and Postal Ballot	% of total number of valid votes cast
0	0	0	0	0	0

Based on the above facts, the Special Resolution for Variation in terms of Objects of the Issue is passed with requisite majority by the Shareholders of the Company by way of Postal Ballot and E-Voting.

Item No. 2:- Special Resolution: Approve continuation of Mr. Ramakrishnan Manden Kattil as the Chairman and Executive Director of the Company above 70 years of age.

“RESOLVED THAT pursuant to section 196(3) read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), approval of the Members of the Company be and is hereby granted for continuation of holding of office of Chairman and Executive Director by Mr. Ramakrishnan Manden Kattil (DIN 00194891) who has attained the age of 70 (Seventy) years as on January 2, 2018, on the existing terms and conditions duly approved by the Board of Directors of the Company.

“RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds, matters, things and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

(i) Voted in favour of the resolution:

Number of Members Voted in E-Voting	Number of votes cast (Shares) – E Voting	Number of members/ Proxies Voted – Postal Ballot	Number of votes cast (Shares) – Postal Ballot	Total Number of votes cast through E- voting and Postal Ballot	% of total number of valid votes cast
4	707996	6	1312004	2020000	100



(ii) Voted against the resolution:

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

Based on the above facts, the Special Resolution for Variation in terms of Objects of the Issue is passed with requisite majority by the Shareholders of the Company by way of Postal Ballot and E-Voting.

Item No. 3:- Special Resolution: Approve continuation of Mr. Naresh Gaiind as the Independent Director of the Company above 70 years of age.

“RESOLVED THAT pursuant to the Nomination and Remuneration Policy of the Company and other applicable provisions of the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), approval of the Members of the Company be and is hereby granted for continuation of holding of office of Independent Director by Mr. Naresh Gaiind (DIN 07776333) who has attained the age of 70 (Seventy) years as on January 23, 2017, on the existing terms and conditions duly approved by the Board of Directors of the Company.

“RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds, matters, things and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

(i) Voted in favour of the resolution:



Number of Members Voted in E-Voting	Number of votes cast (Shares) – E Voting	Number of members/ Proxies Voted – Postal Ballot	Number of votes cast (Shares) – Postal Ballot	Total Number of votes cast through E-voting and Postal Ballot	% of total number of valid votes cast
4	707996	6	1312004	2020000	100

(ii) Voted against the resolution:

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

Based on the above facts, the Special Resolution for Variation in terms of Objects of the Issue is passed with requisite majority by the Shareholders of the Company by way of Postal Ballot and E-Voting.

Item No. 4:- Special Resolution: Keeping registers, returns, etc. at corporate office/ other place.

“RESOLVED THAT in supersession of all the earlier resolutions passed in this regard and pursuant to the provisions of Section 94(1) of the Companies Act, 2013 and all other applicable provisions and relevant rules, if any, consent of the Members of the Company be and is hereby accorded to keep the Register and Index of Members, pursuant to Section 88 of the Companies Act, 2013, and copies of all the Annual Returns pursuant to Section 92 of the Companies Act, 2013, together with the certificates and documents as the case may be



required to be annexed thereto or any other documents as may be required, at the Corporate Office of the Company situated at Kailashpati, 2nd Floor, Plot 10A, Veera Desai Road, Andheri (W), Mumbai 400053, Maharashtra or at the office of the Registrar and Share Transfer Agents, Bigshare Services Pvt. Ltd., at 1st Floor, Bharat Tin Works Building, Opp. Vasant Oasis, Makwana Road, Marol, Andheri (East), Mumbai 400059, Maharashtra.

“RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, any of the Director or the Company Secretary of the Company be and are hereby authorised severally authorised to intimate to the Registrar of Companies and to do all such acts, deeds and things which are necessary for the purpose of giving effect to this resolution.

(i) Voted in favour of the resolution:

Number of Members Voted in E-Voting	Number of votes cast (Shares) – E Voting	Number of members/ Proxies Voted – Postal Ballot	Number of votes cast (Shares) – Postal Ballot	Total Number of votes cast through E-voting and Postal Ballot	% of total number of valid votes cast
4	707996	6	1312004	2020000	100

(ii) Voted against the resolution:

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

Based on the above facts, the Special Resolution for Variation in terms of Objects of the Issue is passed with requisite majority by the Shareholders of the Company by way of Postal Ballot and E-Voting.

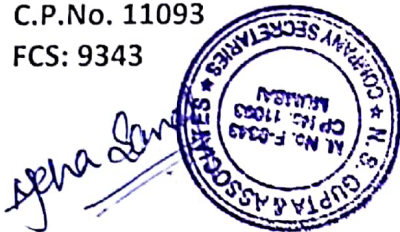


I have handed over the Postal Ballot forms and other related papers/registers and records for safe custody to the Director authorized by the Board to supervise the Postal Ballot process.

Thanking You,

Yours faithfully,
For N S GUPTA & ASSOCIATES,
Company Secretaries

NEHA SARAF
Proprietor
C.P.No. 11093
FCS: 9343



Place: Mumbai
Date: 06th November, 2018