



**Date: January 12, 2024**

Listing Department,  
BSE Limited,  
Phiroz Jeejeebhoy Towers,  
Dalal Street,  
Mumbai – 400001

**Scrip Code: 533100**

**Subject – Disclosure of voting results along with the Scrutinizer Report of the Postal Ballot by remote e-Voting process in accordance with the Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the “Listing Regulations”)**

Dear Sir/Madam,

This is in furtherance to our letter dated December 11, 2023 regarding Notice of Postal Ballot (“Notice”) dated November 14, 2023, issued to the Members of the Company, seeking their approval by way of Special Resolution through remote e-Voting process only with respect to the following resolution as set out in the Notice:

**1. Appointment of Mr. Ramamoorthy Iyer Swaminathan (DIN: 02052310) as an Independent Director of the Company**

We wish inform you that the remote e-voting commenced on Tuesday, December 12, 2023 from 9.00 A.M. (IST) and ended on Wednesday, January 10, 2024 at 5.00 P.M. (IST).

In this connection, find enclosed the following:

1. Voting Results as required under the Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. Scrutinizer’s Report on voting results as required under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and in accordance with Section 110 of the Companies Act, 2013.

Thanking You,

Yours Faithfully,

**For Premier Energy and Infrastructure Limited,**

**A V Ramalingam**  
Company Secretary

**Encl:A/a**



NAME OF THE COMPANY: **PREMIER ENERGY AND INFRASTRUCTURE LIMITED**

Postal Ballot Notice dated	November 14, 2023
E-Voting commencement date:	December 12, 2023
E-voting end date:	January 10, 2024
Total number of members as on December 08, 2023 (Cut-off date)	11040

**.Particulars of Resolutions passed (Agenda wise)**

Resolution No.	Description/ Business	Type of Resolution	Mode of voting
1	Appointment of Mr. Ramamoorthy Iyer Swaminathan (DIN: 02052310) as an Independent Director of the Company	Special Resolution	E-Voting

**For Premier Energy and Infrastructure Limited,**

**A V Ramalingam**  
**Company Secretary**

**Encl:A/a**



**PREMIER ENERGY AND INFRASTRUCTURE LIMITED**

**Voting Results pursuant to Regulation 44(3) of SEBI (LODR) Regulations 2015**

**Resolution No.1**

**Resolution Required (Ordinary/ Special):**

**Special Resolution**

**Description of Resolution:**

Mr. Ramamoorthy Iyer Swaminathan (DIN: 02052310) as an Independent Director of the Company

**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)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
<b>Promoter and Promoter Group</b>	<b>E-Voting</b>	24562715	11100000	45.19	11100000	0	100	0
	<b>Poll</b>		0	0	0	0	0	0
	<b>Postal Ballot</b>		0	0	0	0	0	0
	<b>Total</b>	24562715	11100000	45.19	11100000	0	100	0
<b>Public-Institutions</b>	<b>E-Voting</b>	56500	0	0	0	0	0	0
	<b>Poll</b>		0	0	0	0	0	0
	<b>Postal Ballot</b>		0	0	0	0	0	0
	<b>Total</b>	56500	0	0	0	0	0	0
<b>Public-Non Institutions</b>	<b>E-Voting</b>	16730845	1098648	6.57	1096948	1700	99.85	0.15
	<b>Poll</b>		0	0	0	0	0	0
	<b>Postal Ballot</b>		0	0	0	0	0	0
	<b>Total</b>	16730845	1098648	6.57	1096948	1700	99.85	0.15
	<b>Total</b>	41350060	12198648	29.5	12196948	1700	99.99	0.01
<b>Whether resolution is passed or not? (Yes/No)</b>							<b>YES</b>	

For Premier Energy and Infrastructure Limited,

**A V Ramalingam**  
Company Secretary

Encl:A/a



11<sup>th</sup> January, 2024

**The Chairman  
PREMIER ENERGY AND INFRASTRUCTURE LIMITED**

Ground Floor, Tanga Apartments,  
#34, Dr. P. V. Cherian Road,  
Egmore, Chennai 600 008.

Dear Sir,

**Sub: Passing of Resolution through Postal Ballot**

Pursuant to the resolution passed by the Board of Directors of **Premier Energy and Infrastructure Limited** ("the Company") on 14<sup>th</sup> November, 2023, we have been appointed as Scrutinizer for the purpose of scrutinizing the postal ballot process through remote electronic voting in respect of the following resolution:

Reference to the Companies Act, 2013	Type and Description of the resolution
Sections 149, 150, 152, Schedule IV and other applicable provisions of the Companies Act, 2013	<b>SPECIAL RESOLUTION</b> <b>RESOLVED THAT</b> pursuant to the provisions of Sections 149, 150, 152, Schedule IV and other applicable provisions of the Companies Act, 2013 (the Act) and the Rules made thereunder and in terms of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 [including any statutory modification(s) or re-enactment thereof for the time being in force], Mr. Ramamoorthy Iyer Swaminathan (DIN: 02052310) who was appointed as an Additional Director with effect from 14 <sup>th</sup> October, 2023 by the Board pursuant to Section 161(1) of the Act and in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Act proposing his candidature for office of Director and who meets the criteria of independence as provided under the Act and the Listing Regulations and who has submitted a declaration to that effect, be and is hereby appointed as an Independent Director of the Company not liable to retire by rotation, to hold office for a term of Five (5) consecutive years from 14 <sup>th</sup> October 2023 till 13 <sup>th</sup> October, 2028.

WE REPORT that In accordance with the provisions of the Act and Ministry of Corporate Affairs, Government of India's General Circular No.14/2020 dated 8<sup>th</sup> April, 2020 read with General Circular No. 17/2020 dated 13<sup>th</sup> April, 2020, General Circular No. 22/2020 dated 15<sup>th</sup> June, 2020 and General Circular No. 33/2020 dated 28<sup>th</sup> September, 2020, General Circular No. 39/2020 dated 31<sup>st</sup> December, 2020, and General Circular No. 10/2021 dated 23<sup>rd</sup> June, 2021, General Circular No. 20/2021 dated 8<sup>th</sup> December, 2021, General Circular No. 3/2022 dated 5<sup>th</sup> May, 2022, General Circular No. 11/2022 dated 28<sup>th</sup> December, 2022 and General Circular No. 09/2023 dated 25<sup>th</sup> September, 2023 ("MCA Circulars"), the Company has sent Postal Ballot Notice dated 14<sup>th</sup> November 2023 on 11<sup>th</sup> December, 2023 through electronic mode only to those Members whose e-mail



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addresses are registered with the Company (in respect of the shares held in physical form) and with their Depositories (in respect of the shares held in Demat Form) and whose names are recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on the Cut-off date i.e. Friday, 8<sup>th</sup> December, 2023 ("Cut-off date").

WE REPORT that the management of the Company is responsible to ensure the compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder including MCA Circulars as mentioned above relating to Postal Ballot E- voting, on the resolution contained in the Postal Ballot Notice. Our responsibility as a scrutinizer for e-voting and postal ballot process is restricted to presenting a Scrutinizer's report on the votes cast "in favour" or "against" the resolution stated above, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL), the authorized agency engaged by the Company.

We report that as stated in the notice sent to the members, the Company had fixed Wednesday, 10<sup>th</sup> January, 2024 as the last date for E-Voting. As required under Rule 22 of the Companies (Management and Administration) Rules, 2014 an advertisement was published by the Company in "**BUSINESS STANDARD**" in 'English' on 12<sup>th</sup> December, 2023 and "**MAKKAL KURAL**" in vernacular language 'Tamil' on 12<sup>th</sup> December, 2023 informing about the dispatch of the Postal Ballot Notice and other related matters mentioned therein. We have received E-Voting from the members during the period **12<sup>th</sup> December, 2023 (9:00 a.m. IST) to 10<sup>th</sup> January, 2024 (5:00 p.m. IST).**

All the votes received upto the closure of working hours (**5:00 p.m. IST**) on Wednesday, 10<sup>th</sup> January, 2024, the last date fixed by the Company for receipt of E-Voting, were considered for our scrutiny.

WE REPORT that all the votes were scrutinized and processed and a computer statement containing the Shareholders Name, Address, Folio/Client ID Number, Postal Ballot Number, number of Shares held, Number of Votes voted, Assented, Dissented and Rejected were generated.

We report that out of **11040** Shareholders, we have received valid E-Voting from **24** Shareholders and the details of polling results are given below:

Receipt of Postal Ballot E-Voting	<b>12<sup>th</sup> December, 2023 (9:00 a.m. IST) to 10<sup>th</sup> January, 2024 (5:00 p.m. IST)</b>		
Total No. of Shareholders	<b>11040</b>		
Total No. of Shares	<b>41350060</b>		
<b>Particulars</b>	<b>As per Postal Ballot</b>	<b>As per E-Voting</b>	<b>Total</b>
Postal Ballot Forms Received	-	<b>24</b>	<b>24</b>
Less: Invalid Forms	-	-	-
<b>Net Valid Forms</b>	-	<b>24</b>	<b>24</b>



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**Item No. 1 – Appointment of Mr. Ramamoorthy Iyer Swaminathan (DIN: 02052310) as an Independent Director of the Company.**

**SPECIAL RESOLUTION**

(i) Votes in **favour** of the resolution:

Number of members voted in E- Voting	Number of votes cast (Shares) – E-Voting	% of total number of valid votes cast
22	12196948	99.99

(ii) Votes **against** the resolution:

Number of members voted in E- Voting	Number of votes cast (Shares) –E-Voting	% of total number of valid votes cast
2	2700	0.01

(iii) **Invalid** Votes:

Number of members voted in E- Voting	Number of votes cast (Shares) – E- Voting
NIL	NIL

**RESULT:**

As the number of votes cast in favour of the resolution was not less than three times the number of votes cast against, we report that the Special Resolution under Sections 149, 150, 152, Schedule IV and other applicable provisions of the Companies Act, 2013 as set out in the Notice of Postal Ballot is passed in favour of the resolution with requisite majority.

We FURTHER REPORT that as per the notice of Postal Ballot dated 14<sup>th</sup> November, 2023 approved by the Board of Directors on 14<sup>th</sup> November, 2023. The results of the e-voting will be announced by the Chairman or any other person authorised by the Board of Directors within two working days of the conclusion of the remote e-voting at the registered office of the Company and communicated to BSE Limited ("BSE"), where the Company's shares are listed and will also be displayed on the Company's website [www.premierenergy.in](http://www.premierenergy.in) and on the website of Central Depository Services (India) Limited (CDSL).

WE FURTHER REPORT that as per Rule 22 of the Companies (Management and Administration) Rules, 2014, the Company has complied with all the provisions of the Rules. We further report that as per the said Rules, the records maintained by us such as the computer register (to record the consent or otherwise received from the shareholders, which includes all the particulars of the shareholders such as the name, address, folio number, number of shares held, number of shares voted and number of shares assented, number of shares dissented, number of shares abstained, number of shares rejected), are in our safe custody which will be handed over to the Company Secretary after the Chairman of the meeting considers, approves and signs the minutes of the meeting.



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We thank you for the opportunity given to us to act as Scrutinizer for the above Postal Ballot E-Voting.

Thanking You

Yours faithfully,

**For SRINIDHI SRIDHARAN & ASSOCIATES  
COMPANY SECRETARIES**



**CS SRINIDHI SRIDHARAN  
FCS No. 12510  
C P No. 17990  
P R No. 655/2020  
UDIN: F012510E003186560**



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