

APIS INDIA LIMITED

18/32, East Patel Nagar, New Delhi 110 008 India T +91 11 4320 6650 E mail@apisindia.com W apisindia.com

August 14, 2023

AIL/CS/2023-24/335

To,
The Manager,
Listing Department

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai- 400001

Scrip Code: 506166

Subject- Result of the Postal Ballot together with Scrutinizer Report

Dear Sir,

This is further to our letter no. AIL/2023-24/316 & AIL/2023-24/322 dated 06th July, 2023 and 14th July, 2023, wherein we have intimated about the Notice of the Postal Ballot process of the Company for seeking approval of the Members by way of special resolutions for the resolutions as set out in the Notice of Postal Ballot.

In this regard, please note that Mr. Anand Kumar Singh (Membership No. FCS 10812), Practicing Company Secretary, who was appointed as the Scrutinizer for the aforesaid Postal Ballot process has submitted his Report on Monday, August 14, 2023. In accordance with the said Report, we would like to inform that resolution as set out in the notice conveying the said Postal Ballot have been passed by the members with the requisite majority.

Pursuant to Regulation 44(3) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 details of voting results (i.e. remote e-voting) for the Postal Ballot of the Company are enclosed in the prescribed format along with consolidated Scrutinizer Report.

The Voting Result and the Scrutinizer Report are also being uploaded on the website of the Company at www.apisindia.com and on the website of the e-voting agency i.e. CDSL www.evotingindia.com .

You are requested to take the above information on record.

Thanking you

Yours sincerely,

For Apis India Limited

Amit Anand

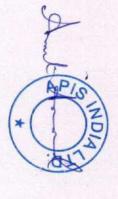
(Managing Director)

DIN: 00951321 Encl: As Above

Apis India Limited

Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015

Date of Postal Ballot Notice	Thursday, 06th July, 2023	y, 2023		
Voting Start Date	Saturday, 15th July, 2023	y, 2023		
Voting End Date	Sunday, 13th Aug	August, 2023		
Total number of shareholders on record date	20			
No. of shareholders present in the meeting either in person or through proxy: • Promoters and Promoter group • Public	Not applicable Postal Ballot)	(Resolutions	passed	throu
No. of Shareholders attended the meeting through Video Conferencing • Promoter and Promoter group • Public	Not applicable (Resolutions passed through	(Resolutions	passed	hrou



Agenda-wise disclosure (to be disclosed separately for each agenda item)

Total				Public- others		holders	ional	Public		promoters group	_	Promoters	Category	Whether Promo	Transfer Subsidia	Resolution Rec
	Total	Postal Ballot (if applicable)	Poll	E-Voting	Total	Postal Ballot (if applicable)	Poll	E-Voting	Total	Postal Ballot (if applicable)	Poll	E-Voting	Mode of voting	ter/Promoter Gro	Transfer Of "B2C Busine Subsidiary of the Company	Resolution Required (Ordinary/Special)
5510076	1392877			1392877	0		0		4117199		4117199		No. of shares held (1)	Whether Promoter/Promoter Group are interested in the Agenda/ Resolution	Transfer Of "B2C Business Division" of the Company by way of Slump Exchange Subsidiary of the Company	y/Special)
4657295	540096	0	0	540096	0	0	0	0	4117199	0	0	4117199	No. of votes polled (2)	n the Agenda	the Compan	
84 57	38.77	0	0	38.77	0	0	0	0	100	0	0	100	% of Votes polled on outstanding shares (3)=[(2)/(1)]*	Resolution	y by way of S	
4634022	516823	0	0	516823	0	0	0	0	4117199	0	0	4117199	No. of Votes in favour (4)	No	lump Exchan	Special
2277	23273	0	0	23273	0	0	0	0	0	0	0	0	No. of Votes against (5)		as a	
00 50	95.69	0	0	95.69	0	0	0	0	100	0	0	100	% of votes in favour on votes polled (6)=[(4)/(2)]*		'Going Concern' to a Wholly Owned	
0 50	4.30	0	0	4.30	0	0	0	0	0	0	0	0	% of votes against on votes polled (7)=[(5)/(2)] * 100		Wholly Owned	



Anand Kumar Singh

(Company Secretaries)

SCRUTINIZER REPORT

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

To
The Chairperson
APIS INDIA LIMITED
CIN-L51900DL1983PLC164048
18/32, East Patel Nagar,
New Delhi- 110008

Subject

: Scrutinizer's Report on voting through remote e-Voting for Postal Ballot conducted pursuant to the provisions of Section 108 and 110 of the Companies Act, 2013 ("the Act") read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014.

Dear Sir,

In term of provision of section 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rule, 2014 including any statutory modification or re-enactment thereof for time being in force and Secretarial Standard-2 on General Meetings, pursuant to the Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations") and other applicable laws & regulations, if any, and as per General Circular No. 14/2020 dated April 08, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, General Circular No. 02/2021 dated January 13, 2021, General Circular No. 10/2021 dated June 23, 2021, General Circular No. 20/2021 dated December 08, 2021, General Circular No. 3/2022 dated 5th May, 2022 and General Circular No. 11/2022 dated 28th December, 2022 issued by the Ministry of Corporate Affairs (hereinafter collectively referred to as 'MCA Circulars'), I Anand Kumar Singh, Company Secretaries in whole time Practice, having office at 89/3, Gali No-4, East Guru Angad Nagar, Delhi-110092, have been appointed as a Scrutinizer by APIS India Limited ("the Company") in its Board meeting fellman hursday 06th July, 2023 for the purpose

of scrutinizing the result of remote e-voting and voting through Postal Ballots, in fair and transparent manner for the purpose of resolutions passed through postal Ballot Notice dated July 06, 2023 in respect of the following resolution;

Resolution Number	Type of Resolution	For
1	Special Resolution	Transfer of "B2C business division" of the company by way of slump exchange as a 'going concern' to a wholly owned subsidiary of the company

Accordingly, I submit the report, on completion of remote e-voting process conducted for resolution passed through postal ballot, as under.

- The Company had engaged the services of Central Depository Services (India) Limited (CDSL) as the authorized agency to provide secured system for remote e-voting facility through its designated website at "https://www.evotingindia.com/" via CDSL e-voting platform.
- Detailed instruction relating to remote e-voting facility along with login detail ware provided to the eligible members.
- 3. Members were required to cast their votein assent or dissent only through remote evoting system in terms of the said MCA Circulars.
- 4. Pursuant to Section 108 and 110 of the Act and Rule 20 and 22 of Companies (Management & Administration) Rules 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Company has confirmed that the Postal Ballot Notice is circulated for all the Members, whose names appear in the Register of Members/ List of Beneficial Owners as received from Depositories i.e. Central Depository Services (India) Limited ("CDSL") and National Securities Depository Limited ("NSDL") as on Friday, July 07, 2023 and is also being sent to the Members who already have their e-mail IDs registered with the Company / Registrar and Share Transfer Agent / Depositories, in accordance with the provisions of the Companies Act, 2013, read with Rules made thereunder and MCA Circulars. A person who is not a member as on Friday, July 07, 2023, should treat Postal Ballot Notice for information purpose only. A copy of Postal Ballot Notice also be available on the website of the Company at www.apisindia.com, on the Stock Exchange on which the Equity Shares of the Company are listed i.e. BSE Ltd at www.listing.bseindia.com and the website of CDSL at www.evotingindia.com.
- 5. The Members of the Company whose names appear in the Registrar of Members / List of Beneficial Owners as received of Depositories i.e. CDSL / NSDL as on Friday,

July 07, 2023 (including those Members who may not have received this Postal Ballot Notice due to non-registration of the e-mail ID with the Company / RTA / Depositories), shall be entitled to vote in relation to the resolutions specified in this Postal Ballot Notice.

- 6. The Company has confirmed that as per the MCA Circulars on account of the COVID-19 pandemic, physical copies of the Notice, postal ballot forms and pre-paid business reply envelopes are not being sent to members for this Postal Ballot. The Company was sent Postal Ballot Notice in electronic form only. The hard copy of the Postal Ballot Notice along with Postal Ballot forms and pre-paid business envelop was not be sent to the members for Postal Ballot in accordance with the requirements specified under the MCA Circulars. Accordingly, the communication of the assent or dissent of the Members would take place through the remote e-voting systems only.
- 7. In compliance with Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, (including any statutory modification or re-enactment thereof) and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, The remote e-voting period was commences on Saturday, July 15, 2023 at 9.00 a.m. (IST) and ends on Sunday, August 13, 2023 at 5.00 p.m. (IST).
- The Members of the Company as on the "cut- off date" i.e. Friday, July 07, 2023, were entitled to avail the facility of remote e-voting on the proposed resolutions passed through postal ballot as set out in the postal ballot Notice dated July 06, 2023.
- 9. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules made thereunder relating to remote e-voting for passing of resolution through postal ballot process as contained in the postal ballot Notice dated July 06, 2023. My responsibilityas a scrutinizerfor the remote e-voting process is restricted topreparinga Scrutinizer's report of the votes cast "in favor" or "against" of the resolutions stated in postal ballot notice through postal ballot process, based on the reports generated from the e-voting system provided by of Central Depository Services (India) Limited (CDSL)through electronic voting system (e-voting).
- 10. The Company has published an advertisement on Saturday, July 15, 2023 in "Financial Express"an English Newspaper and in Jansatta a vernacular (Hindi) newspaper, regarding completion of disputch of Notice of Postal Ballot date July 14, 2023 and also specifying therein the matters pre-cribed in the Rules with regards to e-voting.

- 11. The electronic vote was subsequently unblocked by me after 5.00 PM on August 13, 2023 after closing of the remote e-voting
- 12. Thereafter, the details containing inter alia the list of Equity Shareholders of the Company, who have cast "for" or "against" each of the resolution that were put to vote through remote e-voting process, were generated from the e-voting portal of the Central Depository Services (India) Limited (CDSL).
- 13. I have scrutinized the votes cast by remote e-voting and maintained registers in which necessary entries have been made in accordance with the Companies (Management and Administration) Rules, 2014(as amended).
- 14. Based on the reports generated from the e-voting portal of Central Depository Services (India) Limited (CDSL), I hereby submit my Report on the results of the votes cast by the shareholders of the Company through remote e-voting as set out under Item No.1 in the Postal Ballot Notice as under:
- (a) RESOLUTION NO-1:- "SPECIAL RESOLUTION"

TRANSFER OF "B2C BUSINESS DIVISION" OF THE COMPANY BY WAY OF SLUMP EXCHANGE AS A 'GOING CONCERN' TO A WHOLLY OWNED SUBSIDIARY OF THE COMPANY

VOTES CAST"IN FAVOUR"OF THE RESOLUTION

Mode of Voting	Number of Members who voted	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	16	46,34,022	99.5%
TOTAL VOTING	16	46,34,022	99.5%

VOTES CAST"AGAINST"THE RESOLUTION

Mode of Voting	Number of Members who voted	Number of votes cast	Percentage of Total Number of valid votes cast
Remote e-Voting	1	23,273	0.504
TOTAL VOTING	(OXUM)	16:11	0.5%
TOTAL TOTAL		23,273	0.5%

INVALID VOTES

Mode of Voting	Total Number of Members whose votes were declared INVALID	Number of votes cast
Remote e-Voting	Nil	Nil
TOTAL VOTING	Nil	Nil

- 15. All the papers relating to voting by electronic means shall remain in the safe custody of the Scrutinizers until the Chairperson considers, approves and signs the minutes of Postal Ballot and thereafter, the Scrutinizers shall hand over the related papers to the Company.
- 16. Based on the above voting, all resolutions passed with requisite majority, accordingly we request the Chairperson to announce the result of the meeting

WO KUMAR SINGH

(Company Secretaries)

Mem. No- 10812

CP No - 9404

UDIN:-F010812E000801822

Date: 14/08/2023 Place: New Delhi

Prem Anand (Chairperson)

DIN: 00951873

Date: 14/08/2023

Place: Delhi

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