

Ref : ABC/AS/Postal Ballot/FY23-24

December 16, 2023

The General Manager
Department of Corporate Services
BSE Limited
P. J. Towers,
Dalal Street,
Mumbai – 400001.
Scrip Code: 524075

The Manager
Listing Department
National Stock Exchange of India Limited
Exchange Plaza, Plot No. C-1, G Block,
Bandra Kurla Complex, Bandra (East),
Mumbai – 400051.
Symbol: ALBERT DAVID

Dear Sir/Madam,

Sub: Submission of Results of Postal Ballot, Scrutinizer Report and Voting Results

In continuation to our letter dated 15th November 2023, regarding the postal ballot notice issued to the members of the Company seeking their approval to the following businesses:

1. Re-appointment of Mr. Shirish Gundopant Belapure (DIN-02219458) as an Independent Director for a period of 5 (five) years w.e.f. 14th February 2024; and
2. Appointment of Mr. Shourya Sengupta (DIN-09216561) as an Independent Director of the Company for a period of 5 (five) years w.e.f. 1st November 2023.

The e-voting period for the said postal ballot ended on 15th December 2023 and the Scrutinizer Mr. Ashok Kumar Daga (FCS – 2699, COP No. 2948), Practicing Company Secretary submitted his report on Saturday, the 16th December 2023.

Accordingly, we are enclosing herewith the following:

- ❖ Report of the Scrutinizer dated 16th December 2023 pursuant to Section 110 of the Companies Act, 2013 read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014; and
- ❖ Voting Results in terms of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The aforesaid businesses have been passed by the members with the requisite majority and hence are deemed to have been passed on Friday, the 15th December 2023 being the last date for e-voting.

We request you to take the above information on record.

Thanking you,
Yours faithfully,
For **Albert David Limited**

ANATHA
BANDHABA
CHAKRABARTTY

Digitally signed by ANATHA
BANDHABA CHAKRABARTTY
Date: 2023.12.16 13:21:28
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(A.B. Chakrabartty)
Company Secretary & Compliance Officer-cum-Legal Head
M. No. FCS 7184

Encl.: As Above

VOTING RESULTS AS REQUIRED UNDER REGULATION 44 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

| Voting results | |
|--|------------|
| Record date | 10-11-2023 |
| Voting start date | 16-11-2023 |
| Voting end date | 15-12-2023 |
| Total number of shareholders on record date | 9805 |
| No. of shareholders present in the meeting either in person or through proxy or through video conferencing | |
| a) Promoters and Promoter group | N/A |
| b) Public | N/A |
| No. of Shareholders voted through e-voting through postal ballot process | |
| a) Promoters and Promoter group | 8 |
| b) Public | 82 |
| No. of resolution passed in the meeting | 2 |
| Disclosure of notes on voting results | - |

| Resolution (1) | | | | | | | | |
|--|-------------------------------|--------------------|---------------------|--|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary / Special) | | | | Special | | | | |
| Whether promoter/promoter group are interested in the agenda/resolution? | | | | No | | | | |
| Description of resolution considered | | | | Re-appointment of Mr. Shirish Gundopant Belapure (DIN-02219458) as an Independent Director for another term of five consecutive years from 14 th February 2024 to 13 th February 2029 - Special Resolution | | | | |
| 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 | 3540958 | 3540958 | 100.00000 | 3540958 | | 100.00000 | 0.00000 |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot (if applicable) | | - | - | - | - | - | - |
| | Total | | 3540958 | 3540958 | 100.00000 | 3540958 | | 100.00000 |
| Public-Institutions | E-Voting | 151530 | 139644 | 92.15601 | 107204 | 32440 | 76.76950 | 23.23050 |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot (if applicable) | | - | - | - | - | - | - |
| | Total | | 151530 | 139644 | 92.15601 | 107204 | 32440 | 76.76950 |
| Public-Non-Institutions | E-Voting | 2014674 | 13444 | 0.66730 | 13247 | 197 | 98.53466 | 1.46534 |
| | Poll | | - | - | - | - | - | - |

| | | | | | | | | |
|-------------------------------------|-------------------------------|---------|---------|----------|---------|-------|----------|---------|
| | Postal Ballot (if applicable) | | - | - | - | - | - | - |
| | Total | 2014674 | 13444 | 0.66730 | 13247 | 197 | 98.53466 | 1.46534 |
| Total | | 5707162 | 3694046 | 64.72650 | 3661409 | 32637 | 99.11650 | 0.88350 |
| Whether resolution is Passed or Not | | | | | | | Yes | |
| Disclosure of notes on resolution | | | | | | | - | |

| Resolution (2) | | | | | | | | |
|--|-------------------------------|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary / Special) | | | | Special | | | | |
| Whether promoter/promoter group are interested in the agenda/resolution? | | | | No | | | | |
| Description of resolution considered | | | | Appointment of Mr. Shourya Sengupta (DIN-09216561) as an Independent Director for a term of five consecutive years commencing from 1 st November 2023 up to 31 st October 2028, not liable to retire by rotation - Special Resolution | | | | |
| 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 | 3540958 | 3540958 | 100.00000 | 3540958 | 0 | 100.00000 | 0.00000 |
| | Poll | | - | - | - | - | - | |
| | Postal Ballot (if applicable) | | - | - | - | - | - | |
| | Total | 3540958 | 3540958 | 100.00000 | 3540958 | 0 | 100.00000 | 0.00000 |

Regd. Office : Block -D, 3rd Floor, Gillander House, 8, Netaji Subhas Road, Kolkata - 700 001, India

Phone : +91-33-2262-8436 / 8456 / 8492 / 8439

Email : albertdavid@adlindia.in, Website : www.albertdavidindia.com, CIN : L51109WB1938PLC009490

Factories : Kolkata, Ghaziabad ● Sales Depot : Kolkata, Lucknow, Patna

| | | | | | | | | |
|-------------------------------------|-------------------------------|---------|---------|----------|---------|-------|----------|----------|
| Public-Institutions | E-Voting | 151530 | 139644 | 92.15601 | 107204 | 32440 | 76.76950 | 23.23050 |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot (if applicable) | | - | - | - | - | - | - |
| | Total | | 139644 | 92.15601 | 107204 | 32440 | 76.76950 | 23.23050 |
| Public-Non-Institutions | E-Voting | 2014674 | 13444 | 0.66730 | 13260 | 184 | 98.63136 | 1.36864 |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot (if applicable) | | - | - | - | - | - | - |
| | Total | | 13444 | 0.66730 | 13260 | 184 | 98.63136 | 1.36864 |
| Total | | 5707162 | 3694046 | 64.72650 | 3661422 | 32624 | 99.11685 | 0.88315 |
| Whether resolution is Passed or Not | | | | | | | Yes | |
| Disclosure of notes on resolution | | | | | | | - | |

For Albert David Limited

ANATHA
BANDHABA
CHAKRABARTTY

Digitally signed by
ANATHA BANDHABA
CHAKRABARTTY
Date: 2023.12.16
13:21:50 +05'30'

(A.B. Chakrabartty)

Company Secretary & Compliance Officer-cum-Legal Head

M. No. FCS 7184



Ashok Kumar Daga

B. Com. (H), LLB., FCS
Practising Company Secretary

AVANI OXFORD, PHASE II
136, JESSORE ROAD, BLOCK - 1
FLAT # 1B, 1ST FLOOR
KOLKATA - 700055
Phone : +91 33 32916865
Mobile : 09831036425, 09830236425
E-mail : daga.ashok@gmail.com

SCRUTINIZER'S REPORT

To,
The Chairman,
Albert David Limited
'D' Block, 3rd Floor, Gillander House,
Netaji Subhas Road
Kolkata WB 700001

Sub: Passing of Resolutions through Postal Ballot through E-Voting

Dear Sir,

1. The Board of Directors of the Company at its meeting held on **09th November, 2023** had appointed me as the Scrutinizer for conducting the postal ballot voting process. The Company had engaged the services of National Securities Depository Limited (NSDL) for providing electronic voting facility to its shareholders, as an alternate to its members, instead of dispatching filled in Postal Ballot Forms, as allowed by MCA.
2. Based on the Register for Voting (E-Voting) on **15th December, 2023** which was provided by National Securities Depository Limited (NSDL), I hereby submit my report as under:
 - 2.1 The Shareholders holding shares as on the cut-off date i.e. **10th November, 2023** were entitled to vote on the proposed resolutions (Item No. 1 & 2 as set out in the Notice of Postal Ballot of the Company.)
 - 2.2 The Voting through Postal Ballot via Remote electronic voting (e-voting) commenced from **16th November, 2023** (10:00 A.M. IST) and ended on **15th December, 2023** (5:00 P.M. IST).
 - 2.3 The details of Remote e-voting facility provided by National Securities Depository Limited (NSDL) has been scrutinized by me for verification of votes cast in favour and against the resolution.



Ashok Kumar Daga

B. Com. (H), LLB., FCS
Practising Company Secretary

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Phone : +91 33 32916865
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E-mail : daga.ashok@gmail.com

- 2.4 After the time fixed for remote e-voting facility provided to the shareholders during the period as stated above, E-voting system for voting was disabled.
- 2.5 The votes were unblocked at Kolkata on 15th December, 2023 at 5.05 p.m.
- 2.6 Since the members have voted electronically through remote e-voting. There is no instance of duplication of voting.
- 2.7 My responsibility as the Scrutinizer is restricted to ascertaining the voting processes and to make Scrutinizer's Report on the votes cast in favour or against the resolutions contained in the Notice of Postal Ballot. 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 voting on the resolutions contained in the notice of the Postal Ballot dated 9th November, 2023.
- 2.8 The results of the scrutiny of voting by through e-voting facility provided during the period in respect of resolutions contained in Notice dated 9th November, 2023 are as under :

RESOLUTION NO. 1: (Special Resolution)

Re-appointment of Mr. Shirish Gundopant Belapure (DIN-02219458) as an Independent Director:

“RESOLVED THAT pursuant to the provisions of Sections 149, 150 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) (including any statutory modification(s), enactment(s) or reenactment(s) thereof, for the time being in force), the Companies (Appointment and Qualification of Directors) Rules, 2014 and such other rules (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), as may be applicable, Regulation 17 and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) as amended from time to time and such other applicable laws, regulations and guidelines, if any, and pursuant to the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors, Mr. Shirish Gundopant Belapure (DIN-02219458), Independent Director of the Company, who holds office as such up to 13th February, 2024 and who has submitted a declaration that he meets the criteria of Independence under Section



Ashok Kumar Daga

B. Com. (H), LLB., FCS
Practising Company Secretary

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149(6) of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including any amendments thereof and who shall attain the age of 75 years in the year 2028, and who is eligible for re-appointment, and in respect of whom the Company has received a Notice in writing from a Member under Section 160(1) of the Act proposing his candidature for the office of Director, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, for second term of five consecutive years from 14th February, 2024 to 13th February, 2029.

“**RESOLVED FURTHER THAT** the Board of Directors, the Chief Financial Officer, and the Company Secretary of the Company be and they are hereby severally authorized to do all such acts, deeds, matters and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

| | NUMBER OF MEMBERS | | NUMBER OF VOTES CONTAINED IN | | %AGE | |
|--------------|-------------------|-----------|------------------------------|----------------|-------------------------|---------------------------------|
| | REMOTE E-VOTING | TOTAL | REMOTE E-VOTING | TOTAL | % OF TOTAL VOTES CASTED | % OF TOTAL NO. OF ISSUED SHARES |
| ASSENT | 80 | 80 | 3661409 | 3661409 | 99 | 64.15 |
| DISSENT | 10 | 10 | 32637 | 32637 | 1 | 0.57 |
| INVALID* | 0 | 0 | 0 | 0 | 0 | 0 |
| TOTAL | 90 | 90 | 3694046 | 3694046 | 100 | 64.72 |

In view of the above scrutiny, I hereby certify that resolution no. 1 as set out in notice dated 9th November, 2023 has been approved and passed with requisite majority.

RESOLUTION NO. 2: (Special Resolution)

Appointment of Mr. Shourya Sengupta (DIN-09216561) as an Independent Director:

“**RESOLVED THAT** pursuant to the provisions of Sections 149,150 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) (including any statutory modification(s), enactment(s) or reenactment(s) thereof, for the time being in force), the Companies (Appointment and Qualification of Directors) Rules, 2014 and such other rules (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), as may be applicable, applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements)



Ashok Kumar Daga

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Practising Company Secretary

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Regulations, 2015 (“Listing Regulations”) and such other applicable laws, regulations and guidelines, if any, [including any statutory modification(s) or reenactment for the time being in force], the Articles of Association of the Company and pursuant to the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors, Mr. Shourya Sengupta (DIN-09216561), who was appointed by the Board of Directors of the Company pursuant to the provisions of Section 161(1) of the Act, as an Additional Director under the category of Independent Director of the Company with effect from 01st November, 2023 and who meets the criteria for independence as provided in Section 149(6) of the Act along with the rules framed thereunder and Regulation 16(1)(b) of the Listing Regulations and who has submitted a declaration to that effect, and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director, be appointed as an Independent Director of the Company for a term of five consecutive years commencing from 01st November, 2023 up to 31st October 2028 , not liable to retire by rotation.”

“**RESOLVED FURTHER THAT** the Board of Directors, the Chief Financial Officer, and the Company Secretary of the Company be and they are hereby severally authorized to do all such acts, deeds, matters and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

| | NUMBER OF MEMBERS | | NUMBER OF VOTES CONTAINED IN | | %AGE | |
|--------------|-------------------|-----------|------------------------------|----------------|-------------------------|---------------------------------|
| | REMOTE E-VOTING | TOTAL | REMOTE E-VOTING | TOTAL | % OF TOTAL VOTES CASTED | % OF TOTAL NO. OF ISSUED SHARES |
| ASSENT | 82 | 82 | 3661422 | 3661422 | 99 | 64.15 |
| DISSENT | 8 | 8 | 32624 | 32624 | 1 | 0.57 |
| INVALID | 0 | 0 | 0 | 0 | 0 | 0 |
| TOTAL | 90 | 90 | 3694046 | 3694046 | 100 | 64.72 |

In view of the above scrutiny, I hereby certify that resolution no. 2 as set out in notice dated 9th November, 2023 has been approved and passed with requisite majority.

Thanking you.

ASHOK
KUMAR DAGA

Digitally signed by
ASHOK KUMAR DAGA
Date: 2023.12.16
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ASHOK KUMAR DAGA
Company Secretary in practice
Membership No. 2699
CP No. 2948

UDIN: F002699E002958289
Place: Kolkata
Date: 16.12.2023