



A PROMISE FOR POWER

Date: June 10, 2026

To, Sr. General Manager Listing Department BSE Limited Phiroze Jeejeebhoy Towers Dalal Street, Mumbai – 400 001 Scrip Code: 544744	To, Sr. General Manager Listing Department National Stock Exchange of India Limited Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E), Mumbai – 400 051 Symbol: POWERICA
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Sub: Voting Results of the Postal Ballot along with the Scrutinizer’s Report

Ref.: Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”)

Dear Sir / Madam,

This is in continuation to our letter dated May 11, 2026, submitting the Postal Ballot Notice for seeking approval of the shareholders of the Company through the remote e-voting process on the resolution as set out in the Postal Ballot Notice dated April 21, 2026 (“Notice”).

We wish to inform you that based on the Scrutinizer’s Report dated June 10, 2026, the Special Resolution set out in the Notice, has been declared as passed with requisite majority as detailed under:

Item no. 1: Appointment of Mr. Rabindra Nath Nayak (DIN: 02658070) as an Independent Director of the Company

Particulars	Voting details
No. of valid electronic votes received	120373786
Votes in favour of the resolution	120373221
Percentage of votes in favour of the resolution	99.9995%
Votes against the resolution	565
Percentage of votes against the resolution	0.0005%

Further, please find enclosed the Scrutinizer’s Report and details of voting results pursuant to Regulation 44 of the SEBI Listing Regulations.

POWERICA LIMITED

Registered & Corporate Office: 9th Floor, Bakhtawar, Nariman Point, Mumbai - 400021

CIN: L31100MH1984PLC032825 | Tel: 022 66562525 | Email: investorrelations@powericaltd.com | Web: www.powericaltd.com



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The Scrutinizer's Report and the voting results are being uploaded on the Company's website at <https://www.powericaltd.com/investor-relations/postal-ballot> and on the website of NSDL at www.evoting.nsdl.com.

This is for your information and record.

For Powerica Limited

Anita Renuse
Company Secretary & Compliance Officer
ACS: 25102

Encl: As above

SCRUTINIZER'S REPORT

The Chairman,
Powerica Limited
9th Floor, Bakhtawar,
Nariman Point, Mumbai 400021

Dear Sir/Madam,

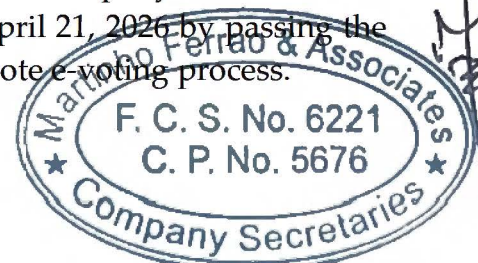
Subject: Scrutinizer's Report on voting through e-voting for Postal Ballot in terms of Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management & Administration) Rules, 2014.

The Board of Directors of Powerica Limited (*hereinafter referred to as "the Company"*) at their meeting held on April 21, 2026, have appointed me as the Scrutinizer to scrutinize the e-voting conducted in respect of the Resolution as circulated/stated in the Postal Ballot Notice dated April 21, 2026 ('Notice') in a fair and transparent manner.

1. The items for which approval of the Members of the Company was sought as stated in the Notice are mentioned hereunder: -

Sr. No.	Type of Resolution	Description of the resolution
1	Special	Appointment of Mr. Rabindra Nath Nayak (DIN: 02658070) as an Independent Director of the Company

In compliance with the provisions of Sections 108, 110 and other applicable provisions, if any, of the Companies Act, 2013 (the 'Act') read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("the Rules"), made thereunder, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the SEBI Listing Regulations"), the Secretarial Standard on the General Meetings ('SS-2') issued by the Institute of Company Secretaries of India each as amended, read with the General Circular Nos. 14/2020 dated 8th April 2020, 17/2020 dated 13th April 2020, 20/2020 dated 5th May 2020 and 03/2025 dated 22nd September 2025 issued by the Ministry of Corporate Affairs (collectively the "MCA Circulars") and Circular Nos. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated 11th July 2023 and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated 3rd October 2024 issued by the Securities and Exchange Board of India for seeking approval of the Members of the Company to transact the Business as set out in the Notice of Postal Ballot dated April 21, 2026 by passing the said Resolution through Postal Ballot, only by way of remote e-voting process.



The Company has confirmed that the electronic copy of the Notice and Explanatory Statement along with the process of remote e-voting in terms of the MCA Circulars were sent to those members whose e-mail addresses were registered with the Company/Depositories and whose names appeared in the Register of Members of the Company or Register of Beneficial Owners maintained by the Depositories as on Friday, May 08, 2026 ("cut-off date"). In order to facilitate those Members who had not yet registered their email IDs, a proper procedure was laid down to get their email IDs registered with the Registrar and Transfer Agent so that they could also participate in the e-voting facility extended by the Company.

The Company has engaged the services of National Securities Depository Limited, as the Electronic Voting Service Provider (hereinafter referred to as "NSDL" or "EVSP") who had made necessary arrangements to facilitate e-voting by the Members of the Company on their website www.evoting.nsdl.com. Members were required to communicate their assent or dissent only through Postal Ballot by remote e-voting system in terms of the said Circulars.

The Company and the EVSP had uploaded the Notice together with the explanatory statement on their respective websites viz. www.powericaltd.com and www.evoting.nsdl.com. The Notice was also uploaded on the website of the stock exchanges where the securities of the Company are listed viz. www.bseindia.com and www.nseindia.com. The Company and the EVSP have complied with all the necessary formalities specified under the Act, the Rules and the Circulars issued in this regard.

The total number of members as on the Cut-off date were 14440. The voting period commenced on Tuesday, May 12, 2026 at 9.00 a.m. (IST) and ended on Wednesday, June 10, 2026 at 5.00 p.m. (IST). For those Members whose email IDs were not available, a Public Notice with regard to the Company's Postal Ballot Notice was published on May 12, 2026 in Financial Express (English) and Navshakti (Marathi) providing the requisite information and contact details for registering email IDs and queries on e-voting.

The Management of the Company is responsible for ensuring compliance with the requirements of the Act and the Rules there under and the SEBI Listing Regulations relating to the item being placed for approval of the Members through Postal Ballot by e-voting.

My responsibility as the Scrutinizer of the voting process (through e-voting), was restricted to scrutinize the e-voting process, in a fair and transparent manner and to prepare a Scrutinizer's Report of the votes cast in favour and against the Resolution stated in the Notice, based on the reports generated from the e-voting system provided by NSDL.



SUMMARY OF VOTES CAST

The e-voting process concluded at 17:00 hours on Wednesday, June 10, 2026. The register containing the details of the e-voting, vis-a-vis the compilation of the data containing the Member's name, DP ID, Client ID and/or folio number, number of shares held, number of votes exercised, votes in favour, votes against were generated by NSDL on their website i.e., www.evoting.nsdl.com which were duly scrutinized. Accordingly, the votes cast through remote e-voting were taken into account and at the end of the remote e-voting period, on Wednesday, June 10, 2026 at 5.00 p.m. (IST), the remote e-voting module was disabled for voting by NSDL. The remote e-voting summary statement was thereafter downloaded from e-voting website of NSDL i.e. www.evoting.nsdl.com.

On scrutiny, I report that out of 14440 Members holding shares as on the cut-off date, i.e. Friday, May 08, 2026, 206 Members have exercised their votes through remote e-voting. The details of Postal Ballot results for the items placed for consideration is given below:

SUMMARY OF E-VOTING THROUGH POSTAL BALLOT

1. Appointment of Mr. Rabindra Nath Nayak (DIN: 02658070) as an Independent Director of the Company:

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	202	120373221	99.9995	4	565	0.0005
Total	202	120373221	99.9995	4	565	0.0005

Results:

Percentage of votes cast in favour : 99.9995 %

Percentage of votes cast against : 0.0005 %

- i) As the number of votes casted in favour for the resolution is 99.9995%, I report that the Resolution under Section 110 of the Companies Act, 2013, and the Companies (Management and Administration) Rules, 2014 as set out in Notice has been passed with a requisite majority by the shareholders. The Resolution is deemed to be passed as on the last date specified for remote e-voting i.e. Wednesday, June 10, 2026.



- ii) I further report that the Chairman or any other person as authorized in this regard may declare and confirm the above results of voting by Postal Ballot in respect of the Resolution referred herein on or before Friday, June 12, 2026 as intimated to the Stock Exchanges.

It is to be noted that:

1. The votes cast does not include abstained and invalid votes.


I further report that, Rule 22 of the Companies (Management and Administration) Rules, 2014 has been duly complied with and the records are maintained by me including the data as obtained from NSDL, the Service Provider for the e-voting facility extended by them recording the consent or otherwise received from the Members by e-voting which includes all the particulars of the Members such as the name, folio number/DP ID and Client ID, number of shares held, number of shares voted and number of shares assented, number of shares dissented, number of shares rejected, and other related data/papers are in my safe custody which will be handed over to the Company Secretary of the Company.

I thank you for the opportunity given, to act as a Scrutinizer for the above Postal Ballot process of the Company.

Thanking You,

Yours faithfully,

For Martinho Ferrao & Associates,
Company Secretaries



Martinho Ferrao
Proprietor
Membership No.: F6221
COP No.: 5676
PR: 7535/2025
UDIN: F006221H000607668



For Powerica Limited



Anita Renuse
Company Secretary
Membership No.: A25102



Date: June 10, 2026

Place: Mumbai

General information about company	
Scrip code	544744
NSE Symbol	POWERICA
MSEI Symbol	
ISIN	INE921L01032
Name of the company	POWERICA LIMITED
Type of meeting	Postal Ballot
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	10-06-2026
Start time of the meeting	
End time of the meeting	

Scrutinizer Details	
Name of the Scrutinizer	Martinho Ferrao
Firms Name	Martinho Ferrao & Associates
Qualification	CS
Membership Number	6221
Date of Board Meeting in which appointed	21-04-2026
Date of Issuance of Report to the company	10-06-2026

Voting results	
Record date	08-05-2026
Total number of shareholders on record date	14440
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	
b) Public	
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	
b) Public	
No. of resolution passed in the meeting	1
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				Appointment of Mr. Rabindra Nath Nayak (DIN: 02658070) as an Independent 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	97674965	97348565	99.6658	97348565	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		97674965	97348565	99.6658	97348565	0	100
Public- Institutions	E-Voting	26213321	22999973	87.7415	22999973	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		26213321	22999973	87.7415	22999973	0	100
Public- Non Institutions	E-Voting	2663591	25248	0.9479	24683	565	97.7622	2.2378
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		2663591	25248	0.9479	24683	565	97.7622
Total		126551877	120373786	95.1181	120373221	565	99.9995	0.0005
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0