



Smruthi Organics Limited

Date: 14th September, 2024

To
Corporate Relation Department
BSE Limited
P. J. Tower, Dalal Street,
Mumbai – 400 001.

To
Listing Department
Metropolitan Stock Exchange of India Ltd
Building A, Unit 205A, 2nd Floor, Piramal
Agastya Corporate Park,
L.B.S Road, Kurla West, Mumbai- 400 070

Sub: Voting Results and Consolidated Scrutinisers Report of the 35th Annual General Meeting of the company held on 14th September, 2024

Dear Sir

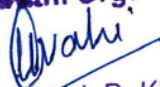
Pursuant to regulation 44(3) of SEBI(Listing Obligation and Disclosure Requirements) Regulations, 2015, please find enclosed voting results of the business transacted at the 35th Annual General Meeting of the Company held on Saturday, 14th September, 2024 alongwith the consolidated Scrutinisers Report on the results of remote evoting and evoting at AGM.

Request you to kindly take the same on record.

Thanking You

Yours Faithfully

For Smruthi Organics Limited


Urvashi D. Khanna
Company Secretary & Compliance Officer



REGISTERED OFFICE : 'BALAJI BHAVAN' 165-A, RAILWAY LINES, SOLAPUR-413 001, MAHARASHTRA, INDIA
PHONE : 0091- 217-2310267, 2310367.

CORPORATE OFFICE : MUMBAI OFFICE : PH. : 022-24129211.

FACTORY : UNIT II : PLOT NO. A-27, M.I.D.C. CHINCHOLI, TAL. MOHOL, DIST. SOLAPUR - 413 255, MAHARASHTRA, INDIA.
PHONE : 0217-2357771, 2357772, 774,775 ■ VISIT US : www.smruthiorganics.com
E-mail : eaga@smruthiorganics.com ■ CIN :- L24119PN1989PLC052562.

CS H. R. THAKUR
M.Com, LL.M. MBA (Pittsburg)
FCS, Grad CWA

305/306 Happiness, City of Joy
J. S. Dossa Marg, Mulund (w)
Mumbai- 400 080
Mobile: 9322 213 056

CONSOLIDATED SCRUTINISER'S REPORT

Pursuant to Section 108 and 109 of the Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014

To,

The Chairman

35th Annual General Meeting of the Equity shareholders of Smruthi Organics Limited held on Saturday, 14th September, 2024 through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM') at 12.30 P.M. (IST)

Dear Sir,

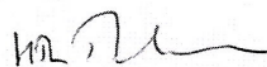
I, H. R. Thakur, Practising Company Secretary, Mumbai, was appointed by the Board of Directors of Smruthi Organics Limited - CIN: L24119PN1989PLC052562 ('the Company') as the Scrutinizer at the 35th Annual General Meeting of the Company held on Saturday, 14th September, 2024 at 12.30 P.M. (IST) ('AGM') to scrutinize the remote e-voting and e-voting at the AGM

My responsibility as the Scrutinizer is restricted to ascertaining the voting processes and to make Scrutinizer's Report of the votes cast 'in favour' or 'against' the resolutions contained in the notice of AGM. 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 AGM.

The Company had provided the facility of remote e-voting to all the eligible shareholders and the facility of e-voting during the AGM to those eligible shareholders who attended the meeting through VC/OAVM and have not voted earlier through remote e-voting.

Further to the above, I submit my report as under:-

- i. The equity shareholders of the Company as on the "cut-off" date i.e. Friday, 06th September, 2024 were entitled to vote on the resolution nos 1 to 7 as set out in the notice of AGM.

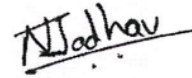

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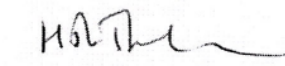
- ii. The remote e-voting period commenced on Wednesday, 11th September, 2024 at 09:00 A.M. (IST) and ended on Friday, 13th September, 2024 at 05:00 P.M. (IST).
- iii. On Friday, 13th September, 2024 after the end of the remote e-voting period, a limited information report containing information such as folio number, name and number of shares held etc. except votes cast by the members who voted through remote e-voting was generated from the portal of Central Depository Securities (India) Limited ('CDSL').
- iv. Facility of e-voting during the AGM was made available during the meeting and till 15 (Fifteen) minutes after its conclusion.
- v. After the closure of e-voting during the AGM, the votes cast through e-voting during the AGM and through remote e-voting prior to the date of AGM were unblocked in the presence of two witnesses, Mr. Sohan Ranade and Ms. Neha Jadhav who are not in the employment of the Company and have signed below in the confirmation.


Sohan Ranade


Neha Jadhav

- vi. During the process of scrutiny, I did not find any invalid vote.

Based on the voting summary downloaded from the portal of CDSL the result of the voting at AGM is as under:-


H. R. THAKUR
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ORDINARY BUSINESS:

Item No. 1: Ordinary Resolution

To receive, consider and adopt the Audited Financial Statements of the Company for the year ended 31st March, 2024 and the Reports of the Board of Directors and the Auditors thereon

Voted in favour of the resolution:

Type of Voting	Number of Ballots	Number of votes	Percentage
Remote E-voting	34	72,68,351	99.99999
E-voting at AGM	1	5,410	99.98152
Total	35	72,73,761	99.99997

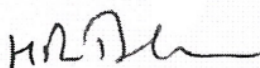
Voted against the resolution:

Type of Voting	Number of Ballots	Number of votes	Percentage
Remote E-voting	1	1	0.00001
E-voting at AGM	1	1	0.01848
Total	2	2	0.00003

Abstained / Less voted:

Type of voting	Number of Ballots	Number of votes
Remote E-voting	0	0
E-voting at AGM	0	0
Total	0	0

The resolution was passed with requisite majority.


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Item No. 2: Ordinary Resolution

To declare a dividend of Rs 1.5/- per share (i.e 15 %) on 1,14,46,290 equity shares of Rs. 10/- each for the year ended 31st March, 2024.

Voted in favour of the resolution:

Type of Voting	Number of Ballots	Number of votes	Percentage
Remote E-voting	34	72,68,351	99.99999
E-voting at AGM	1	5,410	99.98152
Total	35	72,73,761	99.99997


Voted against the resolution:

Type of Voting	Number of Ballots	Number of votes	Percentage
Remote E-voting	1	1	0.00001
E-voting at AGM	1	1	0.01848
Total	2	2	0.00003

Abstained / Less voted:

Type of voting	Number of Ballots	Number of votes
Remote E-voting	0	0
E-voting at AGM	0	0
Total	0	0

The resolution was passed with requisite majority.


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Item No. 3: Ordinary Resolution

To appoint a Director in place of Mr. Eaga Swapnil (DIN: 01241535) who retires by rotation and being eligible offers himself for re-appointment

Voted in favour of the resolution:

Type of Voting	Number of Ballots	Number of votes	Percentage
Remote E-voting	34	72,68,351	99.99999
E-voting at AGM	1	5,410	99.98152
Total	35	72,73,761	99.99997

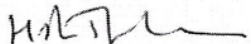
Voted against the resolution:

Type of Voting	Number of Ballots	Number of votes	Percentage
Remote E-voting	1	1	0.00001
E-voting at AGM	1	1	0.01848
Total	2	2	0.00003

Abstained / Less voted:

Type of voting	Number of Ballots	Number of votes
Remote E-voting	0	0
E-voting at AGM	0	0
Total	0	0

The resolution was passed with requisite majority.


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SPECIAL BUSINESS

Item No. 4: Ordinary Resolution

Ratification of remuneration payable to Cost Auditors for the financial year ending 31st March, 2025.

Voted in favour of the resolution:

Type of Voting	Number of Ballots	Number of votes	Percentage
Remote E-voting	34	72,68,351	99.99999
E-voting at AGM	1	5,410	99.98152
Total	35	72,73,761	99.99997

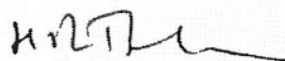
Voted against the resolution:

Type of Voting	Number of Ballots	Number of votes	Percentage
Remote E-voting	1	1	0.00001
E-voting at AGM	1	1	0.01848
Total	2	2	0.00003

Abstained / Less voted:

Type of voting	Number of Ballots	Number of votes
Remote E-voting	0	0
E-voting at AGM	0	0
Total	0	0

The resolution was passed with requisite majority.


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Item No. 5: Special Resolution

Appointment of Mr. Prakash Purushottam Wadgaonkar (DIN: 07435777) as Independent Director (Non-Executive) of the Company

Voted in favour of the resolution:

Type of Voting	Number of Ballots	Number of votes	Percentage
Remote E-voting	34	72,68,351	99.99999
E-voting at AGM	1	5,410	99.98152
Total	35	72,73,761	99.99997

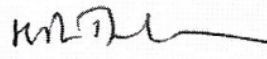
Voted against the resolution:

Type of Voting	Number of Ballots	Number of votes	Percentage
Remote E-voting	1	1	0.00001
E-voting at AGM	1	1	0.01848
Total	2	2	0.00003

Abstained / Less voted:

Type of voting	Number of Ballots	Number of votes
Remote E-voting	0	0
E-voting at AGM	0	0
Total	0	0

The resolution was passed with requisite majority.


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Item No. 6: Special Resolution

Appointment of Mr. Anoop Anil Doshi (DIN: 09309871) as Independent Director (Non-Executive) of the Company

Voted in favour of the resolution:

Type of Voting	Number of Ballots	Number of votes	Percentage
Remote E-voting	34	72,68,351	99.99999
E-voting at AGM	1	5,410	99.98152
Total	35	72,73,761	99.99997

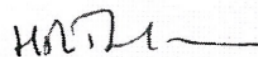
Voted against the resolution:

Type of Voting	Number of Ballots	Number of votes	Percentage
Remote E-voting	1	1	0.00001
E-voting at AGM	1	1	0.01848
Total	2	2	0.00003

Abstained / Less voted:

Type of voting	Number of Ballots	Number of votes
Remote E-voting	0	0
E-voting at AGM	0	0
Total	0	0

The resolution was passed with requisite majority.



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Item No. 7: Special Resolution

Appointment of Mr. Dharmaraj Rao (DIN: 10614251) as Independent Director (Non-Executive) of the Company

Voted in favour of the resolution:

Type of Voting	Number of Ballots	Number of votes	Percentage
Remote E-voting	34	72,68,351	99.99999
E-voting at AGM	1	5,410	99.98152
Total	35	72,73,761	99.99997

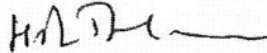
Voted against the resolution:

Type of Voting	Number of Ballots	Number of votes	Percentage
Remote E-voting	1	1	0.00001
E-voting at AGM	1	1	0.01848
Total	2	2	0.00003

Abstained / Less voted:

Type of voting	Number of Ballots	Number of votes
Remote E-voting	0	0
E-voting at AGM	0	0
Total	0	0

The resolution was passed with requisite majority.


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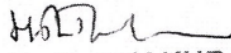
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*Percentage beyond 5 decimal points ignored under Rounding off.

Date: 14th September, 2024

Place: Mumbai

UDIN : F002090F001220109


H. R. THAKUR
F.C.S. 2090 C.P. 3193

Smruthi Organics Limited



Authorised Signatory

Mr. E. Purushotham

Chairman & Managing Director

General information about company	
Scrip code	540686
NSE Symbol	NA
MSEI Symbol	SMRUTHI
ISIN	INE172E01011
Name of the company	Smruthi Organics Ltd
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	14-09-2024
Start time of the meeting	12:30 pm
End time of the meeting	01:10 pm

Scrutinizer Details	
Name of the Scrutinizer	H R Thakur
Firms Name	H R Thakur
Qualification	CS
Membership Number	2090
Date of Board Meeting in which appointed	06-05-2024
Date of Issuance of Report to the company	14-09-2024

Voting results	
Record date	06-09-2024
Total number of shareholders on record date	6207
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	2
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	2
b) Public	38
No. of resolution passed in the meeting	7
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To receive, consider and adopt the Audited Financial Statements of the Company for the year ended 31st March, 2024 and the Reports of the Board of Directors and the Auditors thereon.(Ordinary 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	7310770	7216548	98.7112	7216548	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		7310770	7216548	98.7112	7216548	0	100
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	4135520	57215	1.3835	57213	2	99.9965	0.0035
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		4135520	57215	1.3835	57213	2	99.9965
Total		11446290	7273763	63.5469	7273761	2	100	0
Whether resolution is Pass or Not.						Yes		
Disclosure of notes on resolution								

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

Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To declare a dividend of Rs 1.5/- per share (i.e 15 %) on 1,14,46,290 equity shares of Rs. 10/- each for the year ended 31st March, 2024. (Ordinary 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	7310770	7216548	98.7112	7216548	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		7310770	7216548	98.7112	7216548	0	100
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	4135520	57215	1.3835	57213	2	99.9965	0.0035
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		4135520	57215	1.3835	57213	2	99.9965
Total		11446290	7273763	63.5469	7273761	2	100	0
Whether resolution is Pass or Not							Yes	
Disclosure of notes on resolution								

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

Resolution(3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint a Director in place of Mr. Eaga Swapnil (DIN: 01241535) who retires by rotation and being eligible offers himself for re-appointment (Ordinary 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	7310770	7216548	98.7112	7216548	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		7310770	7216548	98.7112	7216548	0	100
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	4135520	57215	1.3835	57213	2	99.9965	0.0035
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		4135520	57215	1.3835	57213	2	99.9965
Total		11446290	7273763	63.5469	7273761	2	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

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

Resolution(4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Ratification of remuneration payable to Cost Auditors for the financial year ending 31st March, 2025. (Ordinary 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		7216548	98.7112	7216548	0	100	0
	Poll	7310770	0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	7310770	7216548	98.7112	7216548	0	100	0
Public- Institutions	E-Voting		0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting		57215	1.3835	57213	2	99.9965	0.0035
	Poll	4135520	0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	4135520	57215	1.3835	57213	2	99.9965	0.0035
Total		11446290	7273763	63.5469	7273761	2	100	0
Whether resolution is Pass or Not								Yes
Disclosure of notes on resolution								

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

Resolution(5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Prakash Purushottam Wadgaonkar (DIN: 07435777) as Independent Director (Non-Executive) of the Company (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	7310770	7216548	98.7112	7216548	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		7310770	7216548	98.7112	7216548	0	100
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	4135520	57215	1.3835	57213	2	99.9965	0.0035
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		4135520	57215	1.3835	57213	2	99.9965
Total		11446290	7273763	63.5469	7273761	2	100	0
Whether resolution is Pass or Not								Yes
Disclosure of notes on resolution								

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

Resolution(6)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Anoop Anil Doshi (DIN: 09309871) as Independent Director (Non-Executive) of the Company (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	7310770	7216548	98.7112	7216548	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		7310770	7216548	98.7112	7216548	0	100
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	4135520	57215	1.3835	57213	2	99.9965	0.0035
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		4135520	57215	1.3835	57213	2	99.9965
Total		11446290	7273763	63.5469	7273761	2	100	0
Whether resolution is Pass or Not								Yes
Disclosure of notes on resolution								

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

Resolution(7)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Dhamaraj Rao (DIN: 10614251) as Independent Director (Non-Executive) 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	7310770	7216548	98.7112	7216548	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		7310770	7216548	98.7112	7216548	0	100
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	4135520	57215	1.3835	57213	2	99.9965	0.0035
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		4135520	57215	1.3835	57213	2	99.9965
Total		11446290	7273763	63.5469	7273761	2	100	0
Whether resolution is Pass or Not								Yes
Disclosure of notes on resolution								

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

