



6<sup>th</sup> August, 2024

**Department of Corporate Services**

BSE Limited

Phiroze Jeejeebhoy Towers,

Dalal Street,

Mumbai-400001

**Security Code- 533018**

**Sub.: Voting Results of the 26<sup>th</sup> Annual General Meeting**

Please find enclosed details of the Voting Results of the 26<sup>th</sup> Annual General Meeting of the Company held on Tuesday, the 6<sup>th</sup> August, 2024 at 10:00 am through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM") in the format as prescribed under Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 together with Combined Scrutinizer's Report.

The Voting Results alongwith the Scrutinizer's Report dated 6<sup>th</sup> August, 2024 is also made available on the website of the Company i.e. [www.simplex-group.com](http://www.simplex-group.com) and on the website of National Securities Depository Limited i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

This is for your information and records.

Thanking you,

Yours faithfully,

For **Simplex Mills Company Limited**

**Shekhar R Singh**  
**Director**

DIN:03357281

Encl.: a/a

**CIN-L65900MH1998PLC116585**

**Registered Office: Village Shivni, Taluka and District, Akola – 444104.**

**Corporate Office: 30, Keshavrao Khadye Marg, Sant Gadge Maharaj Chowk, Mahalaxmi (E), Mumbai – 400011.**

**T: 2308 2951-54; | F: 2307 2773**

**E: [mills@simplex-group.com](mailto:mills@simplex-group.com); | W: [www.simplex-group.com](http://www.simplex-group.com)**

<b>Date of Annual General Meeting</b>	6 <sup>th</sup> August, 2024
<b>Total Number of shareholders on Record date i.e. 30<sup>th</sup> July, 2024</b>	786
<b>No. of shareholders present in the meeting either in person or through proxy:</b>	No arrangement for a physical meeting or appointment of proxy was made as the Meeting was held through VC/OAVM
Promoter and Promoter Group	
Public	
<b>No. of shareholders present in the meeting through VC/OAVM:</b>	
Promoter and Promoter Group	5
Public	5

**Item Number: 1**

**Adoption of the Audited Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2024 and the Reports of the Directors' and Auditors' thereon**

Resolution required (Ordinary / Special)						Ordinary		
Whether promoter / promoter group are interested in the agenda / resolution?						Not Interested		
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - Favour	No. of Votes - Against	No. of votes in favor on votes polled	No. of votes in 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	21354	17937	84.00%	17937	0	100.00%	0.00%
	Poll (if applicable)							
	Postal Ballot							
	<b>Total (A)</b>	<b>21354</b>	<b>17937</b>	<b>84.00%</b>	<b>17937</b>	<b>0</b>	<b>100.00%</b>	<b>0</b>
Public - Institutions	E-voting	4390	124	2.82%	124	0	100.00%	0.00%
	Poll (if applicable)							
	Postal Ballot							
	<b>Total (B)</b>	<b>4390</b>	<b>124</b>	<b>2.82%</b>	<b>124</b>	<b>0</b>	<b>100.00%</b>	<b>0</b>
Public - Non Institutions	E-voting	4260	587	13.78%	248	339	42%	58%
	Poll (if applicable)							
	Postal Ballot							
	<b>Total (C)</b>	<b>4260</b>	<b>587</b>	<b>13.78%</b>	<b>248</b>	<b>339</b>	<b>42.25%</b>	<b>57.75%</b>
<b>Total (A+B+C)</b>		<b>30004</b>	<b>18648</b>	<b>62.15%</b>	<b>18309</b>	<b>339</b>	<b>98.18%</b>	<b>1.82%</b>

Item Number: 2

**Appointment of a Director in place of Smt. Fatima Fernandes (DIN 00506058), who retires by rotation and, being eligible, offers himself for re-appointment**

Resolution required (Ordinary / Special)						Ordinary		
Whether promoter / promoter group are interested in the agenda / resolution?						Not Interested		
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - Favour	No. of Votes - Against	No. of votes in favor on votes polled	No. of votes in 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	21354	17937	84.00%	17937	0	100.00%	0.00%
	Poll (if applicable)							
	Postal Ballot							
	<b>Total (A)</b>	<b>21354</b>	<b>17937</b>	<b>84.00%</b>	<b>17937</b>	<b>0</b>	<b>100.00%</b>	<b>0</b>
Public - Institutions	E-voting	4390	124	2.82%	124	0	100.00%	0.00%
	Poll (if applicable)							
	Postal Ballot							
	<b>Total (B)</b>	<b>4390</b>	<b>124</b>	<b>2.82%</b>	<b>124</b>	<b>0</b>	<b>100.00%</b>	<b>0</b>
Public - Non Institutions	E-voting	4260	587	13.78%	248	339	42%	58%
	Poll (if applicable)							
	Postal Ballot							
	<b>Total (C)</b>	<b>4260</b>	<b>587</b>	<b>13.78%</b>	<b>248</b>	<b>339</b>	<b>42.25%</b>	<b>57.75%</b>
<b>Total (A+B+C)</b>		<b>30004</b>	<b>18648</b>	<b>62.15%</b>	<b>18309</b>	<b>339</b>	<b>98.18%</b>	<b>1.82%</b>

Item Number: 3

**Designate Smt. Sita Sunil (DIN: 00041722) Director of the Company as a Non –Executive Independent Director**

Resolution required (Ordinary / Special)						Special		
Whether promoter / promoter group are interested in the agenda / resolution?						Not Interested		
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - Favour	No. of Votes - Against	No. of votes in favor on votes polled	No. of votes in 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	21354	17937	84.00%	17937	0	100.00%	0.00%
	Poll (if applicable)							
	Postal Ballot							
	<b>Total (A)</b>							
Public - Institutions	E-voting	4390	124	2.82%	124	0	100.00%	0.00%
	Poll (if applicable)							
	Postal Ballot							
	<b>Total (B)</b>							
Public - Non Institutions	E-voting	4260	587	13.78%	248	339	42%	58%
	Poll (if applicable)							
	Postal Ballot							
	<b>Total (C)</b>							
<b>Total (A+B+C)</b>		<b>30004</b>	<b>18648</b>	<b>62.15%</b>	<b>18309</b>	<b>339</b>	<b>98.18%</b>	<b>1.82%</b>

**Office**

Fortuna Tower, 23A, Netaji Subhas Road, Floor 11, Room  
No.: 40, Fairley Place, B.B.D. Bagh, Kolkata-700001, WB.  
RO: 391/1, 3<sup>rd</sup> Floor, Suit No. C1, Mahatma Gandhi Road,  
Haridevpur, Kolkata – 700041, West Bengal.  
Tel No: 033-48100224, (M) 8981882033  
Email: [csbinitthakur@gmail.com](mailto:csbinitthakur@gmail.com)

**SCRUTINIZER'S REPORT**

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

The Chairman  
**SIMPLEX MILLS COMPANY LIMITED**  
30 Keshaorao Khadya Marg  
Sant Gadge Maharaj Chowk Jacob Circle,  
Mumbai-400011

Dear Sir,

**Sub: Scrutinizer's Report on remote e-voting and e-voting during the 26<sup>th</sup> Annual General Meeting of the Members of Simplex Mills Company Limited held on 6<sup>th</sup> August, 2024 at 10:00 A.M. through Video Conferencing (VC)/ Other Audio-visual Means (OAVM)**

I, Binit Kumar, Company Secretary in Practice has been appointed as scrutinizer for the purpose of scrutinizing the remote e-voting as well as e-voting by the Members at the 26<sup>th</sup> Annual General Meeting (AGM) of the Members of Simplex Mills Company Limited (CIN No: L65900MH1998PLC116585) in a fair and transparent manner pursuant to the provisions of Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended from time to time) and in accordance with the terms of circulars issued by Ministry of Corporate Affairs i.e. General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 02/2021 dated January 13, 2021, 19/2021 dated December 08, 2021, 21/2021 dated December 14, 2021, 02/2022 dated May 5, 2022 and 11/2022 dated December 28, 2022 (collectively referred to as "MCA Circulars") and in accordance with the terms of circulars issued by Securities and Exchange Board of India i.e. Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 on May 13, 2022 and SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 (collectively referred to as "SEBI Circulars"), the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable laws and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and to submit a report thereon to the Company on the resolution forming part of the AGM Notice dated 17<sup>th</sup> May, 2024 ("AGM Notice").

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The Management of the Company is responsible to ensure the compliance with the requirements of relevant provisions of (i) the Companies Act, 2013 and the Rules made thereunder and (ii) the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 and (iii) MCA and SEBI circulars related to voting through remote e-voting and e-voting at the AGM by the shareholders on the resolutions proposed in the notice of the AGM of the Company.

My responsibility as a Scrutinizer is to ensure that the voting process, both through remote e-voting and e-voting at the AGM, is conducted in fair and transparent manner and to render Scrutinizer's Report of the total votes cast "in favour" or against", if any, to the Chairman on the resolutions based on the reports generated from the electronic voting system of National Securities Depository Limited (NSDL), the agency engaged by the Company to provide e-voting facility.

1. The Company has availed services of National Securities Depositories Limited for providing e-voting facility for conducting remote e-voting and e-voting during the AGM, to the Shareholders of the Company. The remote e-voting commenced on Saturday, the 3<sup>rd</sup> August, 2024 from 9:00 A.M. and ends on Monday, the 5<sup>th</sup> August, 2024 at 5:00 P.M.
2. The Shareholders holding shares as on the "cut off" date i.e. Tuesday, the 30<sup>th</sup> July, 2024 were entitled to vote on the proposed resolution.
3. Facility of e-voting was provided during the AGM to those Members who had not cast their votes by remote e-voting prior to the AGM.
4. Since the meeting was conducted through VC/OAVM, there was no physical presence of the Shareholders to vote physically in the meeting accordingly, no ballot box was kept.
5. After the closure of the voting by electronic means at the AGM, the votes cast through electronic voting at the AGM and votes cast under remote e-voting facility prior to the date of AGM were unblocked and reconciled with the records received from National Securities Depositories Limited and the records maintained by the Company and its Registrar and Transfer Agents, and the authorizations lodged with the Company in the presence of two witnesses who are not in the employment of the Company.
6. I hereby submit a scrutinizer's report pursuant to Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014 on the resolution contained in the Notice of the aforesaid AGM based on the scrutiny of remote e-voting and the electronic voting during the AGM and votes cast therein based on the data downloaded from the electronic voting system by the National Securities Depositories Limited.
7. The results of the remote e-voting together with that of the voting through electronic voting system conducted at the AGM through VC / OAVM are as under:

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**A. RESOLUTION NO. 1 AS AN ORDINARY RESOLUTION:**

To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2024 and the Reports of the Directors' and Auditors' thereon.

**Valid Votes:**

Particulars of Voting	Number of valid votes cast	Votes in favor of the Resolution		Votes against the resolution	
		No. of votes	%	No. of votes	%
Remote e-Voting	18648	18309	98.18	339	1.82
E-Voting at AGM	-	-	-	-	-
<b>Total</b>	<b>18648</b>	<b>18309</b>	<b>98.18</b>	<b>339</b>	<b>1.82</b>

**Invalid Votes:**

Total number of Members whose votes were declared invalid	Total number of votes
Nil	Nil

**B. RESOLUTION NO. 2 AS AN ORDINARY RESOLUTION:**

To appoint a Director in place of Shri Shekhar R Singh (DIN:03357281), who retires by rotation and being eligible, offers himself for re-appointment.

**Valid Votes:**

Particulars of Voting	Number of valid votes cast	Votes in favor of the Resolution		Votes against the resolution	
		No. of votes	%	No. of votes	%
Remote e-Voting	18648	18309	98.18	339	1.82
E-Voting at AGM	-	-	-	-	-
<b>Total</b>	<b>18648</b>	<b>18309</b>	<b>98.18</b>	<b>339</b>	<b>1.82</b>

**Invalid Votes:**

Total number of Members whose votes were declared invalid	Total number of votes
Nil	Nil

**C. RESOLUTION NO. 3 AS A SPECIAL RESOLUTION:**

Designate Smt. Sita Sunil (DIN: 00041722) Director of the Company, as a Non- Executive Independent Director of the Company.

**Valid Votes:**

Particulars of Voting	Number of valid votes cast	Votes in favor of the resolution		Votes against the resolution	
		No. of votes	%	No. of votes	%
Remote e-Voting	18648	18309	98.18	339	1.82
E-Voting at AGM	-	-	-	-	-
<b>Total</b>	<b>18648</b>	<b>18309</b>	<b>98.18</b>	<b>339</b>	<b>1.82</b>

**Invalid Votes:**

Total number of Members whose votes were declared invalid	Total number of votes
Nil	Nil

The results of the voting by the Members in respect of the above-mentioned resolution may accordingly be declared by the Chairman of the Company.

The electronic data and all other relevant records relating to the remote e-voting will remain in my safe custody until the Chairman considers, approves, and signs the Minutes of the aforesaid AGM and the same shall be handed over thereafter to the Chairman / Company Secretary & Compliance Officer of the Company for safe keeping.

Thanking you,

Yours sincerely

**BINIT KUMAR**  
Digitally signed  
by BINIT KUMAR  
Date: 2024.08.06  
18:00:57 +05'30'

CS Binit Kumar  
Practicing Company Secretary  
FCS: 10859 | C.P. No. 21698  
Peer Review Cert. No.: 5354/2023  
UDIN: F010859F000911704  
Date: 6<sup>th</sup> August, 2024

Countersigned and received the report  
On behalf of Simplex Mills Company Limited

Shekhar R Singh  
Director  
DIN: 03357281