

FRANKLIN INDUSTRIES LIMITED

(CIN: L74110GJ1983PLC092054)

Regd. off.: 301, SIGNATURE 01, NR.JAGUAR SHOWROOM, S.G. HIGHWAY, MAKARBA, Jivraj Park, Ahmedabad, Ahmadabad City, Gujarat, India, 380051

E-mail Id: muradprop1983@gmail.com, Phone No.: 7621806491

Website: www.franklinindustries.in

Date: 24/08/2024

To, The BSE Limited P J Towers, Dalal Street, Mumbai - 400 001 Scrip Code - 540190	To, The Calcutta Stock Exchange Limited 7, Lyons Range, Kolkata - 700 001 Scrip Code - 23181
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Sub: Submission of Scrutinizer's Report of 42nd Annual General Meeting of the Company

Dear Sir/Ma'am,

With reference to the captioned subject, we hereby enclose the voting results of 42nd Annual General Meeting of the Members of the Company as required under Regulation 44 (3) of the SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015. Please note that all the resolutions in the Notice of the 42nd Annual General Meeting have been passed by the shareholders with requisite majority.

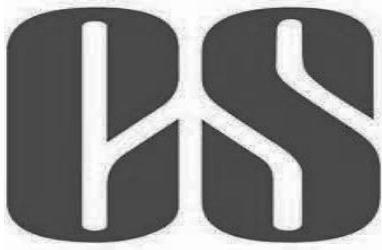
Further, pursuant to Section 108 of the Companies Act, 2013 read with Rules and amendments made thereto, enclosed is the consolidated report of the scrutinizer on remote e-voting and through Venue Voting at the AGM.

Please take the same on record.

Yours faithfully,

For, Franklin Industries Limited

.....
Sachin Verma
Managing Director
(DIN: 10328898)



Dharti Patel & Associates,

Company Secretaries

01, Suvas Bunglows,

New C.G. Road,

Chandkheda,

Ahmedabad-382424

M: 7487033350, Email: csdhartipatel@gmail.com

SCRUTINIZER'S CONSOLIDATED REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014]

**To,
The Chairman,
42nd Annual General Meeting of Shareholders of
M/s Franklin Industries Limited,
Held on 23rd August,2024 at 1:00 p.m. at the Registered Office of the Company.**

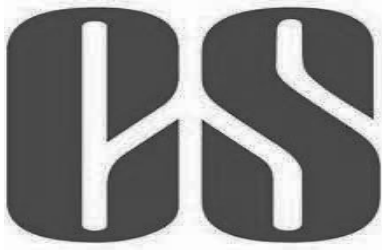
Dear Sir,

I, **Dharti Patel**, proprietor of **M/s. Dharti Patel & Associates**, Practicing Company Secretary, Ahmedabad appointed as Scrutinizer by the Board of Directors for the purpose of Scrutinizing the remote e-voting and Voting through Postal Ballot at the time of AGM in a fair and transparent manner at the 42nd Annual General Meeting (AGM) of **M/s Franklin Industries Limited** ("the Company"), held on Friday, 23rd August,2024 at 1:00 p.m. at the registered office of the company situated at **301, Signature 01, Nr. Jaguar Showroom, S.G. Highway, Makarba, Jivraj Park, Ahmedabad, Gujarat, India, 380051**. The Company has provided the Remote E-voting Facility pursuant to the circular issued by the ministry of corporate affairs, Securities and Exchange Board of India and Section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014 and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing obligation and Disclosure Requirements) Regulations, 2015.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to remote e-voting and voting through postal ballot at the time of AGM process on the resolution contained in the Notice of the 42nd Annual General Meeting dated August 01,2024. My Responsibility as a Scrutinizer for remote e-voting and postal ballot voting process at the time of AGM is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions, based on the reports generated from the remote e-voting of Central Depository Services (India) Limited and postal ballot papers from the ballot box at the time of AGM.

I Submit my report as under: -





Dharti Patel & Associates,

Company Secretaries

01, Suvas Bunglows,

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1. The Company had appointed Central Depository Services (India) Limited (CDSL) as the service provider, for extending the facility for the remote e-voting to the Members of the Company from 9.00 a.m. on 20th August, 2024 up to 5.00 p.m. on 22nd August, 2024.
2. The voting rights were reckoned as on August 16, 2024 being cut-off date for the purpose of deciding the entitlements of Members at the remote e-voting and voting at the Meeting through postal ballot.
3. The Company facilitated the Members present in the 42nd Annual General Meeting who could not participate in the remote e-voting to cast their votes through postal ballot.
4. The votes were unblocked in the presence of the two witnesses not being in the employment of the company on August 23, 2024 (after the conclusion of the meeting).
5. The Result of the voting are as under: -

Ordinary Business

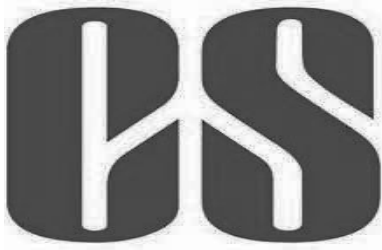
Resolution No. 1: - (Ordinary Resolution)

Adoption of the Audited Financial Statements of the Company for the financial year ended on 31st March 2024, together with the Directors Report and Auditors thereon;

(i) Voted **in favour** of the resolution:

	Number of members voted through electronic voting system or Ballot Paper	Number of votes casted (Shares)	% of total number of valid votes cast
Remote E-voting	132	1491987	98.35%
Venue Voting	29	4556938	100%
Total	161	6048925	99.59%





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(ii) Voted **against** the resolution:

	Number of members voted through electronic voting system or Ballot Paper	Number of votes casted (Shares)	% of total number of valid votes cast
Remote E-voting	3	25087	1.65%
Venue Voting	0	0	0.00%
Total	3	25087	0.41%

(iii) Invalid votes:

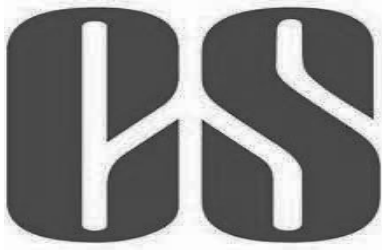
	Total Number Members whose voted were declared invalid	Number of votes casted (Shares)
Promoter and Promoter Group	0	0
Public Institutions	0	0
Public – Non Institutions	0	0
Total Voting	0	0

Based on the aforesaid result, we report that the Ordinary Resolution as set out in Item no. 1 of the Notice of the AGM dated 1st August, 2024 has been passed with requisite majority.

Resolution No. 2: - (Ordinary Resolution)

To appoint a Mr. Sachin Verma (DIN: 10328898), who retires by rotation, and being eligible offers him for re- appointment.





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(i) Voted **in favour** of the resolution:

	Number of members voted through electronic voting system or Ballot Paper	Number of votes casted (Shares)	% of total number of valid votes cast
Remote E-voting	125	1471425	97.53%
Venue Voting	29	4556938	100%
Total	154	6028363	99.38%

(ii) Voted **against** the resolution:

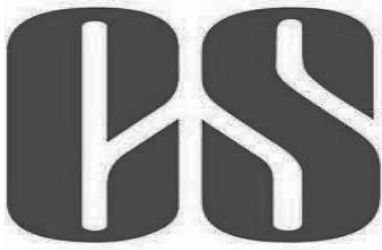
	Number of members voted through electronic voting system or Ballot Paper	Number of votes casted (Shares)	% of total number of valid votes cast
Remote E-voting	10	37339	2.47%
Venue Voting	0	0	0.00%
Total	10	37339	0.61%

(iii) Invalid votes:

	Total Number Members whose voted were declared invalid	Number of votes casted (Shares)
Promoter and Promoter Group	0	0
Public Institutions	0	0
Public – Non Institutions	0	0
Total Voting	0	0

Based on the aforesaid result, we report that the Ordinary Resolution as set out in Item no. 2 of the Notice of the AGM dated 1st August, 2024 has been passed with requisite majority.





Dharti Patel & Associates,

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Resolution No. 3:- (Ordinary Resolution)

- (i) **To appoint Statutory Auditors to hold the office from the conclusion of this Annual General Meeting till the conclusion of 47th Annual General Meeting and to fix their remuneration**

Voted **in favour** of the resolution:

	Number of members voted through electronic voting system or Ballot Paper	Number of votes casted (Shares)	% of total number of valid votes cast
Remote E-voting	130	1483662	98.34%
Venue Voting	29	4556938	100%
Total	159	6040600	99.59%

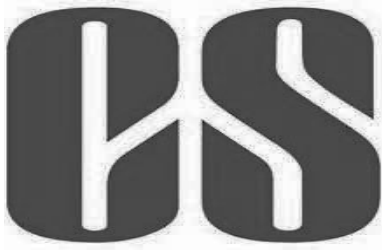
- (ii) Voted **against** the resolution:

	Number of members voted through electronic voting system or Ballot Paper	Number of votes casted (Shares)	% of total number of valid votes cast
Remote E-voting	4	25092	1.66%
Venue Voting	0	0	0.00%
Total	4	25092	0.41%

- (iii) Invalid votes:

	Total Number Members whose voted were declared invalid	Number of votes casted (Shares)
Promoter and Promoter Group	0	0
Public Institutions	0	0
Public - Non Institutions	0	0
Total Voting	0	0





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Based on the aforesaid result, we report that the Ordinary Resolution as set out in Item no. 3 of the Notice of the AGM dated 1st August, 2024 has been passed with requisite majority.

Special Business

Resolution No. 4: - (Special Resolution)

Appointment Mr. SACHIN VERMA [DIN: 10328898] by appointing him as Chairman and Managing Director of the company

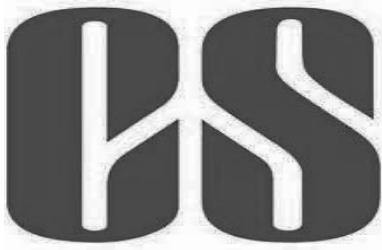
Voted **in favour** of the resolution:

	Number of members voted through electronic voting system or Ballot Paper	Number of votes casted (Shares)	% of total number of valid votes cast
Remote E-voting	125	1473720	97.68%
Venue Voting	29	4556938	100%
Total	154	6030658	99.42%

(i) Voted **against** the resolution:

	Number of members voted through electronic voting system or Ballot Paper	Number of votes casted (Shares)	% of total number of valid votes cast
Remote E-voting	8	34929	2.32%
Venue Voting	0	0	0.00%
Total	8	34929	0.57%





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(ii) Invalid votes:

	Total Number Members whose voted were declared invalid	Number of votes casted (Shares)
Promoter and Promoter Group	0	0
Public Institutions	0	0
Public – Non Institutions	0	0
Total Voting	0	0

Based on the aforesaid result, we report that the Ordinary Resolution as set out in Item no. 4 of the Notice of the AGM dated 1st August, 2024 has been passed with requisite majority.

Resolution No. 5: - (Ordinary Resolution)

Regularization of the appointment Mr. Ajit Dashrathji Thakor (DIN: 10218830) as a Non-Executive Independent Director of the company:

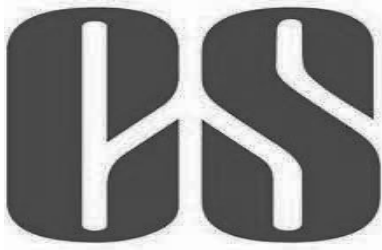
(i) Voted **in favour** of the resolution:

	Number of members voted through electronic voting system or Ballot Paper	Number of votes casted (Shares)	% of total number of valid votes cast
Remote E-voting	124	1032524	88.91%
Venue Voting	29	4556938	100%
Total	153	5589462	97.74%

(ii) Voted **against** the resolution:

	Number of members voted through electronic voting system or Ballot Paper	Number of votes casted (Shares)	% of total number of valid votes cast
Remote E-voting	9	128830	11.09%
Venue Voting	0	0	0.00%
Total	9	128830	2.25%





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(iii) Invalid votes:

	Total Number Members whose voted were declared invalid	Number of votes casted (Shares)
Promoter and Promoter Group	0	0
Public Institutions	0	0
Public – Non Institutions	0	0
Total Voting	0	0

Based on the aforesaid result, we report that the Ordinary Resolution as set out in Item no. 5 of the Notice of the AGM dated 1st August, 2024 has been passed with requisite majority.

Resolution No. 6: - (Ordinary Resolution)

Regularization of the appointment Ms. Apra Sharma (DIN: 10149103) as a Non-Executive Independent Director of the company:

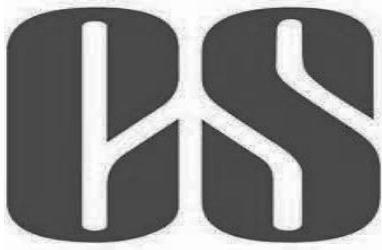
(i) Voted **in favour** of the resolution:

	Number of members voted through electronic voting system or Ballot Paper	Number of votes casted (Shares)	% of total number of valid votes cast
Remote E-voting	125	1125119	96.86%
Venue Voting	29	4556938	100%
Total	154	5682057	99.36%

(ii) Voted **against** the resolution:

	Number of members voted through electronic voting system or Ballot Paper	Number of votes casted (Shares)	% of total number of valid votes cast
Remote E-voting	8	36430	3.14%
Venue Voting	0	0	0.00%
Total	8	36430	0.64%





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(iii) Invalid votes:

	Total Number Members whose voted were declared invalid	Number of votes casted (Shares)
Promoter and Promoter Group	0	0
Public Institutions	0	0
Public – Non Institutions	0	0
Total Voting	0	0

Based on the aforesaid result, we report that the Ordinary Resolution as set out in Item no. 6 of the Notice of the AGM dated 1st August, 2024 has been passed with requisite majority.

Resolution No. 7: - (Ordinary Resolution)

Regularization of the appointment Mr. Ashishkumar Jayantilal Kapadiya (DIN: 10212557) as a Non - Executive Non-Independent Director of the company:

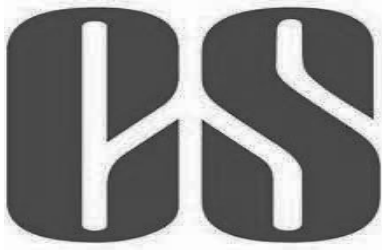
(i) Voted **in favour** of the resolution:

	Number of members voted through electronic voting system or Ballot Paper	Number of votes casted (Shares)	% of total number of valid votes cast
Remote E-voting	123	1115050	96.02%
Venue Voting	29	4556938	100%
Total	152	5671988	99.19%

(ii) Voted **against** the resolution:

	Number of members voted through electronic voting system or Ballot Paper	Number of votes casted (Shares)	% of total number of valid votes cast
Remote E-voting	9	46199	3.98%
Venue Voting	0	0	0.00%
Total	9	46199	0.81%





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(iii) Invalid votes:

	Total Number Members whose voted were declared invalid	Number of votes casted (Shares)
Promoter and Promoter Group	0	0
Public Institutions	0	0
Public – Non Institutions	0	0
Total Voting	0	0

Based on the aforesaid result, we report that the Ordinary Resolution as set out in Item no. 7 of the Notice of the AGM dated 1st August, 2024 has been passed with requisite majority

Resolution No. 8: - (Ordinary Resolution)

Increase in Authorised Share Capital of the Company:

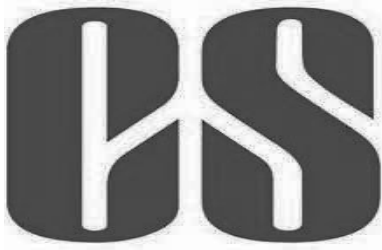
(i) Voted **in favour** of the resolution:

	Number of members voted through electronic voting system or Ballot Paper	Number of votes casted (Shares)	% of total number of valid votes cast
Remote E-voting	130	1483607	98.33%
Venue Voting	29	4556938	100%
Total	159	6040545	99.58%

(ii) Voted **against** the resolution:

	Number of members voted through electronic voting system or Ballot Paper	Number of votes casted (Shares)	% of total number of valid votes cast
Remote E-voting	5	25157	1.67%
Venue Voting	0	0	0.00%
Total	5	25157	0.41%





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(iii) Invalid votes:

	Total Number Members whose voted were declared invalid	Number of votes casted (Shares)
Promoter and Promoter Group	0	0
Public Institutions	0	0
Public – Non Institutions	0	0
Total Voting	0	0

Based on the aforesaid result, we report that the Ordinary Resolution as set out in Item no. 8 of the Notice of the AGM dated 1st August, 2024 has been passed with requisite majority

Resolution No. 9: - (Ordinary Resolution)

Issue of Bonus Shares:

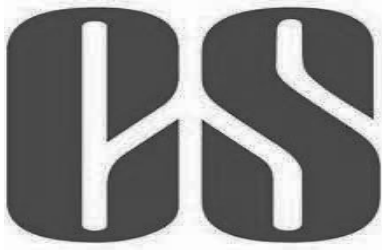
(i) Voted **in favour** of the resolution:

	Number of members voted through electronic voting system or Ballot Paper	Number of votes casted (Shares)	% of total number of valid votes cast
Remote E-voting	135	1501997	98.97%
Venue Voting	29	4556938	100%
Total	164	6058935	99.74%

(ii) Voted **against** the resolution:

	Number of members voted through electronic voting system or Ballot Paper	Number of votes casted (Shares)	% of total number of valid votes cast
Remote E-voting	3	15587	1.03%
Venue Voting	0	0	0.00%
Total	3	15587	0.26%





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(iii) Invalid votes:

	Total Number Members whose voted were declared invalid	Number of votes casted (Shares)
Promoter and Promoter Group	0	0
Public Institutions	0	0
Public – Non Institutions	0	0
Total Voting	0	0

Based on the aforesaid result, we report that the Ordinary Resolution as set out in Item no. 9 of the Notice of the AGM dated 1st August, 2024 has been passed with requisite majority

RESULT

As the number of votes cast in favour of the resolution was more than the number of votes cast against, I report that the Resolutions with regard to Item no. 1 to 9 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

Thanking you.

Date: 23/08/2024

Place: Ahmedabad

**For M/S Dharti Patel & Associates
Company Secretaries,**



Dharti Patel

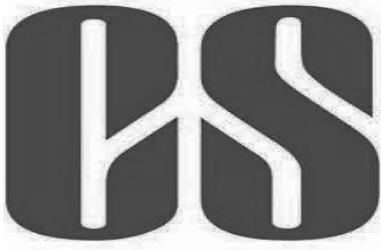
Proprietor

M. No.: F12801

C.P. No.:19303

UDIN: F012801F001034547

PEER REVIEW CERTIFICATE No.: 4617/2023



Dharti Patel & Associates,

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**Counter Signed By
On And Behalf of
M/s. Franklin Industries Limited**

.....
**Sachin Verma
Managing Director
DIN : 10328898**