

SUDAL INDUSTRIES LIMITED



Corporate Office: 26A Nariman Bhavan, 227 Nariman Point, Mumbai 400 021. (INDIA) • Phone: 91-22-22023845, 61577100 - 119
• Fax: 91-22-22022893 • E-Mail: mumbai@sudal.co.in • www.sudal.co.in

December 31, 2024

To,
Corporate Relationship Department
BSE Limited
P. J. Towers, 1st Floor,
Dalal Street, Mumbai - 400 001

Sub.: Declaration of results of the voting on resolutions set out in Notice of 45th Annual General Meeting held on Saturday, December 28, 2024

Dear Sir(s),

Pursuant to the provisions of Section 96 of the Companies Act, 2013, the 45th Annual General Meeting (AGM) of Sudal Industries Limited ("**the Company**") was convened on Saturday, December 28, 2024 at the registered office of the Company at A-5, MIDC, Ambad Industrial Estate, Mumbai Nashik Highway, Nashik - 422010 to seek the approval of members of the Company on the resolutions contained in notice.

In terms of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, the Company provided remote e-voting facility and physical voting through ballots at the time of AGM to the Members vide Notice of 45th AGM.

Members voted through remote e-voting till up to 5:00 P.M. on December 27, 2024, being the last date fixed for remote e-voting and members voted through ballots at the AGM have been considered by the Scrutinizer. The Board at their meeting held on November 14, 2024 has appointed Mr. Jayesh M. Shah, Practicing Company Secretary, Partner - M/s. Rathi & Associates, Company Secretaries as Scrutinizer to scrutinize the voting process for the 45th AGM of the Company in a fair and transparent manner.

Based on the Scrutinizer's Report dated December 30, 2024, I, Sudarshan Shriram Chokani, Managing Director of the Company, hereby declare that all the 5 (Five) resolutions, as set out in the Notice of the 45th Annual General Meeting of the Company held on Saturday, December 28, 2024 have been duly passed with requisite majority by the members of the Company.

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We are also enclosing herewith the voting results of AGM.

You are requested to take note of the same.

Thanking You

Yours faithfully,

For Sudal Industries Limited

MUKESH
VIJAYSHI
ASHAR

Digitally signed by
MUKESH VIJAYSHI
ASHAR
Date: 2024.12.31
14:12:55 +05'30'

Mukesh Ashar
Whole-Time Director
DIN: 06929024

Rathi & Associates

COMPANY SECRETARIES

A-303, Prathamesh, 3rd Floor, Raghuvanshi Mills Compound, 11-12, Senapati Bapat Marg, Lower Parel (W), Mumbai - 400 013.
Tel.: 4076 4444 / 2491 1222 • Fax : 4076 4466 • E-mail : associates.rathi8@gmail.com

December 30, 2024

To,
The Chairman
Sudal Industries Limited
A-5, MIDC, Ambad Industrial Estate
Mumbai Nashik Highway
Nashik - 422 010

Dear Sir,

Sub: Scrutinizer's Report on remote e-voting and physical voting through ballots at 45th Annual General Meeting of the Members of Sudal Industries Limited held on Saturday, December 28, 2024

Sudal Industries Limited ("the Company") at their Board meeting held on November 14, 2024, appointed Mr. Jayesh M. Shah (Membership No. FCS 5637), Partner of M/s. Rathi & Associates, Practicing Company Secretaries, to ensure that the process of remote e-voting and physical voting through ballots, as prescribed under Section 108 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 of the Companies Act, 2013 ("the Act") as amended from time to time and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, on the resolutions contained in the Notice of the 45th Annual General Meeting placed for the approval of members of the Company, be carried out in a fair and transparent manner.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 read with Rules made thereunder and the applicable regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, relating to remote e-voting and physical ballot voting on the resolutions as contained in the aforesaid Notice of the Annual General Meeting of the Members of the Company.

Our responsibility as a Scrutinizer is to scrutinize and ensure that the voting done through remote e-voting and physical ballot is carried out in a fair and transparent manner and to make a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions, based on the reports generated from the remote e-voting system of National Securities Depository Limited ('NSDL'), the agency engaged by the Company to provide remote e-voting facility and physical voting through ballots.



As required under Section 101 of the Act, a notice of the 45th Annual General Meeting was sent to the Members by permitted means, for seeking approval of members on following resolutions:

1. **Resolution No. 1 as an Ordinary Resolution:** To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2024, comprising of Balance Sheet as at March 31, 2024, Statement of Profit and Loss and Cash Flow for the year ended as on that date and Notes to Accounts as at together with the Reports of the Board of Directors' and Auditors' thereon;
2. **Resolution No. 2 as an Ordinary Resolution:** To appoint a Director in place of Mr. Sudarshan Chokhani (DIN: 00243355), who retires by rotation, and being eligible, offers himself for re-appointment.
3. **Resolution No. 3 as an Ordinary Resolution:** Ratification of payment of remuneration to the Cost Auditors of the Company for the Financial Year 2024-2025.
4. **Resolution No. 4 as a Special Resolution:** Appointment of Ms. Madhuri Gajanan Ahire (DIN: 10338913) as an Independent Director of the Company.
5. **Resolution No. 5 as a Special Resolution:** Re-appointment of Mr. Lalit Maharshi (DIN: 08519212) as an Independent Director of the Company for the second consecutive term of five years.

The Company provided the remote e-Voting facility offered by National Securities Depository Limited ('NSDL') to cast votes on aforesaid resolutions by the members of the Company.

Remote e-voting facility was made available to members of the Company to exercise their voting rights from Wednesday, December 25, 2024 at 9:00 a.m. upto Friday, December 27, 2024 at 5:00 p.m. Accordingly, e-votes casted upto 5:00 p.m. of Friday, December 27, 2024 have been considered for our scrutiny.

After the conclusion of the Annual General Meeting, first the voting conducted through physical ballots at the meeting was unblocked in the presence of two witnesses Mr. Satish Singasane and Mr. Nimesh S. Shah, not in employment of the Company, and thereafter votes cast through remote e-voting was unblocked. A summary of the votes cast by members through remote e-voting and physical ballots at the Annual General Meeting with their pattern of voting is as per Annexure enclosed to this Report.




The results of the voting by members through remote e-voting and physical ballots at the Annual General Meeting in respect of the above-mentioned resolutions may accordingly be declared by the Chairman of the Meeting or any one of the Director as authorized in this regard by the Chairman.

Thanking you,

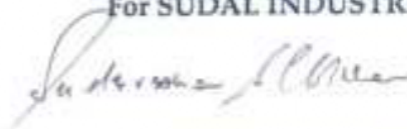
Yours sincerely,

For RATHI & ASSOCIATES
COMPANY SECRETARIES


JAYESH M. SHAH
PARTNER
MEM NO.: F5637
COP NO.: 2535
UDIN: F005637F003525331
P.R. CERT. NO.: 668/2020



COUNTERSIGNED BY
For SUDAL INDUSTRIES LIMITED



SUDARSHAN CHOKHANT
CHAIRMAN

ANNEXURE

1. **Resolution No. 1 as an Ordinary Resolution:** To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2024, comprising of Balance Sheet as at March 31, 2024, Statement of Profit and Loss and Cash Flow for the year ended as on that date and Notes to Accounts as at together with the Reports of the Board of Directors' and Auditors' thereon.

Sr. No.	Particulars	No. of ballots / remote e-voting	No. of shares voted for
a.	Votes cast through physical ballot	16	56
b.	Remote e-voting confirmations received	53	46,78,682
	Total	69	46,78,738
c.	Less: Invalid ballot / remote e-voting confirmations	0	0
d.	Net Valid physical ballot forms / remote e-voting	69	46,78,738
(i)	Physical ballot forms / remote e-voting with assent for the resolution	68	46,77,738
	Percentage (%) of Assent*		99.98
(ii)	Physical ballot forms / remote e-voting dissent for the resolution	1	1,000
	Percentage (%) of Dissent*		0.02

*Rounded off



2. **Resolution No. 2 as an Ordinary Resolution:** To appoint a Director in place of Mr. Sudarshan Chokhani (DIN: 00243355), who retires by rotation, and being eligible, offers himself for re-appointment.

Sr. No.	Particulars	No. of ballots / remote e-voting	No. of shares voted for
a.	Votes cast through physical ballot	16	56
b.	Remote e-voting confirmations received	53	46,78,682
	Total	69	46,78,738
c.	Less: Invalid ballot / remote e-voting confirmations	0	0
d.	Net Valid physical ballot forms / remote e-voting	69	46,78,738
(i)	Physical ballot forms / remote e-voting with assent for the resolution	68	46,77,738
	Percentage (%) of Assent*		99.98
(ii)	Physical ballot forms / remote e-voting dissent for the resolution	1	1,000
	Percentage (%) of Dissent*		0.02

*Rounded off



3. Resolution No. 3 as an Ordinary Resolution: Ratification of payment of remuneration to the Cost Auditors of the Company for the Financial Year 2024-2025.

Sr. No.	Particulars	No. of ballots / remote e-voting	No. of shares voted for
a.	Votes cast through physical ballot	16	56
b.	Remote e-voting confirmations received	53	46,78,682
	Total	69	46,78,738
c.	Less: Invalid ballot / remote e-voting confirmations	0	0
d.	Net Valid physical ballot forms / remote e-voting	69	46,78,738
(i)	Physical ballot forms / remote e-voting with assent for the resolution	68	46,77,738
	Percentage (%) of Assent*		99.98
(ii)	Physical ballot forms / remote e-voting dissent for the resolution	1	1,000
	Percentage (%) of Dissent*		0.02

*Rounded off



4. Resolution No. 4 as a Special Resolution for Appointment of Ms. Madhuri Gajanan Ahire (DIN: 10338913) as an Independent Director of the Company.

Sr. No.	Particulars	No. of ballots / remote e-voting	No. of shares voted for
a.	Votes cast through physical ballot	16	56
b.	Remote e-voting confirmations received	53	46,78,682
	Total	69	46,78,738
c.	Less: Invalid ballot / remote e-voting confirmations	0	0
d.	Net Valid physical ballot forms / remote e-voting	69	46,78,738
(i)	Physical ballot forms / remote e-voting with assent for the resolution	68	46,77,738
	Percentage (%) of Assent*		99.98
(ii)	Physical ballot forms / remote e-voting dissent for the resolution	1	1,000
	Percentage (%) of Dissent*		0.02

*Rounded off



5. Resolution No. 5 as a Special Resolution: Re-appointment of Mr. Lalit Maharshi (DIN: 08519212) as an Independent Director of the Company for the second consecutive term of five years.

Sr. No.	Particulars	No. of ballots / remote e-voting	No. of shares voted for
a.	Votes cast through physical ballot	16	56
b.	Remote e-voting confirmations received	53	46,78,682
	Total	69	46,78,738
c.	Less: Invalid ballot / remote e-voting confirmations	0	0
d.	Net Valid physical ballot forms / remote e-voting	69	46,78,738
(i)	Physical ballot forms / remote e-voting with assent for the resolution	68	46,77,738
	Percentage (%) of Assent*		99.98
(ii)	Physical ballot forms / remote e-voting dissent for the resolution	1	1,000
	Percentage (%) of Dissent*		0.02

*Rounded off

