

SAL AUTOMOTIVE LIMITED

(Formerly, Swaraj Automotives Ltd.)
SAL/02/SP/BSE/2024-25

**The General Manager
Corp. Relationship Deptt
BSE Ltd.**

1st. Floor, New Trading Ring,
Rotunda Building, P J Towers,
Dalal Street, Fort, Mumbai

Works :
Kakrala Rd. Nabha-147201
Distt. Patiala, Punjab (INDIA)
Tel.: 01765-516888, 516800
E-mail : info@salautomotive.in
CIN : L45202PB1974PLC003516
GSTIN : 03AABCP0383K1ZL

8th April 2024



SUB: Postal Ballot Voting Results and Scrutinizer Report

Ref:- Company's Postal Ballot Intimation letter dated 7th March, 2024

Dear Sir,

With reference to the above regarding the Postal Ballot Notice issued to the Members of the Company for seeking approval for:

1. Appointment of Dr. Uttam Sahay (DIN: 08608518) as Non-Executive Independent Director on the Board of the Company. (by way of Special Resolution)
2. Appointment of Mr. Rajiv Sharma (DIN: 07418337) as Non-Executive Director on the Board of the Company (by way of Ordinary Resolution)
3. Approval of remuneration of Mr. Rama Kant Sharma as Managing Director of the Company (by way of Special Resolution)

Through e-voting, the said resolutions had been passed with requisite majority on April 06, 2024:

We are pleased to submit herewith the following:

- a) Voting results pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- b) Scrutinizer's consolidated report dated 8th April, 2024 pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014.

This is for your information and records.

Thanking you

Yours faithfully

For SAL Automotive Limited


**(Gagan Kaushik)
Company Secretary
F8080**

Encl.: As above (Page:- 1-7)

Works Dharwad: 183 / I, Belur Industrial Area, Dharwad, Distt. Dharwad, Karnataka -580011

Works Rudrapur : 11-A, Vill-Rameshwarpur, Rudrapur, Distt. Udham Singh Nagar, Uttarakhand-263148

Regd. Office : C-127, IV Floor, Satguru Infotech, Phase - VIII, Industrial Area, SAS Nagar (Mohali), Punjab - 160071

Website : www.salautomotive.in



SAL Automotive Limited

Voting Results of the Postal Ballot pursuant to Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Company Name	SAL Automotive Limited
Date of Postal Ballot Notice	7 th March, 2024
Remote E-voting Period:-	
Start Date	8 th March, 2024
End Date	6 th April, 2024
Record Date / Cut-off date	1 st March, 2024
Total Number of Shareholders on record date (cut-off date for voting purpose)	1995
No. of Shareholders present in the meeting either in person or through proxy Promoters and Promoter Group Public	Not Applicable (Resolutions passed through Postal Ballot)
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group Public	Not Applicable (Resolutions passed through Postal Ballot)



Agenda wise disclosure

Agenda Item 1: Appointment of Dr. Uttam Sahay (DIN: 08608518) as Non-Executive Independent Director on the Board of the Company.

Resolution required	Special Resolution
Whether promoter / promoter group are interested in the agenda / resolution?	No

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 Voted 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	1798285	1798285	100	1798285	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		1798285	1798285	100	1798285	0	100
Public – Institutional Holders	E-Voting	106389	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		106389	0	0	0	0	0
Public – Non Institutions	E-Voting	493039	28218	5.72	1186	27032	4.20	95.80
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		493039	28218	5.72	1186	27032	4.20
Total		2397713	1826503	76.18	1799471	27032	98.52	1.48

The above resolution was passed.



Agenda Item 2: Appointment of Mr. Rajiv Sharma (DIN: 07418337) as Non-Executive on the Board of the Company

Resolution required	Ordinary Resolution
Whether promoter / promoter group are interested in the agenda / resolution?	No

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 Voted 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	1798285	1798285	100	1798285	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		1798285	1798285	100	1798285	0	100
Public – Institutional Holders	E-Voting	106389	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		106389	0	0	0	0	0
Public – Non Institutions	E-Voting	493039	28218	5.72	1186	27032	4.20	95.80
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		493039	28218	5.72	1186	27032	4.20
Total		2397713	1826503	76.18	1799471	27032	98.52	1.48

The above resolution was passed.



Agenda Item 3: Approval of remuneration of Mr. Rama Kant Sharma as Managing Director of the Company.

Resolution required	Special Resolution
Whether promoter / promoter group are interested in the agenda / resolution?	No

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 Voted 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	1798285	1798285	100	1798285	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		1798285	1798285	100	1798285	0	100
Public – Institutional Holders	E-Voting	106389	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		106389	0	0	0	0	0
Public – Non Institutions	E-Voting	493039	28218	5.72	27917	301	98.93	1.07
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		493039	28218	5.72	27917	301	98.93
Total		2397713	1826503	76.18	1826202	301	99.98	0.02

The above resolution was passed.



AJAY K. ARORA
LL.B., FCS, IP

GST : 04ADSPA8498H1Z3

A. ARORA & CO.

Company Secretaries
&
Insolvency Professional

S.C.O. 64-65, 1ST FLOOR,
SECTOR 17-A, MADHYA MARG,
CHANDIGARH-160 017
Ph.: (O) 2701906
MOBILE : 98140-06492
E-MAIL : ajaykcs@gmail.com

Report of Scrutinizer

[Pursuant to Section 108 and 110 of the Companies Act, 2013 and Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 as amended]

To,

The Chairman,
SAL Automotive Limited
C-127, 4th Floor, Sat Guru Infotech,
Industrial Area Phase VIII,
S.A.S Nagar Mohali, Punjab.

Result of Postal Ballot of SAL Automotive Limited

Dear Sir,

1. I, Ajay K Arora, Practicing Company Secretary, at S.C.O. 64-65, 1st Floor, Sector 17 A, Madhya Marg, Chandigarh was appointed as Scrutinizer by the Board of Directors of **SAL Automotive Limited** (the Company), in their meeting held 13th February, 2024 for the purpose of scrutinizing the e-voting process (remote e-voting) of Postal Ballot pursuant to the provisions of Sections 108 and 110 and all other applicable provisions of the Companies Act, 2013 ("the Act") read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("the Rules") (including any statutory modification(s) or reenactment(s) thereof, for the time being in force) and in accordance with the guidelines prescribed by the Ministry of Corporate Affairs for, inter-alia, conducting postal ballot through e-voting vide General Circulars Nos. 14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020, 22/2020 dated 15th June, 2020, 33/2020 dated 28th September, 2020, 39/2020 dated 31st December, 2020, 10/2021 dated 23rd June, 2021, 20/2021 dated 8th December, 2021, 03/2022 dated 5th May, 2022, 11/2022 dated 28th December, 2022, and 09/2023 dated 25th September, 2023 ("MCA Circulars"), Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR"), Secretarial Standard - 2 ("SS-2") issued by the Institute of Company Secretaries of India and other applicable laws and regulations, if any, in respect of the following resolution stated in the Notice of the Postal Ballot dated 7th March, 2024 proposed to be passed by the equity shareholders of the Company:

Sr. No.	Description of Resolutions
1	Appointment of Dr. Uttam Sahay (DIN: 08608518) as Non-Executive Independent Director on the Board of the Company. (as Special Resolution)
2	Appointment of Mr. Rajiv Sharma (DIN: 07418337) as Non-Executive on the Board of the Company. (as an Ordinary Resolution)
3	Approval of remuneration of Mr. Rama Kant Sharma as Managing Director of the Company. (as Special Resolution)



2. The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means (by remote e-voting) of postal ballot by the shareholders on the resolution proposed is the responsibility of the Management. My responsibility as a Scrutinizer is to ensure that the voting process through electronic means of postal ballot are conducted in a fair and transparent manner and render scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or any other person authorized, on the resolution, based on the reports generated from the electronic voting system provided by National Securities Depository Limited (NSDL).
3. In accordance with the Notice of the Postal Ballot dated 7th march, 2024, dispatch of which to the shareholders by prescribed modes was completed on 7th March, 2024. The remote e-voting for Postal Ballot of the Company commenced on 8th March, 2024 at 9.00 A.M. (IST) and ended on 6th April, 2024 at 5.00 P.M. (IST). The remote e-voting facility was provided by NSDL.
4. The Equity Shareholders holding shares as on 1st March, 2024 (the "Cut-off Date"), were entitled to vote on the resolution stated in the Notice of the Postal Ballot.

The results of remote e-voting are as under:

1. **As a Special Resolution: Appointment of Dr. Uttam Sahay (DIN: 08608518) as Non-Executive Independent Director on the Board of the Company.**

Mode of Voting	Consolidated Details of Valid Votes		Votes Cast in Favour		Votes Cast Against		Invalid Votes	
	Total No. of Members	Total No. of shares/ votes held	No. of Members	No. of shares/ Votes	No. of Members	No. of shares/ Votes	No. of Members	No. of shares/ Votes
Postal Ballot through E-voting	26	1826503	23	1799471	3	27032	-	-
% to total valid votes				98.52%		1.48%		

2. **As an Ordinary Resolution: Appointment of Mr. Rajiv Sharma (DIN: 07418337) as Non-Executive on the Board of the Company.**

Mode of Voting	Consolidated Details of Valid Votes		Votes Cast in Favour		Votes Cast Against		Invalid Votes	
	Total No. of Members	Total No. of shares/ votes held	No. of Members	No. of shares/ Votes	No. of Members	No. of shares/ Votes	No. of Members	No. of shares/ Votes
Postal Ballot through E-voting	26	1826503	23	1799471	3	27032	-	-
% to total valid votes				98.52%		1.48%		



3. As a Special Resolution: Approval of remuneration of Mr. Rama Kant Sharma as Managing Director of the Company.

Mode of Voting	Consolidated Details of Valid Votes		Votes Cast in Favour		Votes Cast Against		Invalid Votes	
	Total No. of Members	Total No. of shares/ votes held	No. of Members	No. of shares/ Votes	No. of Members	No. of shares/ Votes	No. of Members	No. of shares/ Votes
Postal Ballot through E-voting	26	1826503	24	1826202	2	301	-	-
% to total valid votes				99.98%		0.02%		

5. Based on the votes cast in favour / against on the aforesaid resolutions by remote e-voting, Resolution No. 1, 2, & 3 of Postal Ballot Notice dated 7th March, 2024 has been passed with requisite majority.
6. Register of postal ballot and other relevant records of voting process given/provided/maintained in electronic mode will remain in my custody until the Chairman considers, approves, and signs the Minutes of postal ballot and the same shall be handed over to the Company Secretary of the Company for safe keeping.

Thanking you,

Yours Sincerely,



Ajay K Arora
Company Secretary in Practice
CP No. 993
FCS No. 2191
UDIN: F002191F000052032
Date: 08.04.2024
Place: Chandigarh
Peer Review Cert. No.: 2120/2022

Counter signed by
For SAL AUTOMOTIVE LTD.
(Gagan Kaushik)
Company Secretary
F8000

Note:

1. This report is based on the votes casted in through E-Voting.