

SSML/MUM/2022

25<sup>th</sup> July, 2022.

To,

BSE Limited, Phiroze Jeejeebhoy Tower, Dalal Street, Mumbai 400 001. <b>Scrip Code: 503811</b>	National Stock Exchange of India Ltd. Exchange Plaza, 5 <sup>th</sup> Floor, Plot No. C/1, G Block, Bandra Kurla Complex, Bandra (East), Mumbai – 400 051 <b>Company Symbol: SIYSIL</b>
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Dear Sir,

**Sub : Details of the voting results of the 44<sup>th</sup> Annual General Meeting (AGM).**

**Ref : Regulation 44(3) of the SEBI (LODR) Regulations, 2015.**


In terms with regulation 44(3) of SEBI (LODR) Regulations, 2015, please find enclosed consolidated Voting Results in the prescribed format for our 44<sup>th</sup> AGM held on 23<sup>rd</sup> July, 2022, as Annexure – A.

We are also enclosing herewith the Consolidated Report dated 25<sup>th</sup> July, 2022 of the Scrutinizer, M/s. P. Naithani & Associates, Practicing Company Secretaries on the remote e-voting and e-voting at the AGM. The Voting Results along with the Scrutinizer's Report will be disclosed on the website of the Company [www.siyaram.com](http://www.siyaram.com).

This is for your information and records.

Thanking you,

Yours faithfully,  
For Siyaram Silk Mills Limited

  
(William Fernandes)  
Company Secretary

Encl: a/a.

**Annexure - A**

**Voting results for the 44<sup>th</sup> Annual General Meeting held on 23<sup>rd</sup> July, 2022**

<b>Date of the AGM:</b>	23 <sup>rd</sup> July, 2022
<b>Total number of shareholders on record date: 16<sup>th</sup> July, 2022 (cut-off date for remote e-voting purpose)</b>	42,522
<b>No. of shareholders present in the meeting either in person or through proxy:</b>	Not Applicable
<b>Promoters and Promoter Group:</b>	
<b>Public:</b>	
<b>No. of Shareholders attended the meeting through Video Conferencing.</b>	83
<b>Promoters and Promoter Group:</b>	12
<b>Public:</b>	71

**Agenda-wise disclosure of voting results.**

<b>Item No.</b>	<b>Details of Agenda</b>	<b>Resolution Required (Ordinary /Special Resolution)</b>	<b>Mode of Voting (Show of Hands/ Poll/Posting Ballot/E-Voting)</b>	<b>Remark</b>
1	Adoption of Standalone and Consolidated Audited Financial Statements for the financial year ended 31 <sup>st</sup> March, 2022 and the Reports of the Board of Directors and Auditors thereon.	Ordinary	Remote E-voting and Evoting at AGM.	Passed with requisite majority
2.	To confirm the Interim Dividends paid and declare Final Dividend of Rs.3.20 (160%) per share of Rs.2/- each on the Equity Shares of the Company for the financial year ended 31 <sup>st</sup> March, 2022.	Ordinary	Remote E-voting and Evoting at AGM.	Passed with requisite majority
3.	Re-appointment of Shri.	Ordinary	Remote E-	Passed

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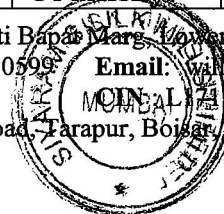
Phone : 3040 0500, Fax: 3040 0509

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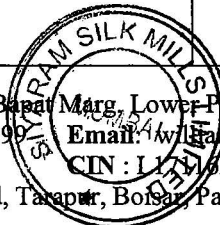
	Ramesh D. Poddar (DIN 00090104), as a Director, who retires by rotation.		voting and Evoting at AGM.	with requisite majority
4.	To appoint M/s. Jayantilal Thakkar & Co., Chartered Accountants (FRN 104133W), as Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting (AGM) until the conclusion of the 49th AGM of the Company.	Ordinary	Remote E-voting and Evoting at AGM.	Passed with requisite majority
5.	Ratification of remuneration payable to M/s. Bhuta & Associates, Cost Accountants (FRN100817) as Cost Auditors for the year ending 31 <sup>st</sup> March, 2023.	Ordinary	Remote E-voting and Evoting at AGM.	Passed with requisite majority
6.	Re-appointment of Shri. Gaurav P. Poddar (DIN 03230539) as President and Executive Director, for a further period of 5 (five) years from 1 <sup>st</sup> August, 2022 to 31 <sup>st</sup> July, 2027 and approve the remuneration payable to him.	Special	Remote E-voting and Evoting at AGM.	Passed with requisite majority
7.	Re-appointment of Shri. Ramesh D. Poddar (DIN 00090104) as Chairman and Managing Director, for a further period of 5 (five) years from 1 <sup>st</sup> November, 2022 to 31 <sup>st</sup> October, 2027 and approve the remuneration payable to him.	Special	Remote E-voting and Evoting at AGM.	Passed with requisite majority
8.	Re-appointment of Shri. Shrikishan D Poddar (DIN 00160323) as Executive Director, for a further period of 5 (five) years from 1 <sup>st</sup> November, 2022 to 31 <sup>st</sup> October, 2027 and approve the remuneration payable to him.	Special	Remote E-voting and Evoting at AGM.	Passed with requisite majority
9.	To approve payment of remuneration to one or more of the Non-Executive Directors of the Company (other than the Managing Director and Whole-time Directors) for a period of 5 (five) years, commencing 1 <sup>st</sup> April, 2022, of a	Ordinary	Remote E-voting and Evoting at AGM.	Passed with requisite majority.

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	sum not exceeding 1% of the net profits of the Company for each of the said financial years.
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The mode of voting for all the resolutions of the 44<sup>th</sup> AGM was :-

1. Remote e-voting conducted between 19<sup>th</sup> July, 2022 to 22<sup>nd</sup> July, 2022.

Given below is the resolution wise combined result of remote e-voting and Evoting at AGM (Instapoll).

**RESOLUTION NO. 1: ORDINARY RESOLUTION**

Adoption of Standalone and Consolidated Audited Financial Statements for the financial year ended 31st March, 2022 and the Reports of the Board of Directors and Auditors thereon.

Whether promoter/promoter group are interested in the agenda / resolution						No.		
Category	Mode of Voting	No. of Shares held (1)	No. of votes polled (2)	% of votes Polled on Outstanding shares (3)={ (2) / (1) * 100 } ( )	No. of votes – in favour (4)	No. of votes – against (5)	% of votes in favour on votes polled (6)={ (4) / (2) * 100	% of votes against on votes Polled (7)={ (5) / (2) * 100
Promoter and Promoter Group	Remote E-Voting	31489313	31429485	99.8100	31429485	0	100.0000	0.0000
	Evoting At AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		<b>31429485</b>	<b>99.8100</b>	<b>31429485</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	Remote E-Voting	4427512	4149914	93.7302	4149914	0	100.0000	0.0000
	Evoting At AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		<b>4149914</b>	<b>93.7302</b>	<b>4149914</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public- Non Institutions	Remote E-Voting	10953255	1011553	9.2352	1011159	394	99.9610	0.0390
	Evoting At AGM		502	0.0046	502	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		<b>1012055</b>	<b>9.2398</b>	<b>1011661</b>	<b>394</b>	<b>99.9611</b>	<b>0.0389</b>
<b>Total</b>		<b>46870080</b>	<b>36591454</b>	<b>78.0700</b>	<b>36591060</b>	<b>394</b>	<b>99.9989</b>	<b>0.0011</b>

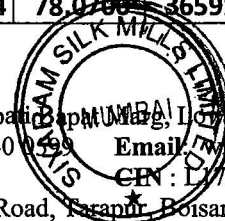
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**RESOLUTION NO. 2: ORDINARY RESOLUTION**

To confirm the Interim Dividends paid and declare Final Dividend of Rs.3.20 (160%) per share of Rs.2/- each on the Equity Shares of the Company for the financial year ended 31<sup>st</sup> March, 2022.

Whether promoter/promoter group are interested in the agenda / resolution						No.		
Category	Mode of Voting	No. of Shares held (1)	No. of votes polled (2)	% of votes Polled on Outstanding shares (3)={ (2) / (1) * 100 }	No. of votes – in favour (4)	No. of votes – against (5)	% of votes in favour on votes polled (6)={ (4) / (2) * 100 }	% of votes against on votes Polled (7)={ (5) / (2) * 100 }
Promoter and Promoter Group	Remote E-Voting	31489313	31429485	99.8100	31429485	0	100.0000	0.0000
	Evoting At AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		<b>31429485</b>	<b>99.8100</b>	<b>31429485</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public – Institutions	Remote E-Voting	4427512	4204489	94.9628	4204489	0	100.0000	0.0000
	Evoting At AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		<b>4204489</b>	<b>94.9628</b>	<b>4204489</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public- Non Institutions	Remote E-Voting	10953255	1011562	9.2353	1011463	99	99.9902	0.0098
	Evoting At AGM		502	0.0046	502	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		<b>1012064</b>	<b>9.2399</b>	<b>1011965</b>	<b>99</b>	<b>99.9902</b>	<b>0.0098</b>
<b>Total</b>		<b>46870080</b>	<b>36646038</b>	<b>78.1864</b>	<b>36645939</b>	<b>99</b>	<b>99.9997</b>	<b>0.0003</b>

**RESOLUTION NO. 3: ORDINARY RESOLUTION**

Re-appointment of Shri. Ramesh D. Poddar (DIN 00090104), as a Director, who retires by rotation.

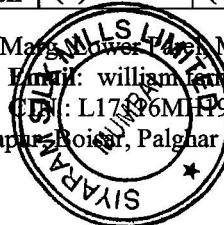
Whether promoter/promoter group are interested in the agenda / resolution						No.		
Category	Mode of Voting	No. of Shares held (1)	No. of votes polled (2)	% of votes Polled on Outstanding (3)	No. of votes – in favour (4)	No. of votes – against (5)	% of votes in favour on votes polled (6)	% of votes against on votes (7)

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				ding shares (3)={2) /(1)*100 )			(6)={4)/( 2)*100	Polled (7)={5) /(2)*1 00
Promoter and Promoter Group	Remote E-Voting	31489313	31429485	99.8100	31429485	0	100.0000	0.0000
	Evoting At AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		<b>31429485</b>	<b>99.8100</b>	<b>31429485</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public – Institutions	Remote E-Voting	4427512	4204489	94.9628	4204489	0	100.0000	0.0000
	Evoting At AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		<b>4204489</b>	<b>94.9628</b>	<b>4204489</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public- Non Institutions	Remote E-Voting	10953255	1011553	9.2353	1011460	93	99.9908	0.0092
	Evoting At AGM		502	0.0046	502	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		<b>1012055</b>	<b>9.2398</b>	<b>1011962</b>	<b>93</b>	<b>99.9908</b>	<b>0.0092</b>
Total		<b>46870080</b>	<b>36646029</b>	<b>78.1864</b>	<b>36645936</b>	<b>93</b>	<b>99.9997</b>	<b>0.0003</b>

**RESOLUTION NO. 4: ORDINARY RESOLUTION**

To appoint M/s. Jayantilal Thakkar & Co., Chartered Accountants (FRN 104133W), as Statutory Auditors of the Company to hold office from the conclusion of this AGM till the conclusion of the 44<sup>th</sup> AGM of the Company.

Whether promoter/promoter group are interested in the agenda / resolution						No.		
Category	Mode of Voting	No. of Shares held (1)	No. of votes polled (2)	% of votes Polled on Outstanding shares (3)={2) /(1)*100 )	No. of votes – in favour (4)	No. of votes – against (5)	% of votes in favour on votes polled (6)={4)/( 2)*100	% of votes against on votes Polled (7)={5) /(2)*1 00
Promoter and Promoter Group	Remote E-Voting	31489313	31429485	99.8100	31429485	0	100.0000	0.0000
	Evoting At AGM		0	0.0000	0	0	0.0000	0.0000

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	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		31429485	99.8100	31429485	0	100.0000	0.0000
Public Institutions	Remote E-Voting	4427512	4204489	94.9628	4204489	0	100.0000	0.0000
	Evoting At AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		4204489	94.9628	4204489	0	100.0000	0.0000
Public- Non Institutions	Remote E-Voting	10953255	996553	9.0982	996465	88	99.9912	0.0088
	Evoting At AGM		502	0.0046	495	7	98.6056	1.3944
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		997055	9.1028	996960	95	99.9905	0.0095
Total		46870080	36631029	78.1544	36630934	95	99.9997	0.0003

### RESOLUTION NO. 5: ORDINARY RESOLUTION

Ratification of remuneration of Rs.5,50,000/- payable to Messrs. Bhuta & Associates, Cost Accountants as Cost Auditors for the financial year ending 31<sup>st</sup> March, 2023.

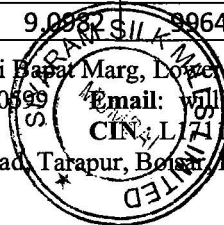
Whether promoter/promoter group are interested in the agenda / resolution						No.		
Category	Mode of Voting	No. of Shares held (1)	No. of votes polled (2)	% of votes Polled on Outstanding shares (3)={ (2) / (1) * 100 } ( )	No. of votes – in favour (4)	No. of votes – against (5)	% of votes in favour on votes polled (6)={ (4) / (2) * 100	% of votes against on votes Polled (7)={ (5) / (2) * 100
Promoter and Promoter Group	Remote E-Voting	31489313	31429485	99.8100	31429485	0	100.0000	0.0000
	Evoting At AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		31429485	99.8100	31429485	0	100.0000	0.0000
Public Institutions	Remote E-Voting	4427512	4204489	94.9628	4204489	0	100.0000	0.0000
	Evoting At AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		4204489	94.9628	4204489	0	100.0000	0.0000
Public- Non	Remote	10953255	996553	9.0982	996454	99	99.9901	0.0099

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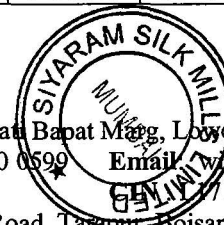
Institutions	E-Voting													
	Evoting At AGM								502	0.0046	495	7	98.6056	1.3944
	Postal Ballot								0	0.0000	0	0	0.0000	0.0000
	Total								997055	9.1028	996949	106	99.9894	0.0106
Total		46870080	36631029	78.1544	36630923	106	99.9997	0.0003						

**RESOLUTION NO. 6: SPECIAL RESOLUTION**

Re-appointment of Shri. Gaurav P. Poddar (DIN 03230539) as President and Executive Director, for a further period of 5 (five) years from 1st August, 2022 to 31st July, 2027 and to approve the remuneration payable to him.

Whether promoter/promoter group are interested in the agenda / resolution						Yes.		
Category	Mode of Voting	No. of Shares held (1)	No. of votes polled (2)	% of votes Polled on Outstanding shares (3)={ (2) / (1) * 100 }	No. of votes – in favour (4)	No. of votes – against (5)	% of votes in favour on votes polled (6)={ (4) / (2) * 100 }	% of votes against on votes Polled (7)={ (5) / (2) * 100 }
Promoter and Promoter Group	Remote E-Voting	31489313	31429485	99.8100	31429485	0	100.0000	0.0000
	Evoting At AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		31429485	99.8100	31429485	0	100.0000	0.0000
Public Institutions	Remote E-Voting	4427512	4204489	94.9628	1267819	2936670	30.1539	69.8461
	Evoting At AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		4204489	94.9628	1267819	2936670	30.1539	69.8461
Public- Non Institutions	Remote E-Voting	10953255	1011608	9.2357	1011442	166	99.9836	0.0164
	Evoting At AGM		502	0.0046	502	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1012110	9.2403	1011944	166	99.9836	0.0164
Total		46870080	36646084	78.1865	33709248	2936836	91.9859	8.0141

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**RESOLUTION NO. 7: SPECIAL RESOLUTION**

Re-appointment of Shri. Ramesh D. Poddar (DIN 00090104) as Chairman and Managing Director, for a further period of 5 (five) years from 1st November, 2022 to 31st October, 2027 and to approve the remuneration payable to him

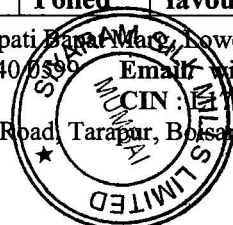
Whether promoter/promoter group are interested in the agenda / resolution						Yes.		
Category	Mode of Voting	No. of Shares held (1)	No. of votes polled (2)	% of votes Polled on Outstanding shares (3)={2}/(1)*100 (%)	No. of votes – in favour (4)	No. of votes – against (5)	% of votes in favour on votes polled (6)={4}/(2)*100	% of votes against on votes Polled (7)={5}/(2)*100
Promoter and Promoter Group	Remote E-Voting	31489313	31429485	99.8100	31429485	0	100.0000	0.0000
	Evoting At AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		<b>31429485</b>	<b>99.8100</b>	<b>31429485</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public – Institutions	Remote E-Voting	4427512	4204489	94.9628	2914057	1290432	69.3082	30.6918
	Evoting At AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		<b>4204489</b>	<b>94.9628</b>	<b>2914057</b>	<b>1290432</b>	<b>69.3082</b>	<b>30.6918</b>
Public- Non Institutions	Remote E-Voting	10953255	1011608	9.2357	1011497	111	99.9890	0.0110
	Evoting At AGM		502	0.0046	495	7	98.6056	1.3944
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		<b>1012110</b>	<b>9.2403</b>	<b>1011992</b>	<b>118</b>	<b>99.9883</b>	<b>0.0117</b>
<b>Total</b>		<b>46870080</b>	<b>36646084</b>	<b>78.1865</b>	<b>35355534</b>	<b>1290550</b>	<b>96.4783</b>	<b>3.5217</b>

**RESOLUTION NO. 8: SPECIAL RESOLUTION**

Re-appointment of Shri. Shrikishan D. Poddar (DIN 00160323) as Executive Director, for a further period of 5 (five) years from 1st November, 2022 to 31st October, 2027 and to approve the remuneration payable to him.

Whether promoter/promoter group are interested in the agenda / resolution						Yes.		
Category	Mode of Voting	No. of Shares held	No. of votes polled	% of votes Polled	No. of votes – in favour	No. of votes – against	% of votes in favour	% of votes against

Corporate office: B - 5, Trade World, Kamala City, Senapati Bapat Marg, Lower Parel, Mumbai – 400 013 (India)  
 Phone : 3040 0500, Fax: 3040 0599 Email: william.fernandes@siyaram.com  
 Internet: www.siyaram.com  
 Registered Office: H – 3/2, MIDC, A – Road, Tarapur, Borsay, Palghar – 401 506 (Mah.)



		(1)	(2)	on Outstan ding shares (3)={ $\frac{(2)}{(1)} \times 100$ )	(4)	(5)	on votes polled (6)={ $\frac{(4)}{(2)} \times 100$ }	on votes Polled (7)={ $\frac{(5)}{(2)} \times 100$ }
Promoter and Promoter Group	Remote E-Voting	31489313	31429485	99.8100	31429485	0	100.0000	0.0000
	Evoting At AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		<b>31429485</b>	<b>99.8100</b>	<b>31429485</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	Remote E-Voting	4427512	4204489	94.9628	1267819	2936670	30.1539	69.8461
	Evoting At AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		<b>4204489</b>	<b>94.9628</b>	<b>1267819</b>	<b>2936670</b>	<b>30.1539</b>	<b>69.8461</b>
Public- Non Institutions	Remote E-Voting	10953255	1011608	9.2357	1011441	167	99.9835	0.0165
	Evoting At AGM		502	0.0046	495	7	98.6056	1.3944
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		<b>1012110</b>	<b>9.2403</b>	<b>1011936</b>	<b>174</b>	<b>99.9828</b>	<b>0.0172</b>
Total		<b>46870080</b>	<b>36646084</b>	<b>78.1865</b>	<b>33709240</b>	<b>2936844</b>	<b>91.9859</b>	<b>8.0141</b>

**RESOLUTION NO. 9: ORDINARY RESOLUTION**

To approve payment of remuneration to one or more of the Non-Executive Directors of the Company (other than the Managing Director and Whole-time Directors) for a period of 5 (five) years, commencing April 1, 2022, of a sum not exceeding 1% of the net profits of the Company for each of the said financial years.

Whether promoter/promoter group are interested in the agenda / resolution						No.		
Category	Mode of Voting	No. of Shares held (1)	No. of votes polled (2)	% of votes Polled on Outstanding shares (3)={ $\frac{(2)}{(1)} \times 100$ }	No. of votes – in favour (4)	No. of votes – against (5)	% of votes in favour on votes polled (6)={ $\frac{(4)}{(2)} \times 100$ }	% of votes against on votes Polled (7)={ $\frac{(5)}{(2)} \times 100$ }
Promoter and Promoter	Remote E-Voting	31489313	31429485	99.8100	31429485	0	100.0000	0.0000

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 Internet: www.siyaram.com CIN: U1116MH1978PLC020451  
 Registered Office: H - 3/2, MIDC, A - Road, Tarapur, Boisar, Palghar - 401 506 (Mah.)





# P. NAITHANI & ASSOCIATES

Company Secretaries

902, B Wing, Venus Tower, Veera Desai Road, Andheri (W), Mumbai - 400 053.  
Mobile: +91 98204 00325 +91 8779458982 | Email: [cs@careerimpact.in](mailto:cs@careerimpact.in)

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## SCRUTINIZER'S REPORT

(Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014)

To  
The Chairman,  
**Siyaram Silk Mills Limited**  
H-3/2, MIDC, A-Road,  
Tarapur, Boisar,  
Dist: Palghar - 401506,  
Maharashtra

**Dear Sir,**

**Sub: 44<sup>th</sup> Annual General Meeting of Siyaram Silk Mills Limited held on Saturday, July 23, 2022 at 11:00 a.m. through Video Conferencing ("VC") / Other Audio Visual Means ("OVAM").**

I, Prasen Naithani, of P. Naithani & Associates, Practicing Company Secretaries, appointed as the Scrutinizer by the Board of Directors of Siyaram Silk Mills Limited pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, to scrutinize both E-voting process (remote e-voting) and E-voting (instapoll) at the Annual General Meeting ("AGM") of the Company held on Saturday, July 23, 2022 at 11:00 a.m. through VC / OAVM in respect of the below mentioned proposed resolutions.

1. The Company engaged the services of National Securities Depository Limited (NSDL) (hereinafter referred to as the "Service Provider") to offer both E-voting process (remote e-voting) and E-voting (instapoll) at the AGM. The Remote e-voting facility was offered and kept open by the Company to its Shareholders for the period commencing on Tuesday, 19<sup>th</sup> July, 2022 (9:00 a.m.) till Friday, 22<sup>nd</sup> July, 2022 (5:00 p.m.). The shareholders whose names appeared in the Register of Members / List of Beneficial Owners as on 16<sup>th</sup> July, 2022, (i.e. cut - off date) were allowed to participate and vote electronically during the aforesaid period of Remote e-voting. The Company had also provided E-voting facility (instapoll) to the shareholders present at the AGM through VC / OAVM and who had not cast their vote earlier.
2. As required under Section 110 of the Companies Act 2013 read with Companies (Management and Administration) Rules, 2014, the notice dated May 7, 2022, as confirmed by the Company was sent to the shareholders in respect of the below

mentioned resolutions passed at the AGM of the Company through electronic mode to those Members whose email addresses are registered with the Company/ Depositories, in compliance with the MCA Circular dated May 5, 2020 read with circulars dated April 8, 2020, April 13, 2020, and May 5, 2022 (collectively referred to as "MCA Circulars") and SEBI Circular dated May 12, 2020 and other related circulars.

3. After closure of E-voting (instapoll) at the AGM, the votes cast through e-voting at the AGM and through remote e-voting prior to the date of AGM were unblocked and downloaded from the e-voting website of National Securities Depository Limited in the presence of two witnesses i.e. Ms. Shweta Gupta and Ms. Suman Yadav who are not in the employment of the company. The e-voting data / results downloaded from the E-voting system of NSDL were scrutinized and reviewed, the votes were counted and the results were prepared.
4. The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to Remote e-voting prior and E-voting (instapoll) at the AGM on the resolutions contained in the notice of the AGM. My responsibility as scrutinizer for the entire e-voting process is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolutions.
5. I am herewith enclosing the details containing inter alia, list of equity shareholders, who cast their votes through both E-voting process (remote e-voting) and Electronic Voting (e-voting) at the AGM.

Sr. No.	Particulars of Resolution	Method of Voting	Total number of votes cast	Votes in favour of Resolution			Votes against Resolution			Invalid Votes	
				Number of members present and voted	Number of votes cast by them	% of total number of votes cast	Number of members present and voted	Number of votes cast by them	% of total number of votes cast	Total number of member whose votes were declared invalid	Total number of votes cast by them
1.	To receive, consider and adopt the Audited Financial Statements (including Audited Consolidated Financial Statements) for the financial year ended 31st March, 2022 and the Reports of the Board of Directors and Auditors thereon.  <b>Ordinary Resolution</b>	Remote E-Voting	36590952	300	36590558	100.00	6	394	0.00	0	0
		E-Voting at the AGM	502	4	502	100.00	0	0	0	0	0
		<b>Total</b>	<b>36591454</b>	<b>304</b>	<b>36591060</b>	<b>100.00</b>	<b>6</b>	<b>394</b>	<b>0.00</b>	<b>0</b>	<b>0</b>
2.	To confirm Interim Dividends paid on Equity Shares and declare Final Dividend of Rs. 3.20 per share (160%) on Equity Shares of the Company for the financial year ended 31st March, 2022.	Remote E-Voting	36645536	302	36645437	100.00	6	99	0.00	0	0
		E-Voting at the AGM	502	4	502	100.00	0	0	0	0	0

	<b>Ordinary Resolution</b>	<b>Total</b>	<b>36646038</b>	<b>306</b>	<b>36645939</b>	<b>100.00</b>	<b>6</b>	<b>99</b>	<b>0.00</b>	<b>0</b>	<b>0</b>
3.	To appoint a Director in place of Shri. Ramesh D. Poddar (DIN: 00090104), who retires by rotation and being eligible, offers himself for re-appointment.	Remote E-Voting	36645527	300	36645434	100.00	7	93	0.00	0	0
		E-Voting at the AGM	502	4	502	100.00	0	0	0	0	0
	<b>Ordinary Resolution</b>	<b>Total</b>	<b>36646029</b>	<b>304</b>	<b>36645936</b>	<b>100.00</b>	<b>7</b>	<b>93</b>	<b>0.00</b>	<b>0</b>	<b>0</b>
4.	To appoint M/s. Jayantilal Thakkar & Co., Chartered Accountants (FRN 104133W), as Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting (AGM) until the conclusion of the	Remote E-Voting	36630527	300	36630439	100.00	6	88	0.00	0	0
		E-Voting at the AGM	502	3	495	98.61	1	7	1.394422	0	0

	49th AGM of the Company. <b>Ordinary Resolution</b>	<b>Total</b>	<b>36631029</b>	<b>303</b>	<b>36630934</b>	<b>100.00</b>	<b>7</b>	<b>95</b>	<b>0.00</b>	<b>0</b>	<b>0</b>
5.	Ratification of remuneration payable to M/s. Bhuta & Associates, Cost Accountants (FRN 100817) as Cost Auditors of the Company for the financial year ending 31st March, 2023.  <b>Ordinary Resolution</b>	Remote E-Voting	36630527	300	36630428	100.00	6	99	0.00	0	0
		E-Voting at the AGM	502	3	495	98.61	1	7	1.394422	0	0
		<b>Total</b>	<b>36631029</b>	<b>303</b>	<b>36630923</b>	<b>100.00</b>	<b>7</b>	<b>106</b>	<b>0.00</b>	<b>0</b>	<b>0</b>
6.	Re-appointment of Shri. Gaurav P. Poddar (DIN 03230539) as President and Executive Director, for a further period of 5 (five) years from 1st August, 2022 to 31st July, 2027 and to approve the remuneration payable to him.  <b>Special Resolution</b>	Remote E-Voting	36645582	262	33708746	91.98584	46	2936836	8.014161	0	0
		E-Voting at the AGM	502	4	502	100	0	0	0	0	0
		<b>Total</b>	<b>36646084</b>	<b>266</b>	<b>33709248</b>	<b>91.99</b>	<b>46</b>	<b>2936836</b>	<b>8.01</b>	<b>0</b>	<b>0</b>

7.	Re-appointment of Shri. Ramesh D. Poddar (DIN 00090104) as Chairman and Managing Director, for a further period of 5 (five) years from 1st November, 2022 to 31st October, 2027 and to approve the remuneration payable to him  <b>Special Resolution</b>	Remote E-Voting	36645582	256	35355039	96.47831	52	1290543	3.521688	0	0
		E-Voting at the AGM	502	3	495	98.60558	1	7	1.394422	0	0
		<b>Total</b>	<b>36646084</b>	<b>259</b>	<b>35355534</b>	<b>96.48</b>	<b>53</b>	<b>1290550</b>	<b>3.52</b>	<b>0</b>	<b>0</b>
8.	Re-appointment of Shri. Shrikishan D. Poddar (DIN 00160323) as Executive Director, for a further period of 5 (five) years from 1st November, 2022 to 31st October, 2027 and to approve the remuneration payable to him.  <b>Special Resolution</b>	Remote E-Voting	36645582	261	33708745	91.98584	47	2936837	8.014164	0	0
		E-Voting at the AGM	502	3	495	98.60558	1	7	1.394422	0	0
		<b>Total</b>	<b>36646084</b>	<b>264</b>	<b>33709240</b>	<b>91.99</b>	<b>48</b>	<b>2936844</b>	<b>8.01</b>	<b>0</b>	<b>0</b>





From the above report, I state that all the resolutions stand passed under the Remote e-voting and E-voting (instapoll) at the AGM with requisite / special majority.

The electronic data and all other relevant records relating to the E-voting shall remain in our safe custody and shall be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting.

Thanking you,

**For P. Naithani & Associates,  
Practicing Company Secretary**

**Prasen Naithani  
Proprietor**

**C.P: 3389  
FCS: 3830  
PR No. 1131/2021**

**Place: Mumbai  
Date: 25<sup>th</sup> July, 2022**

**UDIN: F003830D000676656**