



# SHAMROCK INDUSTRIAL COMPANY LTD.

CIN: L24239MH1991PLC062298

Regd. Off: 83-E, Hansraj Pragji Building, Off Dr. E. Moses Road, Worli, Mumbai - 400 018. India.  
Email Id: shamrockfin@gmail.com | Tel.: +91-22 4077 8884 | Fax.: +91-22 2498 3300

**Date: 21/07/2022**

**To,**  
**The Bombay Stock Exchange Ltd**  
Corporate Relationship Dept,  
1<sup>st</sup> Floor, New Trading Ring,  
Rotunda Building, P. J. Towers,  
Dalal Street, Fort, Mumbai – 400 001

**BSE Scrip Code: 531240**

**Sub: Submission of Scrutinizer Report and details of voting results for 31<sup>st</sup> AGM the Company pursuant to Regulation 44 of SEBI (LODR) Regulations, 2015**

Dear Sir/Madam,

Pursuant to Regulation 44 of SEBI (LODR) Regulations, 2015, please find enclosed the Scrutinizer Report and the details of the voting results in connection with the 31<sup>st</sup> Annual General Meeting of the Company held on 20<sup>th</sup> July, 2022 at 10.30 a.m. in the format specified by SEBI Vide Circular No. CIR/CFD/CMD/8/2015 dated 4th November, 2015.

We request your good office to take the same on records.

**Thanking You,**  
**Yours faithfully,**  
**For Shamrock Industrial Company Limited**

*Kalpesh R. Khokhani*  
**Kalpesh R. Khokhani**  
**(Director)**  
**DIN: 00322052**



**Encl: a/a**

**CC To,**  
**National Securities Depository Limited**  
Trade World, A wing, 4th Floor,  
Kamala Mills Compound, Lower Parel,  
Mumbai – 400013

**Pankaj Trivedi**

B.Com, CS, LLB

Mob: 9224174118

Email: [pankajtrivedicsllb@gmail.com](mailto:pankajtrivedicsllb@gmail.com)

**PANKAJ TRIVEDI & Co.**

Practicing Company Secretaries

A/601, Maitri Residency, Liberty Garden

Road No.1, Opp. Trimurti Tower, Malad

(West), Mumbai – 400064

**Dated: 20<sup>th</sup> July, 2022**

To,

**The Chairman**

**Shamrock Industrial Company Ltd**

83-E, Hansraj Pragji Building,

Off. Dr. E Moses Road, Worli,

Mumbai– 400018

**SCRUTINIZER'S REPORT**

**[Pursuant to Section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]**

Dear Sir,

I, Pankaj Trivedi, Company Secretary in Practice (Membership No. 30512, COP: 15301), Proprietor of M/s. Pankaj Trivedi & Co., have been appointed as the scrutinizer of M/s. Shamrock Industrial Company Ltd ("the Company") in their Board meeting held on 25<sup>th</sup> June, 2022 for the remote e-voting as well as the voting through Poll by Members during the 31<sup>st</sup> Annual General Meeting ("AGM") scheduled on Wednesday, 20<sup>th</sup> July, 2022 at 10.30 a.m. at registered office of the Company at "83-E, Hansraj Pragji Building, Off. Dr. E Moses Road, Worli, Mumbai - 400018, where the following items were transacted.

Resolution No.	Type of Resolution	Particulars
1	Ordinary Resolution	To receive, consider and adopt the Audited Standalone Financial Statements consisting of the Balance Sheet as at March 31, 2022, the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date and the Explanatory Notes annexed to, and forming part of, any of the above documents together with the reports of the Board of Directors and the Auditors thereon.
2	Ordinary Resolution	To appoint a Director in place of Mrs. Neeta Jitesh Khokhani (DIN: 08272554), who retires by rotation in terms of section 152(6) of the Companies Act, 2013 and, being eligible, offers herself for re-appointment.
3	Ordinary Resolution	To appoint M/s. Devpura Navlakha & Co., Chartered Accountants, Mumbai (FRN – 121975W) as Statutory Auditors of the Company and to fix their remuneration.
4	Special Resolution	To confirm and regularize the appointment of Mr. Dinesh Murlidhar Tiwari (Din: 09566988) From Additional Director to Independent Director
5	Special Resolution	To consider the re-appointment of Mr. Kamlesh Rameshchandra Khokhani (DIN:00322223) as a Managing Director of the Company for a term of 5 years and to fix his remuneration

I, submit report as under:

The management of the Company is responsible to ensure the Compliance with the requirements of the Companies Act, 2013 and Rule relating to remote e-voting and voting through physical ballot process on the resolutions contained in the notice of the 31<sup>st</sup> Annual General Meeting of the members of the Company.





My responsibility as Scrutinizer for the voting process through electronic means and physical ballots is restricted to make a Scrutinizer's Report for the votes cast "In Favour" or "Against" the resolutions, based on the report generated from E-Voting system of National Securities Depository Limited (NSDL) and of voting through physical ballots.

The Company has informed that on the basis of Register of members, it has completed dispatch of Notice of the 31<sup>st</sup> Annual General Meeting on Tuesday, 28<sup>th</sup> June, 2022 by E-mail (who had registered their email ids) in compliance with General Circular No. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 02/2021 dated 13th January, 2021, 21/2021 dated 14th December, 2021, 02/2022 and 03/2022 dated 5<sup>th</sup> May, 2022 respectively, and all other relevant circulars issued from time to time by the Ministry of Corporate Affairs ("the MCA Circulars") read with the SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 (the SEBI Circulars).

In terms of Section 108 of the Companies Act, 2013 read with Companies (Management & Administration) Rules, 2014 and SEBI (LODR) Regulations, 2015, as amended, the Company has made arrangement with National Securities Depository Limited (NSDL) for providing facility of voting through electronic means (E- Voting) to its members. The members of the Company had option to cast their vote either through E- Voting or by physical/personally at AGM.

The Company had published on 29<sup>th</sup> June, 2022 in Active Times (English Daily) and in Mumbai Lakshadweep (Marathi Regional Daily), an advertisement about the completion of dispatch of Notice of 31<sup>st</sup> AGM.

Voting rights were reckoned as on Wednesday, 13<sup>th</sup> July, 2022 being the Cut-off date for the purpose of deciding the entitlements of members at the remote e-voting and voting at the AGM.

The remote e-voting platform was open from 9.00 a.m. on Sunday, 17<sup>th</sup> July, 2022 till 5.00 p.m. on Tuesday, 19<sup>th</sup> July, 2022 for members to cast their votes electronically conveying their assent or dissent in respect of the resolutions on the remote e-voting platform.

The physical ballot forms were distributed by at the venue of the 31<sup>st</sup> Annual General Meeting to the shareholders present to cast their votes physically.

The interested members were instructed not to vote on agenda in which they are interested and if voted, the voting done, considered as invalid.

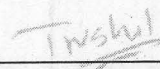
The members who had voted through remote E-voting were instructed not to vote through ballot paper / poll at the meeting.

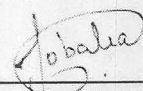
After the time fixed for closing of poll by chairman, ballot box kept for polling was locked.

Upon closing of 31<sup>st</sup> Annual General Meeting, the details containing, inter-alia, list of equity shareholders, who voted "For" and "Against", was downloaded from the e-voting website of National Securities Depository Limited (NSDL). (<https://www.evoting.nsd.com>)

I observed that total 21 members had cast their votes through remote e-voting and total 27 members out of 42 had cast their votes through poll.

The consolidated results with respect to the items on the agenda as set out in the Notice of the 31<sup>st</sup> AGM are as under.

  
\_\_\_\_\_  
**Trushil Chudasama**  
Witness -1

  
\_\_\_\_\_  
**Charmi Jobalia**  
Witness -2



**THE RESULT OF E-VOTING AND POLL ARE AS UNDER:**

Resolution 1 – To receive, consider and adopt the Audited Standalone Financial Statements consisting of the Balance Sheet as at March 31, 2022, the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date and the Explanatory Notes annexed to, and forming part of, any of the above documents together with the reports of the Board of Directors and the Auditors thereon.. (Ordinary Resolution)

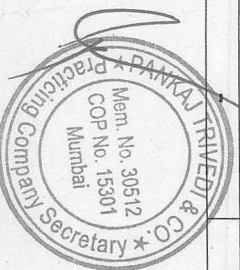
Means of Voting	Number of members voted	No. of Total Votes Cast	Number of Votes cast in "Favour"	% of total No. of votes cast in Favour	Number of votes cast "Against"	% of total No. of votes cast Against	Total number of votes declared invalid	% of total No. of invalid votes
E-Voting	21	6,84,109	6,01,920	87.99%	82,189	12.01%	-	0.00%
Ballot	27	13,01,491	13,01,491	100.00%	-	0.00%	-	0.00%
<b>Total</b>	<b>48</b>	<b>19,85,600</b>	<b>19,03,411</b>	<b>95.86%</b>	<b>82,189</b>	<b>4.14%</b>	<b>-</b>	<b>0.00%</b>

Resolution No. 2: To appoint a Director in place of Mrs. Neeta Jitesh Khokhani (DIN: 08272554), who retires by rotation in terms of section 152(6) of the Companies Act, 2013 and, being eligible, offers herself for re-appointment. (Ordinary Resolution)

Means of Voting	Number of members voted	No. of Total Votes Cast	Number of Votes cast in "Favour"	% of total No. of votes cast in Favour	Number of votes cast "Against"	% of total No. of votes cast Against	Total number of votes declared invalid	% of total No. of invalid votes
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Resolution No. 3: To appoint M/s. Devpura Navlakha & Co., Chartered Accountants, Mumbai (FRN – 121975W) as Statutory Auditors of the Company and to fix their remuneration. (Ordinary Resolution)

Means of Voting	Number of members voted	No. of Total Votes Cast	Number of Votes cast in "Favour"	% of total No. of votes cast in Favour	Number of votes cast "Against"	% of total No. of votes cast Against	Total number of votes declared invalid	% of total No. of invalid votes
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<b>Total</b>	<b>48</b>	<b>19,85,600</b>	<b>19,03,411</b>	<b>95.86%</b>	<b>82,189</b>	<b>4.14%</b>	<b>-</b>	<b>0.00%</b>





Means of Voting	Number of members voted	No. of Total Votes Cast	Number of Votes cast in "Favour"	% of total No. of votes cast in Favour	Number of votes cast "Against"	% of total No. of votes cast Against	Total number of votes declared invalid	% of total No. of invalid votes
E-Voting	21	6,84,109	6,01,920	87.99%	82,189	12.01%	-	0.00%
Ballot	27	13,01,491	13,01,491	100.00%	-	0.00%	-	0.00%
<b>Total</b>	<b>48</b>	<b>19,85,600</b>	<b>19,03,411</b>	<b>95.86%</b>	<b>82,189</b>	<b>4.14%</b>	<b>-</b>	<b>0.00%</b>

**Resolution No. 5: To consider the re-appointment of Mr. Kamlesh Rameshchandra Khokhani (DIN:00322223) as a Managing Director of the Company for a term of 5 years and to fix his remuneration. (Special Resolution)**

Means of Voting	Number of members voted	No. of Total Votes Cast	Number of Votes cast in "Favour"	% of total No. of votes cast in Favour	Number of votes cast "Against"	% of total No. of votes cast Against	Total number of votes declared invalid	% of total No. of invalid votes
E-Voting	21	90,695	8,506	9.38%	82,189	90.62%	0	0.00%
Ballot	27	403	403	100.00%	-	0.00%	-	0.00%
<b>Total</b>	<b>48</b>	<b>91,098</b>	<b>8,909</b>	<b>9.78%</b>	<b>82,189</b>	<b>90.22%</b>	<b>0</b>	<b>0.00%</b>

The physical ballot forms and registers and records were handed over to the Company Secretary for safe keeping.

Based on the aforesaid result, I report that the Items No.1 to 4 of the Notice of the 31<sup>st</sup> AGM has been passed with requisite majority and Item No.5 of the Notice of the 31<sup>st</sup> AGM has been not been passed due to majority of negative voting.

Kindly acknowledge the receipt.

Thanking You,  
For Pankaj Trivedi & Co.,  
UDIN: A030512D0000660416.  
FRN: S2016MH374500

Pankaj Trivedi  
(Proprietor)

CP No. 15301 | Mem No. 30512  
Place: Mumbai  
Date: 20/07/2022





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Date of AGM	20 <sup>th</sup> July, 2022
Record date Cut Off date	13 <sup>th</sup> July, 2022
Total number of Shareholders on record date:	2579
No. of shareholders present in the meeting either in person or through proxy*: (Based on shareholders registering attendance)	
(a) Promoter & Promoter group	12
(b)Public	30
No. of shareholders attended the meeting through Video Conferencing:	
(a) Promoter & Promoter group	0
(b)Public	0
No. of resolution passed in the meeting	5

## Agenda - Wise disclosure

Resolution required: (Ordinary)			Resolution No. 1: To receive, consider and adopt the Audited Standalone Financial Statements consisting of the Balance Sheet as at March 31, 2022, the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date and the Explanatory Notes annexed to, and forming part of, any of the above documents together with the reports of the Board of Directors and the Auditors thereon.					
Weather 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 votes polled	% of votes against on votes polled
		1	2	$(3) = \frac{(2)}{(1)} * 100$	4	5	$(6) = \frac{(4)}{(2)} * 100$	$(7) = \frac{(5)}{(2)} * 100$
Promoter & Promoter group	E-Voting	23,32,869	5,93,414	25.44%	5,93,414	0	100%	0.00%
	Poll		13,010,88	55.77%	1,30,10,88	0	100%	0.00%
	Postal Ballot (if applicable)		0	0.00%	0	0	0.00%	0.00%
	<b>Total</b>		<b>23,32,869</b>	<b>18,94,502</b>	<b>81.29%</b>	<b>18,94,502</b>	<b>0</b>	<b>100%</b>
Public - Institutional Holders	E-Voting	0	0	0.00%	0	0	0.00%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot (if applicable)		0	0.00%	0	0	0.00%	0.00%
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0.00%</b>	<b>0</b>	<b>0</b>	<b>0.00%</b>
Public - Non Institutions	E-Voting	30,95,545	90,695	2.93%	8,506	82,189	9.38%	90.62%
	Poll		403	0.01%	403	0	100%	0.00%
	Postal Ballot (if applicable)		0	0.00%	0	0	0.00%	0.00%
	<b>Total</b>		<b>30,95,545</b>	<b>91,098</b>	<b>2.94%</b>	<b>8,909</b>	<b>82,189</b>	<b>9.78%</b>
<b>Total</b>		<b>54,28,414</b>	<b>19,85,600</b>	<b>36.58%</b>	<b>19,03,411</b>	<b>82,189</b>	<b>95.86%</b>	<b>4.14%</b>

### Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public - Non Institutions	0





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Resolution required: (Ordinary)			Resolution No. 2: To appoint a Director in place of Mrs. Neeta Jitesh Khokhani (DIN: 08272554), who retires by rotation in terms of section 152(6) of the Companies Act, 2013 and, being eligible, offers herself for re-appointment.					
Weather 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 votes polled	% of votes against on votes polled
		1	2	$(3) = \frac{(2)}{(1)} * 100$	4	5	$(6) = \frac{(4)}{(2)} * 100$	$(7) = \frac{(5)}{(2)} * 100$
Promoter & Promoter group	E-Voting	23,32,869	5,93,414	25.44%	5,93,414	0	100%	0.00%
	Poll		13,010,88	55.77%	1,30,10,88	0	100%	0.00%
	Postal Ballot (if applicable)		0	0.00%	0	0	0.00%	0.00%
	<b>Total</b>		<b>23,32,869</b>	<b>18,94,502</b>	<b>81.29%</b>	<b>18,94,502</b>	<b>0</b>	<b>100%</b>
Public - Institutional Holders	E-Voting	0	0	0.00	0	0	0.00%	0.00%
	Poll		0	0.00	0	0	0.00%	0.00%
	Postal Ballot (if applicable)		0	0.00	0	0	0.00%	0.00%
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0.00%</b>	<b>0</b>	<b>0</b>	<b>0.00%</b>
Public - Non Institutions	E-Voting	30,95,545	90,695	2.93	8,506	82,189	9.38%	90.62%
	Poll		403	0.01%	403	0	100%	0.00%
	Postal Ballot (if applicable)		0	0.00%	0	0	0.00%	0.00%
	<b>Total</b>		<b>30,95,545</b>	<b>91,098</b>	<b>2.94%</b>	<b>8,909</b>	<b>82,189</b>	<b>9.78%</b>
<b>Total</b>		<b>54,28,414</b>	<b>19,85,600</b>	<b>36.58%</b>	<b>19,03,411</b>	<b>82,189</b>	<b>95.86%</b>	<b>4.14%</b>

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public - Non Institutions	0



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Weather Promoter / Promoter group are interested in the agenda/ Resolution?			No					
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Public - Institutional Holders	E-Voting	0	0	0.00	0	0	0.00%	0.00%
	Poll		0	0.00	0	0	0.00%	0.00%
	Postal Ballot (if applicable)		0	0.00	0	0	0.00%	0.00%
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0.00%</b>	<b>0</b>	<b>0</b>	<b>0.00%</b>
Public - Non Institutions	E-Voting	30,95,545	90,695	2.93	8,506	82,189	9.38%	90.62%
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	<b>Total</b>		<b>30,95,545</b>	<b>91,098</b>	<b>2.94%</b>	<b>8,909</b>	<b>82,189</b>	<b>9.78%</b>
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Details of Invalid Votes	
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Public Institutions	0
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Resolution required: (Ordinary)			Resolution No. 4: To confirm and regularize the appointment of Mr. Dinesh Murlidhar Tiwari (Din: 09566988) From Additional Director to Independent Director					
Weather 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 votes polled	% of votes against on votes polled
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Public - Institutional Holders	E-Voting	0	0	0.00%	0	0	0.00%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot (if applicable)		0	0.00%	0	0	0.00%	0.00%
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0.00%</b>	<b>0</b>	<b>0</b>	<b>0.00%</b>
Public - Non Institutions	E-Voting	30,95,545	90,695	2.93%	8,506	82,189	9.38%	90.62%
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	Postal Ballot (if applicable)		0	0.00%	0	0	0.00%	0.00%
	<b>Total</b>		<b>30,95,545</b>	<b>91,098</b>	<b>2.94%</b>	<b>8,909</b>	<b>82,189</b>	<b>9.78%</b>
<b>Total</b>		<b>54,28,414</b>	<b>19,85,600</b>	<b>36.58%</b>	<b>19,03,411</b>	<b>82,189</b>	<b>95.86%</b>	<b>4.14%</b>

#### Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public - Non Institutions	0



# SHAMROCK INDUSTRIAL COMPANY LTD.

CIN: L24239MH1991PLC062298

Regd. Off: 83-E, Hansraj Pragji Building, Off Dr. E. Moses Road, Worli, Mumbai - 400 018. India.  
Email Id: shamrockfin@gmail.com | Tel.: +91-22 4077 8884 | Fax.: +91-22 2498 3300

Resolution required: (Ordinary)			Resolution No. 5: To consider the re-appointment of Mr. Kamlesh Rameshchandra Khokhani (DIN:00322223) as a Managing Director of the Company for a term of 5 years and to fix his remuneration					
Weather 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 on outstanding shares (3)=[(2)/(1)] *100	No. of votes in favour	No. of votes against	% of votes in favour on votes polled (6)=[(4)/(2)] *100	% of votes against on votes polled (7)=[(5)/(2)] *100
		1	2		4	5		
Promoter & Promoter group	E-Voting	23,32,869	0	0.00%	0	0	0.00%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot (if applicable)		0	0.00%	0	0	0.00%	0.00%
	<b>Total</b>		<b>23,32,869</b>	<b>0</b>	<b>0.00%</b>	<b>0</b>	<b>0</b>	<b>0.00%</b>
Public - Institutional Holders	E-Voting	0	0	0.00%	0	0	0.00%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot (if applicable)		0	0.00%	0	0	0.00%	0.00%
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0.00%</b>	<b>0</b>	<b>0</b>	<b>0.00%</b>
Public - Non Institutions	E-Voting	30,95,545	90,695	2.93%	8,506	82,189	9.38%	90.62%
	Poll		403	0.01%	403	0	100%	0.00%
	Postal Ballot (if applicable)		0	0.00%	0	0	0.00%	0.00%
	<b>Total</b>		<b>30,95,545</b>	<b>91,098</b>	<b>2.94%</b>	<b>8,909</b>	<b>82,189</b>	<b>9.78%</b>
<b>Total</b>		<b>54,28,414</b>	<b>91,098</b>	<b>1.68%</b>	<b>8,909</b>	<b>82,189</b>	<b>9.78%</b>	<b>90.22%</b>

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public - Non Institutions	0

There are no invalid votes on any agenda items.

We request your office to take this on record.

**Yours Faithfully**  
**For Shamrock Industrial Company Limited**

**Kalpesh R. Khokhani**  
**(Director)**  
**DIN: 00322052**  
**Place: Mumbai**  
**Date: 21.07.2022**



**CC To,**  
**National Securities Depository Limited**  
Trade World, A wing, 4th Floor, Kamala Mills  
Compound, Lower Parel, Mumbai – 400013