

29th September, 2022

AL/CS/BSE/047/2022-23

The Manager (Corporate Compliances)
BSE Limited
Phiroze Jeejeebhoy Towers
Dala Street
Mumbai – 400 001.

Dear Sir/Madam,

SUB: DETAILS REGARDING VOTING RESULTS OF ANNUAL GENERAL MEETING AS PER REGULATION 44(3) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

REF: SCRIP CODE: 517494

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the details of the voting results of the 36th Annual General Meeting of the Company held on Wednesday, the 28th September, 2022.

This is for your information and record.

Thanking you,

Yours faithfully,
For **Accel Limited**

H. Pavithra

H. Pavithra
Company Secretary



Encl: As above



REPORT OF SCRUTINIZER

[Pursuant to rule section 108 of the Companies Act, 2013 and rule 20(xi) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman

SUB: Annual General Meeting of M/s. Accel Limited held on Wednesday, 28th September, 2022 at 11.00 A.M through Video Conferencing (VC) / Other Audio Visual Means (OAVM).

Dear Sir,

I, Soy Joseph of M/s. JM & Associates, Practicing Company Secretaries, Chennai, had been appointed as the Scrutinizer by the Board of Directors of M/s. Accel Limited (the Company) for the purpose of scrutinizing the e-voting process (remote e-voting) and electronic voting during the Thirty Sixth Annual General Meeting (AGM), pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 and in accordance with the Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations) as amended by the "MCA & SEBI Circulars" issued in this connection both by MCA and SEBI, providing relaxation for the manner in which the AGM shall be held and conducted. The MCA & SEBI CIRCULARS provides for relaxations in the manner in which the AGM will be held including the manner of sending the Notices and Annual Reports to the shareholders and the manner of voting at the meeting, which was necessitated on account of the outbreak of COVID-19 (CORONAVIRUS) pandemic. In respect of the below mentioned resolutions proposed at the AGM of the Equity Shareholders of the Company held on Wednesday, 28th September, 2022 at 11:00 A.M through VC/OAVM, submit my report as under:

1. 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) and electronic voting (e-voting) at the AGM by the shareholders on the resolutions proposed in the Notice of the AGM of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process both through remote e-voting and e-voting at the AGM are conducted in a fair and transparent manner and render consolidated Scrutinizer's Report of the total votes cast in favour or against if any, to the Chairman on the resolutions.



JM & Associates

Company Secretaries

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2. The e-voting facility both for e-voting prior to the AGM (remote e-voting) and voting at the AGM by electronics means (e-voting) was provided by National Securities Depository Limited (NSDL)
3. In accordance with the Notice of the 36th Annual General Meeting sent to the shareholders and the 'Advertisement' published pursuant to Rule 20(4)(v) of the Companies (Management and Administration) Rules, 2014 on 06th September, 2022 the remote e-voting opened at 9:00 AM on 25th September, 2022 and remained open up to 6:00 PM on 27th September, 2022.
4. After Chairman announced that e-voting is open for those members who have not cast their vote through remote e-voting, the shareholders present at the AGM through VC voted through e-voting facility provided by NSDL at the AGM.
5. The Equity Shareholders holding shares as on 21st September, 2022, "cut-off date", were entitled to vote on the resolutions stated in the AGM Notice of the Company.
6. As per the information given by the Company the names of the shareholders who had voted by remote e-voting through the facility provided by NSDL had been blocked and only those members who were present at the AGM through VC and who had not voted on remote e-voting were allowed to cast their votes through e-voting system during the AGM.
7. After closure of e-voting 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 (www.evoting.nsd.com) in the presence of two witnesses, 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.
8. Based on the data downloaded from NSDL e-voting system, the total votes cast in favour or against all the resolutions proposed in the Notice of the AGM are as under:

(a) Resolution 1—Ordinary Resolution

To receive, consider and adopt:

- a) the audited standalone financial statements of the Company for the year ended 31st March 2022, together with the Board of Directors' and Auditors' Reports thereon; and
- b) the audited consolidated financial statements of the Company for the year ended 31st March 2022, together with the Board of Directors' and Auditors' Reports thereon.





(i) Voted in favour of the resolution:

Number of members voted through electronic voting system and through physical mode	Number of votes cast in favour of the resolution	% of total number of valid votes cast
60	45583740	99.9997

(ii) Voted against the resolution:

Number of members voted through electronic voting system and through physical mode	Number of votes cast against the resolution	% of total number of valid votes cast
4	159	0.0003

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

(b) Resolution 2—Ordinary Resolution

To declare dividend on the equity share capital of the Company for the financial year 2021-22

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system and through physical mode	Number of votes cast in favour of the resolution	% of total number of valid votes cast
60	45583740	99.9997

(ii) Voted against the resolution:

Number of members voted through electronic voting system and through physical mode	Number of votes cast against the resolution	% of total number of valid votes cast
4	159	0.0003





(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

(c) Resolution 3—Ordinary Resolution

To appoint a Director in place of Mr. N. R. Panicker (DIN: 00236198), who retires from office by rotation, and being eligible offers himself for reappointment.

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system and through physical mode	Number of votes cast in favour of the resolution	% of total number of valid votes cast
58	45582700	99.997

(ii) Voted against the resolution:

Number of members voted through electronic voting system and through physical mode	Number of votes cast against the resolution	% of total number of valid votes cast
6	1199	0.003

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

(d) Resolution 4—Ordinary Resolution

To regularize the appointment of Mr. K. R. Varma [DIN:09547232] as an Independent Director who was appointed as an Additional Director of the Company.

(i) Voted in favour of the resolution:





Number of members voted through electronic voting system and through physical mode	Number of votes cast in favour of the resolution	% of total number of valid votes cast
58	45582700	99.997

(ii) Voted against the resolution:

Number of members voted through electronic voting system and through physical mode	Number of votes cast against the resolution	% of total number of valid votes cast
6	1199	0.003

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

(e) Resolution 5- Ordinary Resolution

To regularize the appointment of Mr. Rangarajan Raghavan [DIN: 07932761] as an Independent Director who was appointed as an Additional Director of the Company.

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system and through physical mode	Number of votes cast in favour of the resolution	% of total number of valid votes cast
57	45581650	99.997

(ii) Voted against the resolution:

Number of members voted through electronic voting system and through physical mode	Number of votes cast against the resolution	% of total number of valid votes cast
6	1199	0.003





(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

(f) Resolution 6-Special Resolution

To approve the reappointment of Mr. N. R. Panicker [DIN: 00236198] as a Managing Director of the Company.

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system and through physical mode	Number of votes cast in favour of the resolution	% of total number of valid votes cast
53	4345989	99.97

(ii) Voted against the resolution:

Number of members voted through electronic voting system and through physical mode	Number of votes cast against the resolution	% of total number of valid votes cast
6	1199	0.03

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
4	41235661

(g) Resolution 7-Special Resolution

To approve creation of security on the properties of the Company, both present and future, in favour of lenders as per Section 180(1)(a) of the Companies Act, 2013

(i) Voted in favour of the resolution:





Number of members voted through electronic voting system and through physical mode	Number of votes cast in favour of the resolution	% of total number of valid votes cast
58	45581690	99.997

(ii) Voted against the resolution:

Number of members voted through electronic voting system and through physical mode	Number of votes cast against the resolution	% of total number of valid votes cast
5	1159	0.003

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

All relevant records relating to electronic voting shall remain in our custody until the Chairman considers, approves and signs the minutes of the 36th Annual General Meeting and the same shall be handed over thereafter to the Chairman of the Company for safe keeping.

Thanking you,
Yours faithfully,

SOJ JOSEPH
JM & Associates
Practicing Company Secretaries
M.No.: 13852
COP : 5612
UDIN: A013852D001071986
Peer Review No : 1100/2021



COUNTER SIGNED BY THE CHAIRMAN OF THE MEETING
FOR ACCEL LIMITED,

MR. N.R. PANICKER
DIRECTOR
DIN: 00236198

Place: Chennai
Date: 28th September, 2022