

SOM DISTILLERIES AND BREWERIES LIMITED

Registered Office: I-A, Zee Plaza, Arjun Nagar, Safdarjung Enclave, Kamal Cinema Road, New Delhi - 110029

Phone: +91-11-26169909, 26169712 Fax: +91-11-26195897

Corporate Office: SOM House, 23, Zone II, M.P. Nagar, Bhopal, Madhya Pradesh – 462011

Phone: +91-755-4278827, 4271271 Fax: +91-755-2557470

Email : compliance@somindia.com **Website:** www.somindia.com

CIN : L74899DL1993PLC052787

(BSE : 507514, NSE : SDBL)



SDBL/BSE/NSE/2022

28.12.2022

To,

<p>The Manager, Listing Department, NATIONAL STOCK EXCHANGE OF INDIA LIMITED 'Exchange Plaza' C-1 , Block G, Bandra-Kurla Complex, Bandra (E), Mumbai-400 051. cmlist@nse.co.in Security ID: SDBL</p>	<p>Dy. General Manager, Department of Corporate Services, BSE LIMITED, First Floor, P.J. Towers, Dalal Street, Fort, Mumbai – 400001. corp.compliance@bseindia.com Security ID: 507514</p>
--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------	--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------

SUBJECT: - CONSOLIDATED SCRUTINIZER'S REPORT AND DISCLOSURE OF VOTING RESULTS OF THE EXTRA-ORDINARY GENERAL MEETING (EGM) HELD ON TUESDAY, THE 27TH DAY OF DECEMBER, 2022 UNDER REGULATION 44(3) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

Dear Sir/Madam,

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed details of voting results inclusive of remote e-voting and Poll conducted at the EGM of the Company held on the 27th day of December, 2022 at 12:00 pm at the Factory Premises, Village Rojrachak, Chiklod Road, District Raisen Madhya Pradesh.

We are also enclosing the consolidated report of the Scrutinizer on remote e-voting and Poll conducted at the EGM. The above are also being uploaded on the Company's website www.somindia.com and on the website of National Securities Depository Limited (NSDL), www.evoting.nsdl.com. You are requested to kindly take the same on record.

Kindly take the above on your records.

**Thanking You,
For Som Distilleries and Breweries Limited**

**Nakul kam sethi
Director
DIN: 06512548**

General information about company

Scrip code	507514
NSE Symbol	SDBL
MSEI Symbol	NOTLISTED
ISIN	INE480C01020
Name of the company	SOM DISTILLERIES AND BREWERIES LIMITED
Type of meeting	EGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	27-12-2022
Start time of the meeting	12:00 PM
End time of the meeting	12:30 PM

Scrutinizer Details

Name of the Scrutinizer	NEELESH JAIN
Firms Name	N K JAIN AND ASSOCIATES
Qualification	CS
Membership Number	6436
Date of Board Meeting in which appointed	18-11-2022
Date of Issuance of Report to the company	28-12-2022

Voting results

Record date	20-12-2022
Total number of shareholders on record date	34554
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	2
b) Public	32
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	0
b) Public	0
No. of resolution passed in the meeting	4
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)			Special					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			To continue appointment of Mr. Uma Kant Samal (DIN: 08669929) as an Independent Director on attaining the age of seventy-five years					
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)=[(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	24134100	21438314	88.83	21438314	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		24134100	21438314	88.83	21438314	0	100
Public- Institutions	E-Voting	1224456	31841	2.6004	0	31841	0	100
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1224456	31841	2.6004	0	31841	0
Public- Non Institutions	E-Voting	48406017	13688382	28.2783	13688364	18	99.9999	0.0001
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		48406017	13688382	28.2783	13688364	18	99.9999
Total		73764573	35158537	47.6632	35126678	31859	99.9094	0.0906
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(2)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			Yes					
Description of resolution considered			To consider reclassification of Mr. Surjeet Lal (Outgoing Promoter 1) to "Public" shareholder category					
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)=[(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	24134100	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		24134100	0	0	0	0	0
Public- Institutions	E-Voting	1224456	31841	2.6004	31841	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1224456	31841	2.6004	31841	0	100
Public- Non Institutions	E-Voting	48406017	13688377	28.2783	13686454	1923	99.986	0.014
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		48406017	13688377	28.2783	13686454	1923	99.986
Total		73764573	13720218	18.6	13718295	1923	99.986	0.014
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To consider reclassification of Mrs. Sweena Arora (Outgoing Promoter 2) to "Public" shareholder category				
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)=[(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	24134100	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		24134100	0	0	0	0	0
Public-Institutions	E-Voting	1224456	31841	2.6004	31841	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1224456	31841	2.6004	31841	0	100
Public- Non Institutions	E-Voting	48406017	13688377	28.2783	13686454	1923	99.986	0.014
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		48406017	13688377	28.2783	13686454	1923	99.986
Total		73764573	13720218	18.6	13718295	1923	99.986	0.014
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To change the name of the Company to Som Distilleries Breweries & Wineries Limited				
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)=[(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	24134100	21438314	88.83	21438314	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		21438314	88.83	21438314	0	100	0
Public-Institutions	E-Voting	1224456	31841	2.6004	31841	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		31841	2.6004	31841	0	100	0
Public- Non Institutions	E-Voting	48406017	13688377	28.2783	13686663	1714	99.9875	0.0125
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		13688377	28.2783	13686663	1714	99.9875	0.0125
Total		73764573	35158532	47.6632	35156818	1714	99.9951	0.0049
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Neelesh Jain

Company Secretary

FORM NO. MGT-13

CONSOLIDATED SCRUTINIZER'S REPORT

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

To,
The Chairman,
Extra-Ordinary General Meeting (EGM) of
the Members of Som Distilleries and Breweries Limited,
(CIN: L74899DL1993PLC052787)
held on Tuesday, the 27th day of December, 2022 at 12:00 P.M.
at the Factory Premises, Village Rojrachak, Chiklod Road,
District Raisen (Madhya Pradesh)

Consolidated Scrutinizer's Report on the result of the remote e-voting process and voting through poll conducted at the Extra-Ordinary General Meeting (EGM) of the Members of Som Distilleries and Breweries Limited held on Tuesday, the 27th day of December, 2022 at 12:00 P.M. at the Factory Premises, Village Rojrachak, Chiklod Road, District Raisen (Madhya Pradesh) in respect of the resolutions (businesses) contained in the Notice dated November 25, 2022.

Dear Sir,

I, Neelesh Jain, proprietor of N.K. Jain & Associates - Practicing Company Secretaries, Bhopal was appointed as a Scrutinizer by the Board of Directors of Som Distilleries and Breweries Limited (the Company) for scrutinizing e-voting process (remote e-voting) 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 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015; and poll conducted under the provisions of Section 109 of the Act read with Rule 21 of the Companies (Management and Administration) Rules, 2014 as amended ('Poll'); on the below mentioned resolutions (businesses), at Extra-Ordinary General Meeting (EGM) of the Members of Som Distilleries and Breweries Limited held on Tuesday, the 27th day of December, 2022 at 12:00 P.M. at the Factory Premises, Village Rojrachak, Chiklod Road, District Raisen, Madhya Pradesh.

The Management of the Company is responsible to ensure compliance with the requirements of the relevant provisions of (i) The Companies Act, 2013 and the Rules made thereunder; (ii) The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and (iii) Secretarial Standard-2 on General Meetings issued by the Institute of Company secretaries of India, relating to the voting through remote e-voting means and Poll on the proposed resolutions (businesses) contained in the Notice of EGM dated November 25, 2022.

N.K.Jain & Associates

208 "Akansha" Plot No.2 Press Complex, Zone - I, M.P. Nagar, Bhopal - 462011, Madhya Pradesh

(O) 755 4934494, 9303134494

nkjainpcs@outlook.com



CS

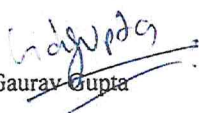
My responsibility as a scrutinizer for the voting process was restricted to scrutinize the remote e-voting and voting through poll in a fair and transparent manner and to prepare a consolidated Scrutinizer's Report based on reports generated from the remote e-voting system provided by National Securities Depository Limited (NSDL) and Poll conducted at the EGM.

The Company has appointed National Securities Depository Limited (NSDL), the agency authorized under Rule 20 of the Rules and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, to provide remote e-voting facility to the Members of the Company. Further the voting period for remote e-voting commenced on Saturday, December 24, 2022 (IST 9.00 am) and ended on Monday, December 26, 2022 (IST 5.00 pm) and thereafter the NSDL e-voting platform was blocked.

The shareholders of the Company holding shares as on the "Cut off" date i.e., Tuesday, December 20, 2022 were entitled to vote on the resolutions forming the part of the notice of EGM and those equity shareholders who had not voted by way of remote e-voting were allowed to vote at the meeting.

After the time fixed for closing of the poll by the Chairman, one ballot box kept for polling was locked in my presence with due identification marks placed by me. The locked ballot box was subsequently opened in my presence and I did not find any polling papers in ballot box.

Subsequently, the votes cast under remote e-voting prior to the date of EGM were unblocked and downloaded from the e-voting website of NSDL / Service Provider (www.evoting.nsd.com) in the presence of two witnesses, who are not in the employment of the Company. After the conclusion of the EGM the votes cast there under were counted.


Name: Mr. Gaurav Gupta


Name: Mr. Deepak Sewkani

Thereafter, the e-voting data/results downloaded from the e-voting system of NSDL and Poll papers were scrutinized and reviewed, the votes were counted, and the results were prepared.

90 (Ninety) Members had cast their votes through remote e-Voting Based on reports generated from NSDL and No Members had cast their votes through Poll taken at the EGM.

CONSOLIDATED RESULT OF THE SCRUTINY OF THE REMOTE E-VOTING AND POLL TAKEN AT THE EGM IS AS UNDER:

SPECIAL BUSINESS:

RESOLUTION NO 1: (SPECIAL RESOLUTION)

To continue appointment of Mr. Uma Kant Samal (DIN: 08669929) as an Independent Director on attaining the age of seventy-five years:



Particulars	Remote E-Voting			Polling at the EGM			Total		
	No. of members	Number of votes cast	% of total votes cast	No. of members	Number of votes cast	% of total votes cast	No. of members	Number of votes cast	% of total votes cast
Votes in Favour	79	35126678	99.91	0	0	0	79	35126678	99.91
Votes against	11	31859	0.09	0	0	0	11	31859	0.09
Total	90	35158537	100.00	0	0	0	90	35158537	100.00
Invalid votes	-	-	-	-	-	-	-	-	-

Based on the above, the Resolutions as set out in item 1 of the Notice of the Extra-Ordinary General Meeting dated November 25, 2022 has been passed with requisite majority.

RESOLUTION NO 2: (ORDINARY RESOLUTION)

To consider reclassification of Mr. Surjeet Lal (Outgoing Promoter 1) to "Public" shareholder category:

Particulars	Remote E-Voting			Polling at the EGM			Total		
	No. of members	Number of votes cast	% of total votes cast	No. of members	Number of votes cast	% of total votes cast	No. of members	Number of votes cast	% of total votes cast
Votes in Favour	71	13718295	99.99	0	0	0	71	13718295	99.99
Votes against	11	1923	0.01	0	0	0	11	1923	0.01
Total	82	13720218	100.00	0	0	0	82	13720218	100.00
Invalid votes	7	21438314	-	-	-	-	7	21438314	-

Based on the above, the Resolutions as set out in item 2 of the Notice of the Extra-Ordinary General Meeting dated November 25, 2022 has been passed with requisite majority.



RESOLUTION NO 3: (ORDINARY RESOLUTION)

To consider reclassification of Mrs. Sweena Arora (Outgoing Promoter 2) to "Public" shareholder category:

Particulars	Remote E-Voting			Polling at the EGM			Total		
	No. of members	Number of votes cast	% of total votes cast	No. of members	Number of votes cast	% of total votes cast	No. of members	Number of votes cast	% of total votes cast
Votes in Favour	71	13718295	99.99	0	0	0	71	13718295	99.99
Votes against	11	1923	0.01	0	0	0	11	1923	0.01
Total	82	13720218	100.00	0	0	0	82	13720218	100.00
Invalid votes	2	7937759	-	-	-	-	2	7937759	-

Based on the above, the Resolutions as set out in item 3 of the Notice of the Extra-Ordinary General Meeting dated November 25, 2022 has been passed with requisite majority.

RESOLUTION NO 4: (SPECIAL RESOLUTION)

To change the name of the Company to Som Distilleries Breweries & Wineries Limited:

Particulars	Remote E-Voting			Polling at the EGM			Total		
	No. of members	Number of votes cast	% of total votes cast	No. of members	Number of votes cast	% of total votes cast	No. of members	Number of votes cast	% of total votes cast
Votes in Favour	80	35156818	99.99	0	0	0	80	35156818	99.99
Votes against	9	1714	0.01	0	0	0	9	1714	0.01
Total	89	35158532	100.00	0	0	0	89	35158532	100.00
Invalid votes	0	0	0	0	0	0	0	0	0

Based on the above, the Resolutions as set out in item 4 of the Notice of the Extra-Ordinary General Meeting dated November 25, 2022 has been passed with requisite majority.



The Register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Extra-Ordinary General Meeting and the same will be handed over to the Company Secretary of the Company for safe keeping.

Note: Percentage of votes cast in favor or against the resolutions is calculated based on the valid votes cast through remote E-Voting and through poll at the EGM.

Thanking you,
Yours faithfully

For N.K. Jain & Associates
Company Secretaries



Neelesh Jain

NEELESH JAIN
Proprietor
FCS-6436, CP-6912

Peer Review Certificate No. 2505/2022
UDIN number: F006436D002819675

Dated: 28.12.2022
Place: Bhopal

