

# SAYAJI

17<sup>th</sup> September, 2021

To,  
General Manager  
The Bombay Stock Exchange Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort  
Mumbai  
Maharashtra 400001

**Subject** : Pursuant to Regulation 30 and 44(3) of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 – Submission of Proceedings and Voting Results of the 80<sup>th</sup> Annual General Meeting.

**Company Code:** 540728

**ISIN** : INE327G01032

Dear Sir,

This is to inform you that the 80<sup>th</sup> Annual General Meeting of the Company was held today on Friday, 17<sup>th</sup> September, 2021 at 10.30 A.M. (IST) electronically through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").

In this regard, please find enclosed the following:

- Brief proceedings of the AGM pursuant to Part A of Schedule III under Regulations 30 of the SEBI (Listing Obligations Disclosure Requirements) Regulation, 2015 - Annexure - 1
- Voting Results of the AGM pursuant to Regulation 44 of the SEBI (Listing Obligations Disclosure Requirements) Regulation, 2015 - Annexure - 2
- Consolidated Report of the Scrutinizer dated 17<sup>th</sup> September, 2021 on e-voting– Annexure - 3

The Scrutinizer has submitted Consolidated Report on 17<sup>th</sup> September, 2021. Based on the Scrutinizer's Report, the results were declared today, 17<sup>th</sup> September, 2021. In accordance with the said Report, the Members of the Company have approved all the Resolutions as set forth in Notice convening the 80<sup>th</sup> Annual General Meeting of the Company, with requisite majority.

The 80<sup>th</sup> Annual General Meeting of the Company was concluded at 11.01 A.M. (IST).

Kindly take the same on your record.

Thanking you.

For, Sayaji Industries Limited

*R. H. Shah*

(Rajesh H. Shah)  
Company Secretary &  
Sr. Executive Vice President  
Encl.: As above



**Sayaji Industries Limited**

Maize Products, Chinubhai Nagar, P.O. Kathwada,  
Ahmedabad - 382430, Gujarat, India

T: +91-79-22900881-85, 22901581-85

E: maize@sayajigroup.in W: www.sayajigroup.in

**BRIEF PROCEEDINGS OF 80<sup>TH</sup> ANNUAL GENERAL MEETING (AGM) OF SAYAJI INDUSTRIES LIMITED (THE COMPANY) HELD ON FRIDAY, SEPTEMBER 17, 2021 AT 10:30 A.M. THROUGH VIDEO CONFERENCING/ OTHER AUDIO VISUAL MEANS**

**Date, Time & Venue of the Meeting:**

The 80<sup>th</sup> Annual General Meeting (AGM) of Sayaji Industries Limited (the Company) was held on Friday, September 17, 2021 at 10:30 A.M through Video Conferencing/ Other Audio Visual Means.

**Proceedings in brief:**

Shri Priyam Bipinbhai Mehta - Chairman & Managing Director of the Company took the Chair.

The meeting was virtually attended by 35 Members. Nine Directors were present at the meeting including CA Chirag Mahendrabhai Shah, Chairman of the Audit Committee and Nomination and Remuneration Committee; Dr. Gaurang Kantilal Dalal, Chairman of Stakeholders Relationship Committee and Mr. Varun Priyambhai Mehta, Chairman of Corporate Social Responsibility Committee of the Company. Mr. Jaysheel Hazarat was not able to attend the meeting due to his pre-occupation.

The representatives of Shah and Shah Associates, Statutory Auditors, Dalwadi and Associates, Cost Auditors and Niraj Trivedi and Associates, Scrutinizers, were also present at the Meeting through VC.

As per Section 103 of the Companies Act, 2013, the required quorum was present, the Chairman called the meeting to order and requested the company secretary to commence the proceedings of the meeting. The Statutory Registers and documents as required pursuant to the Companies Act, 2013 to be produced at the meeting were available for inspection of the members electronically.

Mr. Rajesh H. Shah – Company Secretary & Compliance Officer of the Company welcomed all the shareholders, Directors and Auditors present at the meeting. Company Secretary introduced all Directors. The company secretary informed the members about the resolutions required to be passed at the meeting and other related matters.

The company secretary then requested the Chairman to deliver his speech.

The members were informed that pursuant to the provisions of Section 108 of the Companies Act, 2013 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, the Company had extended remote E-Voting facility in respect of all businesses to be transacted at the 80<sup>th</sup> Annual General Meeting to all the members holding shares as on cut-off date of Friday, September 10, 2021 and E-voting period commenced on Tuesday, September 14, 2021 at 9:00 A.M. and ended on Thursday, September 16, 2021 at 5:00 P.M. CS Niraj Trivedi & Associates - Practicing Company Secretary was appointed as a Scrutinizer by the Board to scrutinize the voting process in a fair and transparent manner.

With the permission of Members present, the Notice of the Annual General Meeting, Financial Statements along with Boards' Report and Auditors' thereon for F.Y. 2020-21 forming part of Annual Report was taken as read.



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The following items of business as set out in the Notice dated July 31, 2021 convening the meeting were transacted through remote e-voting and e-voting during the AGM.

## ORDINARY BUSINESS:

1. To receive, consider and adopt the audited balance sheet as at 31<sup>st</sup> March, 2021 and the statement of profit and loss and cash flow statement (including the consolidated financial statements) for the year ended on that date together with the notes attached thereto, along with the report of directors and auditors thereon.
2. To declare a dividend on equity shares of the company for the year 2020-21.
3. To appoint a director in place of Mr. Vishal P. Mehta (holding DIN 02690946), who retires by rotation and being eligible offers himself for reappointment.

## SPECIAL BUSINESS:

4. To decide remuneration to be paid to M/s Dalwadi and Associates, Cost Accountants as the Cost Auditors to audit the cost records of the company for the year 2020-21.
5. To give consent to invite and accept deposits from general public and shareholders of the company.
6. To give consent to the reappointment of Mr. Vishal P. Mehta as the executive director of the company from 1<sup>st</sup> April, 2021 to 31<sup>st</sup> March, 2026 and to approve his remuneration for the period of three years from 1<sup>st</sup> April, 2021 to 31<sup>st</sup> March, 2024.
7. To give consent to payment of remuneration to Mr. Priyam B. Mehta as the managing director of the company for the remaining tenure of his appointment from 1<sup>st</sup> June, 2021 to 31<sup>st</sup> March, 2023

The Chairman and Company Secretary thanked the Members present at the meeting and with the permission of the Chairman, Company Secretary concluded the meeting.

The scrutinizer report on e-voting during the meeting and remote e-voting by the shareholders of the company was received and accordingly all the resolution as set out in the notice were declared as passed with requisite majority.

The details of the voting results conducted through remote e-voting on all the resolutions as set out in the Notice of AGM are sent to BSE and also uploaded on Company's Website.

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**Sayaji Industries Limited**

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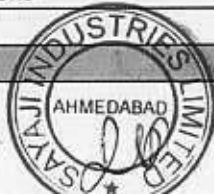
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**SAYAJI INDUSTRIES LIMITED**

Date of the AGM/EGM	17-09-2021
Total number of shareholders on record date	3853
No. of shareholders present in the meeting either in person or through	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	9
Public:	26

Resolution No.	1									
Resolution required: (Ordinary/ Special)	ORDINARY - Consider and adopt the audited standalone and consolidated financial statements, reports of the board of directors and auditors for the year ended March 31, 2021									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	47,38,480	46,83,360	98.8368	46,83,360	0	100.0000	0.0000	0	0
	Poll		4,080	0.0861	4,080	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>46,87,440</b>	<b>98.9229</b>	<b>46,87,440</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>
Public- Institutions	E-Voting	1,120	0	0.0000	0	0	0.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>
Public- Non Institutions	E-Voting	15,80,400	2,587	0.1637	1,851	736	71.5500	28.4499	0	0
	Poll		13,620	0.8618	13,620	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>16,207</b>	<b>1.0255</b>	<b>15,471</b>	<b>736</b>	<b>95.4588</b>	<b>4.5412</b>	<b>0</b>	<b>0</b>
<b>Total</b>		<b>63,20,000</b>	<b>47,03,647</b>	<b>74.4248</b>	<b>47,02,911</b>	<b>736</b>	<b>99.9844</b>	<b>0.0156</b>	<b>0</b>	<b>0</b>



Resolution No.	2									
Resolution required: (Ordinary/ Special)	ORDINARY - Declaration of dividend on equity shares									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	47,38,480	46,83,360	98.8368	46,83,360	0	100.0000	0.0000	0	0
	Poll		4,080	0.0861	4,080	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>46,87,440</b>	<b>98.9229</b>	<b>46,87,440</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>
Public- Institutions	E-Voting	1,120	0	0.0000	0	0	0.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>
Public- Non Institutions	E-Voting	15,80,400	2,587	0.1637	1,851	736	71.5500	28.4499	0	0
	Poll		13,620	0.8618	13,620	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>16,207</b>	<b>1.0255</b>	<b>15,471</b>	<b>736</b>	<b>95.4588</b>	<b>4.5412</b>	<b>0</b>	<b>0</b>
<b>Total</b>		<b>63,20,000</b>	<b>47,03,647</b>	<b>74.4248</b>	<b>47,02,911</b>	<b>736</b>	<b>99.9844</b>	<b>0.0156</b>	<b>0</b>	<b>0</b>



Resolution No.	3									
Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of Mr. Vishal P. Mehta who retires by rotation and being eligible offers herself for reappointment									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	47,38,480	46,83,360	98.8368	46,83,360	0	100.0000	0.0000	0	0
	Poll		4,080	0.0861	4,080	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		46,87,440	98.9229	46,87,440	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	1,120	0	0.0000	0	0	0.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		0	0	0	0	0.0000	0.0000	0	0
Public- Non Institutions	E-Voting	15,80,400	2,587	0.1637	1,851	736	71.5500	28.4499	0	0
	Poll		13,620	0.8618	13,620	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		16,207	1.0255	15,471	736	95.4588	4.5412	0	0
Total		63,20,000	47,03,647	74.4248	47,02,911	736	99.9844	0.0156	0	0



Resolution No.	4									
Resolution required: (Ordinary/ Special)	ORDINARY - Approval of remuneration to cost auditors									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	47,38,480	46,83,360	98.8368	46,83,360	0	100.0000	0.0000	0	0
	Poll		4,080	0.0861	4,080	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>46,87,440</b>	<b>98.9229</b>	<b>46,87,440</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>
Public- Institutions	E-Voting	1,120	0	0.0000	0	0	0.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>
Public- Non Institutions	E-Voting	15,80,400	2,587	0.1637	1,851	736	71.5500	28.4499	0	0
	Poll		13,620	0.8618	13,620	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>16,207</b>	<b>1.0255</b>	<b>15,471</b>	<b>736</b>	<b>95.4588</b>	<b>4.5412</b>	<b>0</b>	<b>0</b>
<b>Total</b>		<b>63,20,000</b>	<b>47,03,647</b>	<b>74.4248</b>	<b>47,02,911</b>	<b>736</b>	<b>99.9844</b>	<b>0.0156</b>	<b>0</b>	<b>0</b>



Resolution No.	5									
Resolution required: (Ordinary/ Special)	ORDINARY - Granting consent to invite and accept the deposits from general public and shareholders									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	47,38,480	46,83,360	98.8368	46,83,360	0	100.0000	0.0000	0	0
	Poll		4,080	0.0861	4,080	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		46,87,440	98.9229	46,87,440	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	1,120	0	0.0000	0	0	0.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		0	0	0	0	0.0000	0.0000	0	0
Public- Non Institutions	E-Voting	15,80,400	2,587	0.1637	1,851	736	71.5500	28.4499	0	0
	Poll		13,620	0.8618	13,620	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		16,207	1.0255	15,471	736	95.4588	4.5412	0	0
Total		63,20,000	47,03,647	74.4248	47,02,911	736	99.9844	0.0156	0	0





Resolution No.	6									
Resolution required: (Ordinary/ Special)	SPECIAL -Reappointment of Mr. Vishal P. Mehta as the executive director of the company for the period from 01.04.2021 to 31.03.2026 and to approve his remuneration for the period of three years from 01.04.2021 to 31.03.2024									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	47,38,480	46,83,360	98.8368	46,83,360	0	100.0000	0.0000	0	0
	Poll		4,080	0.0861	4,080	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		46,87,440	98.9229	46,87,440	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	1,120	0	0.0000	0	0	0.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		0	0	0	0	0.0000	0.0000	0	0
Public- Non Institutions	E-Voting	15,80,400	2,587	0.1637	1,851	736	71.5500	28.4499	0	0
	Poll		13,620	0.8618	13,620	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		16,207	1.0255	15,471	736	95.4588	4.5412	0	0
Total		63,20,000	47,03,647	74.4248	47,02,911	736	99.9844	0.0156	0	0



Resolution No.	7									
Resolution required: (Ordinary/ Special)	SPECIAL - Approval to increase in remuneration to Mr. Priyam B. Mehta as the managing director of the company for the remaining tenure of his appointment from 01.06.2021 to 31.03.2023									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	47,38,480	46,83,360	98.8368	46,83,360	0	100.0000	0.0000	0	0
	Poll		4,080	0.0861	4,080	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>46,87,440</b>	<b>98.9229</b>	<b>46,87,440</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>
Public- Institutions	E-Voting	1,120	0	0.0000	0	0	0.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>
Public- Non Institutions	E-Voting	15,80,400	2,587	0.1637	1,851	736	71.5500	28.4499	0	0
	Poll		13,620	0.8618	13,620	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>16,207</b>	<b>1.0255</b>	<b>15,471</b>	<b>736</b>	<b>95.4588</b>	<b>4.5412</b>	<b>0</b>	<b>0</b>
<b>Total</b>	<b>63,20,000</b>	<b>47,03,647</b>	<b>74.4248</b>	<b>47,02,911</b>	<b>736</b>	<b>99.9844</b>	<b>0.0156</b>	<b>0</b>	<b>0</b>	



## **SCRUTINIZER'S REPORT**

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

To,

**The Chairman,**

Of 80<sup>th</sup> Annual General Meeting of the Equity Shareholders of

**SAYAJI INDUSTRIES LIMITED**

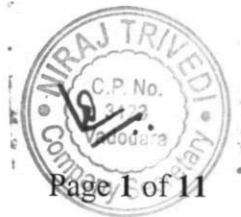
**(CIN: L99999GJ1941PLC000471)**

Held on Friday, 17<sup>th</sup> September, 2021, at 10.30 A.M.

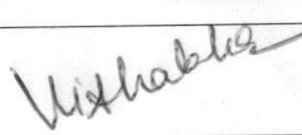

Through Video Conferencing (VC).

Dear Sir,

1. I, Niraj Trivedi, Practicing Company Secretary, have been appointed as a Scrutinizer by the Board of Directors of Sayaji Industries Limited ("the Company") at their Meeting held on Saturday, 31<sup>st</sup> July, 2021, for the purpose of scrutinizing the e-voting process i.e. remote e-voting and electronic voting during the Annual General Meeting (AGM), under the provisions of Section 108 of the Companies Act, 2013 ("The 2013 Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("The Rules") and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.



2. The Notice dated 31<sup>st</sup> July, 2021, 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 No. 20/2020 dated 5<sup>th</sup> May, 2020 read with Circular Nos. 14/2020 dated 8<sup>th</sup> April, 2020, 17/2020 dated 13<sup>th</sup> April, 2020 and 02/2021 dated 13<sup>th</sup> January, 2021 (collectively referred to as "MCA Circulars") and SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12<sup>th</sup> May, 2020 and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15<sup>th</sup> January, 2021 (collectively referred to as "SEBI Circulars").
3. The Company had availed e-voting facilities both for the remote e-voting facility and electronic voting at the AGM provided by **KFin Technologies Private Ltd (KFintech)**. The remote e-voting period commenced at 9:00 a.m. on Tuesday, 14<sup>th</sup> September, 2021 and ended on 5:00 p.m. on Thursday, 16<sup>th</sup> September, 2021. The Company had provided facilities of remote e-voting and electronic voting at the Meeting by members to exercise their right to vote.
4. The shareholders of the Company holding shares as on the cut-off date i.e. Friday, 10<sup>th</sup> September, 2021, were entitled to vote on the Resolutions as contained in the Notice of the AGM.
5. After the conclusion of voting at the AGM, the report on voting done at the AGM and the votes cast under remote e-voting facility prior to the AGM were unblocked in the presence of the following two witnesses who are not in the employment of the Company, namely:-

Sr. No.	Name of Witness	Signature of Witness
1	CS Vishakha Mahesh Phadke	
2	CS Shital Mistry	



6. I have scrutinized and reviewed the remote e-voting prior and during the AGM and votes cast therein based on the data downloaded from KFintech, e-voting system.
  
7. The Management of the Company is responsible to ensure the compliance with the requirements of the 2013 Act and the Rules relating to voting through electronic means by remote e-voting and electronic voting at the AGM for the Resolutions contained in the Notice to the 80<sup>th</sup> AGM of the Equity Shareholders of the Company. My responsibility as a Scrutinizer for the process of electronic means by remote e-voting and electronic voting at the AGM is restricted to make a Scrutinizer's Report of votes cast "in favour" or "against" the Resolutions stated in the Notice, based on the reports generated from the e-voting system provided by KFintech, the agency authorized under the Rules.
  
8. I submit herewith my Scrutinizer's Report on the results of voting through both the remote e-voting and electronic voting at the AGM, based on the data downloaded from KFintech, e-voting system, the total votes cast "in favour" or "against" all the Resolutions proposed in the Notice of the AGM are as under:-



**Item No. 1:-**

**Ordinary Business:-**

To receive, consider and adopt the audited balance sheet as at 31<sup>st</sup> March, 2021 and the statement of profit and loss and cash flow statement (including the consolidated financial statements) for the year ended on that date together with the notes attached thereto, along with the report of directors and auditors thereon:-

(i) Voted **in favour** of the Resolution:-

Type of Voting	Number of Members voted	Number of Votes cast by them	% of total Number of Valid Votes cast
Remote E-voting	19	4685211	99.61%
E-voting at AGM conducted through VC	15	17700	0.37%
<b>Total</b>	<b>34</b>	<b>4702911</b>	<b>99.98%</b>

(ii) Voted **against** the Resolution:-

Type of Voting	Number of members voted	Number of Votes cast by them	% of total Number of Valid Votes cast
Remote E-voting	1	736	0.02%
E-voting at AGM conducted through VC	0	0	0.00%
<b>Total</b>	<b>1</b>	<b>736</b>	<b>0.02%</b>

(iii) **Invalid / Abstained** Votes:-

Type of Voting	Total number of members whose votes were declared invalid / who abstained from voting	Total number of Votes
Remote E-voting	0	0
E-voting at AGM conducted through VC	0	0
<b>Total</b>	<b>0</b>	<b>0</b>



**Item No. 2:-**

**Ordinary Business:-**

To declare dividend on equity shares of the Company for the financial year ended 31<sup>st</sup> March, 2021.:-

(i) Voted in favour of the Resolution:-

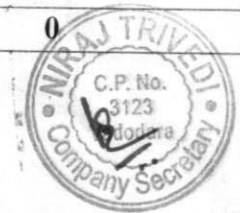
Type of Voting	Number of Members voted	Number of Votes cast by them	% of total Number of Valid Votes cast
Remote E-voting	19	4685211	99.61%
E-voting at AGM conducted through VC	15	17700	0.37%
<b>Total</b>	<b>34</b>	<b>4702911</b>	<b>99.98%</b>

(ii) Voted against the Resolution:-

Type of Voting	Number of members voted	Number of Votes cast by them	% of total Number of Valid Votes cast
Remote E-voting	1	736	0.02%
E-voting at AGM conducted through VC	0	0	0.00%
<b>Total</b>	<b>1</b>	<b>736</b>	<b>0.02%</b>

(iii) Invalid / Abstained Votes:-

Type of Voting	Total number of members whose votes were declared invalid / who abstained from voting	Total number of Votes
Remote E-voting	0	0
E-voting at AGM conducted through VC	0	0
<b>Total</b>	<b>0</b>	<b>0</b>



**Item No. 3:-**

**Ordinary Business:-**

**To appoint a Director in place of Mr. Vishal P. Mehta (holding DIN 02690946), who retires by rotation and being eligible offers himself for reappointment:-**

(i) Voted **in favour** of the Resolution:-

Type of Voting	Number of Members voted	Number of Votes cast by them	% of total Number of Valid Votes cast
Remote E-voting	19	4685211	99.61%
E-voting at AGM conducted through VC	15	17700	0.37%
<b>Total</b>	<b>34</b>	<b>4702911</b>	<b>99.98%</b>

(ii) Voted **against** the Resolution:-

Type of Voting	Number of members voted	Number of Votes cast by them	% of total Number of Valid Votes cast
Remote E-voting	1	736	0.02%
E-voting at AGM conducted through VC	0	0	0.00%
<b>Total</b>	<b>1</b>	<b>736</b>	<b>0.02%</b>

(iii) **Invalid / Abstained** Votes:-

Type of Voting	Total number of members whose votes were declared invalid / who abstained from voting	Total number of Votes
Remote E-voting	0	0
E-voting at AGM conducted through VC	0	0
<b>Total</b>	<b>0</b>	<b>0</b>





**Item No. 4:-**

**Special Business:-**

**Ordinary Resolution:-**

**To ratify remuneration to be paid to Cost Auditors:-**

(i) Voted **in favour** of the Resolution:-

Type of Voting	Number of Members voted	Number of Votes cast by them	% of total Number of Valid Votes cast
Remote E-voting	19	4685211	99.61%
E-voting at AGM conducted through VC	15	17700	0.37%
<b>Total</b>	<b>34</b>	<b>4702911</b>	<b>99.98%</b>

(ii) Voted **against** the Resolution:-

Type of Voting	Number of members voted	Number of Votes cast by them	% of total Number of Valid Votes cast
Remote E-voting	1	736	0.02%
E-voting at AGM conducted through VC	0	0	0.00%
<b>Total</b>	<b>1</b>	<b>736</b>	<b>0.02%</b>

(iii) **Invalid / Abstained** Votes:-

Type of Voting	Total number of members whose votes were declared invalid / who abstained from voting	Total number of Votes
Remote E-voting	0	0
E-voting at AGM conducted through VC	0	0
<b>Total</b>	<b>0</b>	<b>0</b>



**Item No. 5:-**

**Special Business:-**

**Ordinary Resolution:-**

**To invite and accept deposits from general public and shareholders of the Company:-**

**(i) Voted in favour of the Resolution:-**

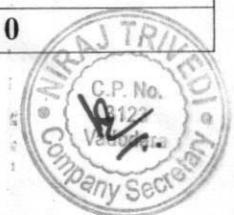
Type of Voting	Number of Members voted	Number of Votes cast by them	% of total Number of Valid Votes cast
Remote E-voting	19	4685211	99.61%
E-voting at AGM conducted through VC	15	17700	0.37%
<b>Total</b>	<b>34</b>	<b>4702911</b>	<b>99.98%</b>

**(ii) Voted against the Resolution:-**

Type of Voting	Number of members voted	Number of Votes cast by them	% of total Number of Valid Votes cast
Remote E-voting	1	736	0.02%
E-voting at AGM conducted through VC	0	0	0.00%
<b>Total</b>	<b>1</b>	<b>736</b>	<b>0.02%</b>

**(iii) Invalid / Abstained Votes:-**

Type of Voting	Total number of members whose votes were declared invalid / who abstained from voting	Total number of Votes
Remote E-voting	0	0
E-voting at AGM conducted through VC	0	0
<b>Total</b>	<b>0</b>	<b>0</b>



**Item No. 6:-**

**Special Business:-**

**Special Resolution:-**

To reappoint Mr. Vishal P. Mehta (DIN 02690946) as the Executive Director of the Company for a period of five years with effect from 1<sup>st</sup> April 2021 till 31<sup>st</sup> March, 2026 and to approve his remuneration for the period of three years with effect from 1<sup>st</sup> April, 2021 to 31<sup>st</sup> March, 2024:-

(i) Voted in favour of the Resolution:-

Type of Voting	Number of Members voted	Number of Votes cast by them	% of total Number of Valid Votes cast
Remote E-voting	19	4685211	99.61%
E-voting at AGM conducted through VC	15	17700	0.37%
<b>Total</b>	<b>34</b>	<b>4702911</b>	<b>99.98%</b>

(ii) Voted against the Resolution:-

Type of Voting	Number of members voted	Number of Votes cast by them	% of total Number of Valid Votes cast
Remote E-voting	1	736	0.02%
E-voting at AGM conducted through VC	0	0	0.00%
<b>Total</b>	<b>1</b>	<b>736</b>	<b>0.02%</b>

(iii) Invalid / Abstained Votes:-

Type of Voting	Total number of members whose votes were declared invalid / who abstained from voting	Total number of Votes
Remote E-voting	0	0
E-voting at AGM conducted through VC	0	0
<b>Total</b>	<b>0</b>	<b>0</b>



**Item No. 7:-****Special Business:-****Special Resolution:-**

To increase in remuneration payable to Mr. Priyam B. Mehta as the Managing Director of the Company for the remaining tenure of his appointment from 01<sup>st</sup> June, 2021 to 31<sup>st</sup> March, 2023:-

**(i) Voted in favour of the Resolution:-**

Type of Voting	Number of Members voted	Number of Votes cast by them	% of total Number of Valid Votes cast
Remote E-voting	19	4685211	99.61%
E-voting at AGM conducted through VC	15	17700	0.37%
<b>Total</b>	<b>34</b>	<b>4702911</b>	<b>99.98%</b>

**(ii) Voted against the Resolution:-**

Type of Voting	Number of members voted	Number of Votes cast by them	% of total Number of Valid Votes cast
Remote E-voting	1	736	0.02%
E-voting at AGM conducted through VC	0	0	0.00%
<b>Total</b>	<b>1</b>	<b>736</b>	<b>0.02%</b>

**(iii) Invalid / Abstained Votes:-**

Type of Voting	Total number of members whose votes were declared invalid / who abstained from voting	Total number of Votes
Remote E-voting	0	0
E-voting at AGM conducted through VC	0	0
<b>Total</b>	<b>0</b>	<b>0</b>

**CS NIRAJ TRIVEDI**  
**PRACTICING COMPANY SECRETARY**

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9. The electronic data and all other relevant records relating to the e-voting is under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.
10. You may accordingly declare the result of above Resolutions for the Annual General Meeting of the Company held on 17<sup>th</sup> September, 2021.

Thanking You,

Yours faithfully,



A handwritten signature in black ink, appearing to read "Niraj Trivedi", written over a horizontal line.

DATE: 17<sup>th</sup> SEPTEMBER, 2021  
PLACE: VADODARA

**NIRAJ TRIVEDI**  
**PRACTICING COMPANY SECRETARY**  
FCS: 3844 (C. P. No.: 3123)  
UDIN: F003844C000960681



**COUNTERSIGNED BY:-**  
**FOR, SAYAJI INDUSTRIES LIMITED**

*For, Sayaji Industries Limited*  
  
(Rajesh H. Shah)  
Company Secretary

**RAJESH H. SHAH**  
**COMPANY SECRETARY & COMPLIANCE OFFICER**