

Date: September 30, 2023

To,  
The Listing Department,  
**BSE Limited**  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai- 400001

Dear Sir/Madam,

**BSE Scrip Code: – 543435**

**Sub: Detail of Voting Results at the 2<sup>nd</sup> Annual General Meeting of the Company**

Dear Sir/Madam,

With reference to the captioned subject and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the details regarding the voting results of the business transacted at the 2<sup>nd</sup> AGM in the prescribed format along with the Scrutinizers Report on the voting conducted at the Annual General Meeting.

Based on the Scrutinizers Report, all the resolutions as set out in the Notice convening the 2<sup>nd</sup> AGM have been passed by the members with requisite majority.

This is for your information and record.

Thanking you,  
Yours faithfully,

**For Clara Industries Limited**

**Nidhi Varun Kumar**  
**(Company Secretary & Compliance Officer)**

## VOTING RESULTS

<b>Company Name</b>	<b>Clara Industries Limited</b>
<b>Record Date</b>	<b>28.09.2023</b>
<b>Number of Shareholders present in the meeting either in person or through proxy:</b> a) Promoter and Promoter Group b) Public	<b>05</b> <b>09</b>
<b>No. of shareholders attended the meeting through video conferencing:</b> a) Promoter and Promoter Group b) b) Public	<b>Nil</b> <b>Nil</b>
<b>No. of resolution passed in the meeting</b>	<b>02</b>

### Agenda-Wise disclosure (to be disclosed separately for each agenda item)

**Resolution 1:** To consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2023, including the Audited Balance Sheet as at 31st March, 2023, the Statement of Profit and Loss, Statement of Cash Flow for the financial year ended on that date and the reports of the Board of Directors (“the Board”) and Auditors thereon:

Resolution Required			Ordinary Resolution					
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 in against (5)	%of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*10
Promoter and Promoter Group	E-Voting	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Poll	2,114,566	2,114,566	100%	2,114,566	0	100%	0%
	Postal Ballot (if applicable)	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	<b>Total</b>	<b>2,114,566</b>	<b>2,114,566</b>	<b>100%</b>	<b>2,114,566</b>	<b>0</b>	<b>100%</b>	<b>0%</b>
Public-Institutions	E-Voting	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Poll	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot (if applicable)	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	<b>Total</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>
Public-Non Institutions	E-Voting	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Poll	2,020,014	68,304	3.38%	68,304	0	100%	0%
	Postal Ballot (if applicable)	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	<b>Total</b>	<b>2,020,014</b>	<b>68,304</b>	<b>3.38%</b>	<b>68,304</b>	<b>0</b>	<b>100%</b>	<b>0%</b>

**Resolution 2:** Appointment of Mr. Avdhesh Kumar Kamboj (DIN: 09526364) as an Independent Director of the Company.

Resolution Required			Special Resolution					
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 in against (5)	%of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*10
Promoter and Promoter Group	E-Voting	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Poll	2,114,566	2,114,566	100%	2,114,566	0	100%	0%
	Postal Ballot (if applicable)	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	<b>Total</b>	<b>2,114,566</b>	<b>2,114,566</b>	<b>100%</b>	<b>2,114,566</b>	<b>0</b>	<b>100%</b>	<b>0%</b>
Public-Institutions	E-Voting	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Poll		Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot (if applicable)		Nil	Nil	Nil	Nil	Nil	Nil
	<b>Total</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>
Public-Non Institutions	E-Voting	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Poll	2,020,014	68,304	3.38%	68,304	0	100%	0%
	Postal Ballot (if applicable)	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	<b>Total</b>	<b>2,020,014</b>	<b>68,304</b>	<b>3.38%</b>	<b>68,304</b>	<b>0</b>	<b>100%</b>	<b>0%</b>



# VERMA ASHISH & CO.

*Practicing Company Secretaries*

Mig-8, 1<sup>ST</sup> Floor, New Avas Vikas, Opp. Dr. Mohan Pandey Hospital, Delhi Road, Saharanpur 247001

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*Trade Mark Attorney & Copy Right Consultant & GST Practitioner*

## SCRUTINIZER'S REPORT

*[Pursuant to section 108 & 109 of the Companies Act, 2013 and Rule 20 & 21 (2)  
of the Companies (Management and Administration) Rules, 2014]*

To,

The Chairman,  
Clara Industries Limited  
CIN:L25209UP2021PLC151537  
127/1 Gram Simbhalka Junardar Paragna,  
Teshil and District Saharanpur UP 247001 IN

**Sub: Scrutinizer's Report on voting at 2<sup>nd</sup> Annual General Meeting of the Equity Shareholders of Clara Industries Limited held on Thursday the 28<sup>th</sup> September, 2023, at 3.00 p.m. at the Registered office of the Company situated at 127/1 Gram Simbhalka Junardar Paragna, Teshil and District Saharanpur UP 247001 IN.**

I, Ashish Verma, Practicing Company Secretary, has been appointed by the Board of Directors of M/s. Clara Industries Limited ("the Company") as Scrutinizer for the purpose of Scrutinizing poll process in a fair and transparent manner and ascertaining the requisite majority on physical presence out as per the provision of Companies Act, 2013 on below mentioned resolution(s) contained in the Notice of 2<sup>nd</sup> Annual General Meeting as per the provisions of Sections 108 and 109 of the Companies Act, 2013, read with Rules 20 and 21(2) of the Companies (Management and Administration) Rules, 2014.

A person whose name was recorded in the Register of the Members or in the Register of Beneficial Owners maintained by the Depositories as on the cutoff date i.e., September 20, 2023 was entitled to vote on the resolutions of the AGM Notice.

IN THIS REGARD, I SUBMIT MY REPORT AS UNDER:

- The Company, being a SME Listed Company, was not required to provide e-voting facility to its members pursuant



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to Companies (Management and Administration) Rules, 2014 — which provides that the Companies covered under Chapter XB of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009, are exempt from e-voting provisions.

- Company has informed that, on the basis of the Register of Members and List of Beneficiary Owners made available by the depositories viz. National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), the Company completed dispatch of Notice of AGM along with Annual Report of 2022-23 on by email to all the Members, who had registered their email-ids with the RTA;
- The Chairman of Annual General Meeting allowed poll by polling paper for all those members who are present at the Annual General Meeting. The Chairman declared that a poll will be taken in respect of the Resolution contained in the notice convening 2<sup>nd</sup> Annual General Meeting and I was appointed as scrutinizer for the voting process.
- Total 14 members physically present in the Annual General Meeting of the Company.
- The physical presence of voting was received from 3:00 p.m. to 6:00 p.m. on September 28, 2023.
- After the time fixed for closing of poll by the chairman, the ballot box kept for polling were locked in my presence with due identification marked placed by me.
- The Locked Ballot Box were subsequently opened in my presence and poll papers were diligently scrutinized. The Poll Paper were reconciled with the records maintained by the Company / Registrar / Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
- There were no poll papers which were incomplete and/ or which were otherwise found defective.
- The result of the Poll is as under:



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## (a) Resolution No.1: - Ordinary Resolution -

Adoption of the Audited financial statements along with Report of the Auditors for the financial year ended 31<sup>st</sup> March, 2023 and the Directors' Report thereon;

### (i) Votes in favour of the Resolution:

Number of members present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
14	21,82,870	100%

### (ii) Votes in against the Resolution

Number of members present and voting (In person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

### (iii) Invalid/ Rejected votes:

Number of members (in person or by proxy) whose votes were declared invalid	Number of Votes cast by them
NIL	N IL

Accordingly, out of 21,82,870 votes cast, 21,82,870 votes were cast ASSENTING to the Ordinary Resolution constituting 100.00% of the total votes cast; NIL votes were cast DISSENTING to the Ordinary Resolution



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constituting 0% of the total votes cast. Thus, the Ordinary Resolution as contained in Agenda No.1 is passed with requisite majority.

**(b) Resolution No.2: - Special Resolution –**

Appointment of Mr. Avdhesh Kumar Kamboj (DIN: 09526364) as an Independent Director of the Company..

(i) Votes in favour of the Resolution:

Number of members present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
14	21,82,870	100%

(ii) Votes in against the Resolution

Number of members present and voting (In person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid/ Rejected votes:

Number of members (in person or by proxy) whose votes were declared invalid	Number of Votes cast by them
NIL	N IL

Accordingly, out of 21,82,870 votes cast, 21,82,870 votes were cast ASSENTING to the Ordinary Resolution



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constituting 100.00% of the total votes cast; NIL votes were cast DISSENTING to the Ordinary Resolution constituting 0% of the total votes cast. Thus, the Ordinary Resolution as contained in Agenda No.2 is passed with requisite majority.

**For Verma Ashish & Co.**  
*Practicing Company Secretary*

**CS Ashish Verma**  
**C.P No:22530**  
**Mem. No:59867**  
**PRC:2331/2022**  
**UDIN: A059867E001143609**  
**Place: Saharanpur**  
**Date: 30/09/2023**