

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

28.09.2022

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 <u>Security ID: SDBL</u></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 <u>Security ID: 507514</u></p>
--	---

SUBJECT: CONSOLIDATED SCRUTINIZER'S REPORT AND DISCLOSURE OF VOTING RESULTS OF THE 29TH ANNUAL GENERAL MEETING HELD ON 27TH DAY OF SEPTEMBER, 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 e-voting during 29th AGM of the Company held on Tuesday, the 27th day of September, 2022 at 12:30 P.M through video conferencing / other audio-visual means (VC / OAVM).

We are also enclosing the consolidated report of the Scrutinizer on remote e-voting and e-voting during the 29th AGM. The above are also being uploaded on the Company's website www.somindia.com and on the website of National Securities Depository Limited, <https://www.evoting.nsdl.com>. You are requested to kindly take the same on record.

Thanking You,
Yours Faithfully,

For Som Distilleries and Breweries Limited

Om Prakash
Company Secretary & Compliance Officer

General information about company	
Scrip code	507514
NSE Symbol	SDBL
MSEI Symbol	NOT LISTED
ISIN	INE480C01020
Name of the company	SOM DISTILLERIES AND BREWERIES LIMITED
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	27-09-2022
Start time of the meeting	12:30 PM
End time of the meeting	01:30 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	20-07-2022
Date of Issuance of Report to the company	28-09-2022

Voting results	
Record date	20-09-2022
Total number of shareholders on record date	29261
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	7
b) Public	47
No. of resolution passed in the meeting	3
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			To receive, consider and adopt: a. the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2022, the reports of the and Auditors' thereon and the reports of the Board of Directors' b. the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2022, the reports of the and Auditors' thereon and the reports of the Board of Directors'.					
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	21115800	19360066	91.6852	19360066	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		21115800	19360066	91.6852	19360066	0	100
Public-Institutions	E-Voting	687672	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		687672	0	0	0	0	0
Public-Non Institutions	E-Voting	48183324	19483049	40.4353	19482970	79	99.9996	0.0004
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		48183324	19483049	40.4353	19482970	79	99.9996
Total		69986796	38843115	55.5006	38843036	79	99.9998	0.0002
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?				No				
Description of resolution considered				To appoint a director in place of Mr. Nakul Kam Sethi (DIN:06512548), who retires by rotation and being eligible offers himself for reappointment				
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	21115800	19360066	91.6852	19360066	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		21115800	19360066	91.6852	19360066	0	100
Public- Institutions	E-Voting	687672	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		687672	0	0	0	0	0
Public- Non Institutions	E-Voting	48183324	19471544	40.4114	19469491	2053	99.9895	0.0105
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		48183324	19471544	40.4114	19469491	2053	99.9895
Total		69986796	38831610	55.4842	38829557	2053	99.9947	0.0053
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?				No				
Description of resolution considered				Appointment of Statutory Auditors				
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	21115800	19360066	91.6852	19360066	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		21115800	19360066	91.6852	19360066	0	100
Public- Institutions	E-Voting	687672	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		687672	0	0	0	0	0
Public- Non Institutions	E-Voting	48183324	19483049	40.4353	19482408	641	99.9967	0.0033
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		48183324	19483049	40.4353	19482408	641	99.9967
Total		69986796	38843115	55.5006	38842474	641	99.9983	0.0017
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,
29th Annual General Meeting (AGM) of
The Members of Som Distilleries and Breweries Limited,
(CIN: L74899DL1993PLC052787) held on Tuesday,
the 27th day of September, 2022 at 12:30 P.M., through
video conferencing / other audio-visual means (VC / OAVM)

CONSOLIDATED SCRUTINIZER'S REPORT ON VOTING BY REMOTE E-VOTING AND E-VOTING FACILITY AT THE 29TH ANNUAL GENERAL MEETING (AGM) OF THE EQUITY SHAREHOLDERS OF SOM DISTILLERIES AND BREWERIES LIMITED HELD ON TUESDAY, THE 27TH DAY OF SEPTEMBER, 2022 AT 12:30 P.M. THROUGH VIDEO CONFERENCING/ OTHER AUDIO-VISUAL MEANS IN RESPECT OF THE RESOLUTIONS (BUSINESSES) CONTAINED IN THE NOTICE DATED JULY 20, 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) & e-Voting facility to the shareholders present at the AGM through Video Conferencing/other audio-visual means (VC/OAVM) 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; on the below mentioned resolutions (businesses), at 29th Annual General Meeting (AGM) of the Members of Som Distilleries and Breweries Limited held through Video Conferencing/other audio-visual means (VC/OAVM).

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 and e-Voting facility to the shareholders present at the AGM through Video Conferencing/other audio-visual means (VC/OAVM) on the proposed resolutions (businesses) contained in the Notice of AGM dated July 20, 2022.

N.K. Jain & Associates

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

(0) 755 4934494, 9303134494

nkjainpcs@outlook.com



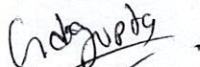
CS

My responsibility as a scrutinizer for the voting process was restricted to scrutinize the remote e-Voting and voting through e-Voting facility to the shareholders present at the AGM through Video Conferencing/other audio-visual means (VC/OAVM) in a fair and transparent manner and to prepare a consolidated Scrutinizer's Report based on reports generated from the remote e-Voting system and e-Voting facility to the shareholders present at the AGM through Video Conferencing/other audio-visual means (VC/OAVM) provided by National Securities Depository Limited (NSDL).

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 and e-Voting facility to the shareholders present at the AGM through Video Conferencing/other audio-visual means (VC/OAVM) to the Members of the Company. Further the voting period for remote e-Voting commenced on Saturday, September 24, 2022 (IST 9.00 am) and ended on Monday, September 26, 2022 (IST 5.00 pm) and thereafter the NSDL e-Voting platform was disabled thereafter.

The Company has also provided e-Voting facility of NSDL to the Shareholders present at AGM through VC, who has not casted there vote earlier.

After Closure of e-Voting at the AGM, the vote caste through e-Voting at AGM and through remote e-Voting prior to the AGM unblocked and downloaded from the e-Voting website of NSDL/Service provider (<https://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. Further 190 (One Hundred and Ninety) Members had cast their votes through remote e-Voting and 1 (One) Member had cast their votes through e-Voting at the AGM based on reports generated from NSDL.


Name: Mr. Gaurav Gupta


Name: Mr. Deepak Sewkani

CONSOLIDATED RESULT OF THE SCRUTINY OF THE REMOTE E-VOTING AND E-VOTING AT THE ANNUAL GENERAL MEETING IS AS UNDER:

ORDINARY BUSINESS:

RESOLUTION NO 1: (ORDINARY RESOLUTION)

To receive, consider and adopt:

- a. the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2022, the reports of the and Auditors' thereon and the reports of the Board of Directors'
- b. the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2022, the reports of the and Auditors' thereon and the reports of the Board of Directors'.



Particulars	Remote E-Voting			E-Voting at the AGM			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	173	38842686	100.00	1	350	100.00	174	38843036	100.00
Votes against	17	79	0.00	0	0	0.00	17	79	0.00
Total	190	38842765	100.00	1	350	100.00	191	38843115	100.00
Invalid votes	-	-	-	-	-	-	-	-	-

Based on the above, the Resolutions as set out in item 1 of the Notice of the Annual General Meeting dated July 20, 2022 has been passed with requisite majority.

RESOLUTION NO 2:(ORDINARY RESOLUTION)

To appoint a director in place of Mr. Nakul Kam Sethi (DIN:06512548), who retires by rotation and being eligible offers himself for reappointment:

Particulars	Remote E-Voting			E-Voting at the AGM			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	169	38829207	99.99	1	350	100.00	170	38829557	99.99
Votes against	20	2053	0.01	0	0	0	20	2053	0.01
Total	189	38831260	100.00	1	350	100.00	190	38831610	100.00
Invalid votes	1	11505	-	-	-	-	1	11505	-

Based on the above, the Resolutions as set out in item 2 of the Notice of the Annual General Meeting dated July 20, 2022 has been passed with requisite majority.



RESOLUTION NO 3:(ORDINARY RESOLUTION)

Appointment of Statutory Auditors:

Particulars	Remote E-Voting			E-Voting at the AGM			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	171	38842124	100.00	1	350	100.00	172	38842474	100.00
Votes against	19	641	0.00	0	0	0	19	641	0.00
Total	190	38842765	100.00	1	350	100.00	190	38843115	100.00
Invalid votes	-	-	-	-	-	-	-	-	-

Based on the above, the Resolutions as set out in item 3 of the Notice of the Annual General Meeting dated July 20, 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 Annual General Meeting and the same will be handed over to the Company Secretary of the Company for safe keeping.

Note:

1. Percentage of votes cast in favor or against the resolutions is calculated based on the valid votes cast through remote E-Voting and through E-Voting at the AGM.
2. The Members who have casted their votes through multiple DP/Client IDs shall be counted as single Member for the counting of number of Members voted.

Thanking you,
Yours faithfully

Place: Bhopal
Date: 28/09/2022

For N.K. Jain & Associates
Company Secretaries



A handwritten signature in blue ink, appearing to read "Neelesh Jain".

Neelesh Jain
Proprietor

FCS-6436, CP-6912

Peer Review Certificate no. 2505/2022

UDIN: F006436D001070158