



Sharda Motor Industries Ltd.

SMIL: LISTING: 22-23/3012

30th December, 2022

BSE Limited

Department of Corporate Services

Pheroze Jeejeebhoy Towers

Dalal Street, Mumbai – 400 001

(SCRIP CODE – 535602)

National Stock Exchange of India Limited

Exchange Plaza, 5th Floor

Plot No. C/1, G Block

Bandra - Kurla Complex, Mumbai - 400 051

(Symbol - SHARDAMOTR) (Series - EQ)

Sub: Results of Postal Ballot (remote E-voting) pursuant to Section 110 of the Companies Act, 2013 read with Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Ref: Notice of Postal Ballot dt. 14th November, 2022 seeking Re-classification from Promoters/Members of Promoter Group category to public Category of the Company

Dear Sir/ Madam,

This is in reference to our letter no. SMIL: BSE/NSE: 22-23/2911/1 dated 29th November, 2022 enclosing the Notice of Postal Ballot ("Notice") dated 14th November, 2022 along with explanatory statement for seeking the approval of members through Ordinary Resolution by way of Postal Ballot through e-voting on the resolutions as set out in the said notice.

In connection with the above and pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), we are pleased to inform you that the resolution(s) as set out in the postal ballot notice has been passed by the members of the Company with requisite majority.

In this regard, please find enclosed the postal ballot results as Annexure I and scrutinizer's report as Annexure II.

Kindly take the same into record.

Yours faithfully,

For Sharda Motor Industries Limited

**Iti Goyal
Asst. Company Secretary &
Compliance Officer**

Regd. Office : D-188, Okhla Industrial Area, Phase-I, New Delhi - 110 020 (INDIA)

Tel.: 91-11-47334100, Fax : 91-11-26811676

E-mail : smil@shardamotor.com, Website : www.shardamotor.com

CIN NO-L74899DL1986PLC023202

SHARDA MOTOR INDUSTRIES LIMITED - POSTAL BALLOT

Details of Voting Results in terms of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements Regulations) 2015

Company Name	Sharda Motor Industries Limited
Date of Postal Ballot Notice	Monday, 14th November, 2022
Record Date	Friday, 25th November, 2022
Total Number of Shareholders as on record date	14551
Mode of Voting	E-Voting
E-Voting Start Date	Wednesday, November 30, 2022 at 09:00 a.m.
E-Voting End Date	Thursday, December 29, 2022 at 5:00 p.m.
Resolution required: (Ordinary / Special)	Ordinary
Whether promoter/promoter group are interested in the agenda/resolution?	Yes
Description of resolution considered	Re classification from Promoters/Members of Promoter Group category to public category of the Company

Promoter/Public	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	21762895	4126330	18.9604	4126330	-	100.0000	-
	Poll		-	0.0000	-	-	0.0000	-
	Postal Ballot (if applicable)		-	0.0000	-	-	0.0000	-
	Total		21762895	4126330	18.9604	4126330	-	100.0000
Public – Institutional holders	E-Voting	284710	66190	23.2482	66190	-	100.0000	-
	Poll		-	0.0000	-	-	0.0000	-
	Postal Ballot (if applicable)		-	0.0000	-	-	0.0000	-
	Total		284710	66190	23.2482	66190	-	100.0000
Public-Others	E-Voting	7684025	948217	12.3401	947397	820	99.9135	0.0865
	Poll		-	0.0000	-	-	0.0000	-
	Postal Ballot (if applicable)		-	0.0000	-	-	0.0000	-
	Total		7684025	948217	12.3401	947397	820	99.9135
GRAND TOTAL		29731630	5140737	17.2905	5139917	820	99.9840	0.0160

Whether resolution is Pass or Not

Yes

For **Sharda Motor Industries Limited**

Iti Goyal
Asst. Company Secretary & Compliance Officer

SCRUTINIZER'S REPORT

To
The Chairman,
SHARDA MOTOR INDUSTRIES LIMITED
CIN: L74899DL1986PLC023202
Registered Office: D-188, OKHLA INDUSTRIAL AREA,
PHASE-I, NEW DELHI, 110020 INDIA

SCRUTINIZER'S REPORT ON POSTAL BALLOT PROCESS CONDUCTED THROUGH REMOTE E-VOTING

Dear Sir,

I, Vineet K Chaudhary, Managing Partner of M/s VKC & Associates, Company Secretary in whole time practice (Holding Membership No:F5327) was appointed as Scrutinizer by the Board of Directors of **SHARDA MOTOR INDUSTRIES LIMITED** for scrutinizing the postal ballot process which was conducted through electronic means only in respect of the resolution contained in the Notice dated November 14, 2022 in a fair and transparent manner and for ascertaining the requisite majority for the resolution proposed to be passed with respect to the provisions of Section 110 & 108 of the Companies Act, 2013 ('the Act') including any statutory modification(s) or re-enactment(s) thereof for the time being in force and other applicable provisions, if any, of the Act and Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 ('the Rules'), as amended from time to time, read with the General Circular Nos. 14/2020 dated 8th April 2020, 17/2020 dated 13th April 2020, 20/2020 dated 5th May, 2020 read with other relevant circulars issued from time to time and General Circular no. 2 and 3/2022 dated 5th May, 2022 issued by the Ministry of Corporate Affairs, Government of India in the backdrop of Covid-19 pandemic (collectively referred to as "MCA Circulars"), SEBI circular No. SEBI/HO/CFD/CMD2/CIR/P/202262 dated 13th May, 2022 circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January, 2021 and Circular No. SEBI/HO/CFD/CMD1/ CIR/P/2020/79 dated 12th May, 2020 (Collectively Called as "SEBI Circulars") Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), Secretarial Standard on General Meetings ("SS-2") issued by The Institute of Company Secretaries of India, as amended and pursuant to other applicable laws and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), resolution as set out as Special Business in this Postal Ballot Notice, is proposed to be passed as Ordinary Resolution by members of Sharda Motor Industries Limited ("SMIL") by means of Postal Ballot through voting by electronic means only ("remote e-voting").

Regd. Office

D-38, LGF (L/S), South Extension Part - II
New Delhi - 110049, India
+91 11 49121644,45, +91 9999233556
ocs@vkeindia.com, www.vkeindia.com

SERVICE PROVIDER

The Company has availed the services of Central Depository Services (India) Limited (“CDSL”) for facilitating e-voting to enable the members to cast their votes electronically using remote e-voting system on special business sought to be transacted through Postal Ballot.

MANAGEMENT’S RESPONSIBILITY

The Management of the Company is responsible to ensure the compliances with the requirements of the Companies Act, 2013 read with rules made thereunder, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, MCA Circulars or any other provisions, as applicable for conducting postal ballot of the Company. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

SCRUTINIZER’S RESPONSIBILITY

My responsibility as Scrutinizer is restricted to make Scrutinizers’ Report of the votes cast “For” or “Against” the resolution stated in the Notice of Postal Ballot, based on the report generated from the e-voting system provided by the CDSL.

CUT OFF DATE

The Members of the Company holding equity shares either in physical form or in dematerialized form, as on the “cut-off date” i.e. Friday, November 25, 2022 were entitled to cast their votes electronically through remote e-voting on the resolution as set out in the Notice of Postal Ballot dated November 14, 2022.

REMOTE E-VOTING PROCESS

The remote e-voting period commenced from **Wednesday, November 30, 2022 at 09:00 a.m. (IST)** and ended on **Thursday, December 29, 2022 at 5:00 p.m. (IST)** on the designated website <https://www.evotingindia.com/> of CDSL.

NOTICE IN ELECTRONIC MODE

Pursuant to the provisions of the Act and MCA Circulars issued by Ministry of Corporate Affairs, the Company has sent Postal Ballot notice(s) to its Members/Beneficiaries whose name(s) appeared in the Register of Members/ List of beneficial owners received from National Securities Depository Limited /Central Depository Services (India) Limited as on the Cut-off date i.e. Friday, November 25, 2022 and whose e-mail IDs were registered with the Company/RTA or Depositories/Depository Participant through electronic means only and has not dispatched physical copies of Postal Ballot notices, Postal Ballot Forms etc. to any member. Therefore, neither the Company nor I have received any Postal Ballot(s).

NEWSPAPER ADVERTISEMENT

Pursuant to Rule 20 and Rule 22 of the Companies (Management and Administration Rules) 2014, the Company on Tuesday, 30th November, 2022 had published the public notice by way of an advertisement in Delhi editions of "Financial Express" (in English) and "Vir Arjun" (in Hindi), newspapers having wide circulation. Further, through Public notice dated Thursday, 24th November, 2022 in Delhi editions of "Financial Express" (in English) and "Vir Arjun" (in Hindi), the Company had also requested the members to register their e-mail id with the RTA or Depositories Participant(s) in compliance with the MCA Circulars

E-VOTING

1. I monitored the process of electronic voting (i.e. remote e-voting) through the scrutinizer's secured link provided by CDSL through its designated website.
2. After completion of e voting, votes casted by the members, were unblocked in the presence of two witnesses, Mr. Ishan Khanna & Mr. Sarandeep Chautani who are not in the employment of the Company.
3. The remote e-voting report downloaded from the website of CDSL have been kept separately for the purpose of postal ballot.
4. Votes casted by the members through remote e-voting, were reconciled with the records maintained by the Registrar and Transfer Agent of the Company and authorizations lodged with the us.
5. After ascertaining the votes casted by remote e-voting, I hereby submit the result as under:

ORDINARY RESOLUTION

Resolution No. 1: Re-classification from Promoters/Members of Promoter Group category to public Category of the Company.

Mode	Total Valid Votes		Votes in Favour			Votes Against		
	Voters	No. of Votes	Voters	No. of Votes	%	Voters	No. of Votes	%
Postal Ballot (Remote e-voting)	105	5,140,737	99	5,139,917	99.98	6	820	0.02

HANDOVER OF THE RELATED DOCUMENTS

The Electronic data and other relevant documents/registers/papers and records are under my safe custody and will be handed over to the Company Secretary for the safe custody once the Chairman consider, approve and sign the Postal Ballot Minutes.

ANNOUNCEMENT OF RESULTS

Based on the above remote e-voting, I confirm that the resolution has been approved with the requisite majority, accordingly I request to the Chairman/ or other person authorized by him, to announce the voting result of Postal Ballot.

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RESTRICTION OF USE

This report has been issued at the request of the Company for submission to stock exchange(s), and placing on the website of the Company and CDSL. This report is not to be used for any other purpose or to be distributed by the Company to any other parties. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior consent in writing.

**Thanking You
Yours Faithfully,**

VINEET K Digitally signed by
 VINEET K
CHAUDHA CHAUDHARY
 Date: 2022.12.30
RY 12:16:02 +05'30'

CS Vineet K Chaudhary
Scrutinizer
Membership No: - F5327
C.P. No: - 4548
UDIN: F005327D002833339

Managing Partner
VKC & Associates
Company Secretaries
ICSI Unique Code: P2018DE077000
Peer Review Cert. No : 1955/2022

Date: December 30, 2022
Place: New Delhi

Sharda Relan

Countersigned by Chairman/Authorized Person