

September 28, 2020

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 79<sup>th</sup> Annual General Meeting.

**Company Code:** 540728

**ISIN** : INE327G01032

**Dear Sir,**

This is to inform you that the 79<sup>th</sup> Annual General Meeting of the Company was held today on Monday, 28<sup>th</sup> September, 2020 at 4.00 P.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 28<sup>th</sup> September, 2020 on e-voting– Annexure - 3

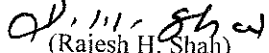
The Scrutinizer has submitted Consolidated Report on 28<sup>th</sup> September, 2020. Based on the Scrutinizer's Report, the results were declared today, 28<sup>th</sup> September, 2020. In accordance with the said Report, the Members of the Company have approved all the Resolutions as set forth in Notice convening the 79<sup>th</sup> Annual General Meeting of the Company, with requisite majority.

The 79<sup>th</sup> Annual General Meeting of the Company was concluded at 4:29 P.M. (IST).

Kindly take the same on your record.

Thanking you.

Yours faithfully  
For Sayaji Industries Ltd.

  
(Rajesh H. Shah)  
Company Secretary &  
Sr. Executive Vice President



Enclosure: As above

Annexure - 2

**BRIEF PROCEEDINGS OF 79<sup>TH</sup> ANNUAL GENERAL MEETING (AGM) OF SAYAJI INDUSTRIES LIMITED (THE COMPANY) HELD ON MONDAY, SEPTEMBER 28, 2020 AT 4:00 P.M. THROUGH VIDEO CONFERENCING/ OTHER AUDIO VISUAL MEANS**

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

The 79<sup>th</sup> Annual General Meeting (AGM) of Sayaji Industries Limited (the Company) was held on Monday, September 28, 2020 at 4:00 P.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 40 Members. Ten Directors were present at the meeting including Shri Priyam Bipinbhai Mehta – Chairman and Managing Director, Chairman of Audit Committee, Stakeholders Relationship Committee, Corporate Social Responsibility Committee and Nomination and Remuneration Committee of the Company. The representatives of the Statutory Auditors also attended the meeting.

The chairman welcomed the Members to the 79<sup>th</sup> AGM and briefed the meeting and wished that the shareholders and their families are safe and in good health on few points regarding participation in the meeting electronically.

Thereafter, the Chairman welcomed all the shareholders, Directors and Auditors present at the meeting and introduced all Directors. The chairman also informed that the proper quorum for the meeting is present and called the meeting to order.

The chairman then introduced all the directors and key managerial personnel at the meeting and asked the company secretary to inform the shareholders about the business to be transacted at the AGM and the facilities provided to the shareholders to vote through remote e-voting and e-voting during the AGM. The company secretary informed the shareholders about the same. The company secretary also informed the members that the registers required to be made available for inspection by the shareholders have been made available electronically.

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. 2019-20 forming part of Annual Report was taken as read.

The Chairman then delivered his speech.

The chairman also informed that there are no questions or queries received from the members on the business which was required to be transacted at the meeting.



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 79<sup>th</sup> Annual General Meeting to all the members holding shares as on cut-off date of Monday, September 21, 2020 and E-voting period commenced on Friday, September 25, 2020 at 9:00 A.M. and ended on Sunday, September 27, 2020 at 5:00 P.M. The members were informed that those shareholders who could not cast their votes through remote e-voting can cast their vote through e-voting facility provided to them during the annual general meeting of the company.

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.

The following items of business as set out in the Notice dated August 31, 2020 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 31st March, 2020 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 appoint a director in place of Mr. Varun P. Mehta (holding DIN 00900734), who retires by rotation and being eligible offers himself for reappointment.

### **SPECIAL BUSINESS:**

3. 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.
4. To give consent to invite and accept deposits from general public and shareholders of the company.
5. To give consent to the appointment of Mr. Amit Nareshchandra Shah (DIN 0008789478) as the whole time director (Technical) from 13<sup>th</sup> July, 2020 to 31<sup>st</sup> March, 2023 and to decide on the terms and conditions of such appointment including the remuneration to be paid to him.

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 |
| Date of the AGM/EGM   | 28-09-2020                |
| Total number of shareholders on record date                                   | 3767                      |
| No. of shareholders present in the meeting either in person or through proxy: |                           |
| Promoters and Promoter Group:   | Not Applicable            |
| Public:   | Not Applicable            |
| No. of Shareholders attended the meeting through Video Conferencing           |                           |
| Promoters and Promoter Group:   | 12                        |
| Public:   | 28                        |

|   |  |                        |                         |  |                              |                            |  |  |               |                 |  |
|---|--|------------------------|-------------------------|--|------------------------------|----------------------------|--|--|---------------|-----------------|--|
| Resolution No.  | 1  |                        |                         |  |                              |                            |  |  |               |                 |  |
| Resolution required: (Ordinary/ Special)                                  | Ordinary - To receive, consider and adopt the audited balance sheet as at 31st March, 2020 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. |                        |                         |  |                              |                            |  |  |               |                 |  |
| 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   | 4,738,480              | 4,701,520               | 99.2200  | 4,701,520                    | 0                          | 100.0000   | 0.0000   | 0             | 0               |  |
|   | Poll   |                        | 1,840                   | 0.0388   | 1,840                        | 0                          | 100.0000   | 0.0000   | 0             | 0               |  |
|   | Postal Ballot (if applicable)  |                        | 0                       | 0.0000   | 0                            | 0                          | 0.0000   | 0.0000   | 0             | 0               |  |
|   | Total  |                        | 4,703,360               | 99.2588  | 4,703,360                    | 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   | 1,580,400              | 5,829                   | 0.3688   | 5,809                        | 20                         | 99.6568  | 0.3431   | 0             | 0               |  |
|   | Poll   |                        | 525                     | 0.0332   | 525                          | 0                          | 100.0000   | 0.0000   | 0             | 0               |  |
|   | Postal Ballot (if applicable)  |                        | 0                       | 0.0000   | 0                            | 0                          | 0.0000   | 0.0000   | 0             | 0               |  |
|   | Total  |                        | 6,354                   | 0.402  | 6,334                        | 20                         | 99.6852  | 0.3148   | 0             | 0               |  |
| Total   |  | 6,320,000              | 4,709,714               | 74.5206  | 4,709,694                    | 20                         | 99.9996  | 0.0004   | 0             | 0               |  |



|   |  |                        |                         |  |                              |                            |  |  |               |                 |
|---|--|------------------------|-------------------------|--|------------------------------|----------------------------|--|--|---------------|-----------------|
| Resolution No.  | 2  |                        |                         |  |                              |                            |  |  |               |                 |
| Resolution required: (Ordinary/ Special)                                  | Ordinary - To appoint a director in place of Mr. Varun P. Mehta holding DIN 00900734, who retires by rotation and being eligible offers himself 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   | 4,738,480              | 4,701,520               | 99.2200  | 4,701,520                    | 0                          | 100.0000   | 0.0000   | 0             | 0               |
|   | Poll   |                        | 1,840                   | 0.0388   | 1,840                        | 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>4,703,360</b>        | <b>99.2588</b>   | <b>4,703,360</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   | 1,580,400              | 5,829                   | 0.3688   | 5,809                        | 20                         | 99.6568  | 0.3431   | 0             | 0               |
|   | Poll   |                        | 525                     | 0.0332   | 515                          | 10                         | 98.0952  | 1.9047   | 0             | 0               |
|   | Postal Ballot (if applicable)  |                        | 0                       | 0.0000   | 0                            | 0                          | 0.0000   | 0.0000   | 0             | 0               |
|   | <b>Total</b>   |                        | <b>6,354</b>            | <b>0.402</b>   | <b>6,324</b>                 | <b>30</b>                  | <b>99.5279</b>   | <b>0.4721</b>  | <b>0</b>      | <b>0</b>        |
| <b>Total</b>  | <b>6,320,900</b>   | <b>4,709,714</b>       | <b>74.5208</b>          | <b>4,709,684</b>   | <b>30</b>                    | <b>99.9994</b>             | <b>0.0006</b>  | <b>0</b>   | <b>0</b>      |                 |



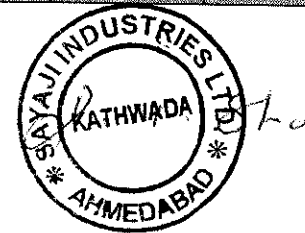
| Resolution No.  | 3   |                        |                         |   |                              |                            |  |  |               |                 |  |
|---|---|------------------------|-------------------------|---|------------------------------|----------------------------|--|--|---------------|-----------------|--|
| Resolution required: (Ordinary/ Special)                                  | ORDINARY - To decide remuneration to be paid to Ms Dalwadi and Associates, Cost Accountants as the Cost Auditors to audit the cost records of the company for the year 2020-21. |                        |                         |   |                              |                            |  |  |               |                 |  |
| 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  | 4,738,480              | 4,701,520               | 99.2200   | 4,701,520                    | 0                          | 100.0000   | 0.0000   | 0             | 0               |  |
|   | Poll  |                        | 1,840                   | 0.0388  | 1,840                        | 0                          | 100.0000   | 0.0000   | 0             | 0               |  |
|   | Postal Ballot (if applicable)   |                        | 0                       | 0.0000  | 0                            | 0                          | 0.0000   | 0.0000   | 0             | 0               |  |
|   | Total   |                        | 4,703,360               | 99.2588   | 4,703,360                    | 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  | 1,580,400              | 5,829                   | 0.3688  | 5,809                        | 20                         | 99.6568  | 0.3431   | 0             | 0               |  |
|   | Poll  |                        | 525                     | 0.0332  | 525                          | 0                          | 100.0000   | 0.0000   | 0             | 0               |  |
|   | Postal Ballot (if applicable)   |                        | 0                       | 0.0000  | 0                            | 0                          | 0.0000   | 0.0000   | 0             | 0               |  |
|   | Total   |                        | 6,354                   | 0.402   | 6,334                        | 20                         | 99.6852  | 0.3148   | 0             | 0               |  |
| Total   |   | 6,320,000              | 4,709,714               | 74.5203   | 4,709,694                    | 20                         | 99.9996  | 0.0004   | 0             | 0               |  |



|   |  |                        |                         |  |                              |                            |  |  |               |                 |  |
|---|--|------------------------|-------------------------|--|------------------------------|----------------------------|--|--|---------------|-----------------|--|
| Resolution No.  | 4  |                        |                         |  |                              |                            |  |  |               |                 |  |
| Resolution required: (Ordinary/ Special)                                  | ORDINARY - To give consent to invite and accept deposits from general public and shareholders of the company |                        |                         |  |                              |                            |  |  |               |                 |  |
| 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   | 4,738,480              | 4,701,520               | 99.2200  | 4,701,520                    | 0                          | 100.0000   | 0.0000   | 0             | 0               |  |
|   | Poll   |                        | 1,840                   | 0.0388   | 1,840                        | 0                          | 100.0000   | 0.0000   | 0             | 0               |  |
|   | Postal Ballot (if applicable)  |                        | 0                       | 0.0000   | 0                            | 0                          | 0.0000   | 0.0000   | 0             | 0               |  |
|   | Total  |                        | 4,703,360               | 99.2588  | 4,703,360                    | 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   | 1,580,400              | 5,829                   | 0.3688   | 5,809                        | 20                         | 99.6568  | 0.3431   | 0             | 0               |  |
|   | Poll   |                        | 525                     | 0.0332   | 525                          | 0                          | 100.0000   | 0.0000   | 0             | 0               |  |
|   | Postal Ballot (if applicable)  |                        | 0                       | 0.0000   | 0                            | 0                          | 0.0000   | 0.0000   | 0             | 0               |  |
|   | Total  |                        | 6,354                   | 0.402  | 6,334                        | 20                         | 99.6852  | 0.3148   | 0             | 0               |  |
| Total   |  | 6,320,000              | 4,709,714               | 74.5208  | 4,709,694                    | 20                         | 99.9996  | 0.0004   | 0             | 0               |  |



|   |  |                        |                         |   |                              |                            |  |  |               |                 |
|---|--|------------------------|-------------------------|---|------------------------------|----------------------------|--|--|---------------|-----------------|
| Resolution No.  | 5  |                        |                         |   |                              |                            |  |  |               |                 |
| Resolution required: (Ordinary/ Special)                                  | Special - To give consent to the appointment of Mr. Amit Nareshchandra Shah DIN 0008789478 as the whole time director Technical from 13th July, 2020 to 31st March, 2023 and to decide on the terms and conditions of such appointment including the remuneration to be paid to him. |                        |                         |   |                              |                            |  |  |               |                 |
| 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   | 4,738,480              | 4,701,520               | 99.2200   | 4,701,520                    | 0                          | 100.0000   | 0.0000   | 0             | 0               |
|   | Poll   |                        | 1,840                   | 0.0388  | 1,840                        | 0                          | 100.0000   | 0.0000   | 0             | 0               |
|   | Postal Ballot (if applicable)  |                        | 0                       | 0.0000  | 0                            | 0                          | 0.0000   | 0.0000   | 0             | 0               |
|   | Total  |                        | 4,703,360               | 99.2588   | 4,703,360                    | 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   | 1,580,400              | 5,829                   | 0.3688  | 5,809                        | 20                         | 99.6568  | 0.3431   | 0             | 0               |
|   | Poll   |                        | 525                     | 0.0332  | 525                          | 0                          | 100.0000   | 0.0000   | 0             | 0               |
|   | Postal Ballot (if applicable)  |                        | 0                       | 0.0000  | 0                            | 0                          | 0.0000   | 0.0000   | 0             | 0               |
|   | Total  |                        | 6,354                   | 0.402   | 6,334                        | 20                         | 99.6852  | 0.3148   | 0             | 0               |
| Total   | 6,220,000  | 4,709,714              | 74.5208                 | 4,709,694   | 20                           | 99.9996                    | 0.0004   | 0  | 0             |                 |





Annexure - 3

**CS Niraj Trivedi**

B.Com, FCS, ACIS (U.K.), DLP, LL.B.(SP), PGDCL  
**PRACTICING COMPANY SECRETARY**

**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 79<sup>th</sup> Annual General Meeting of the Equity Shareholders of**

**SAYAJI INDUSTRIES LIMITED**

**(CIN: L99999GJ1941PLC000471)**

**Held on Monday, the 28<sup>th</sup> September, 2020, at 4.00 pm.**

**Through Video Conferencing (VC).**

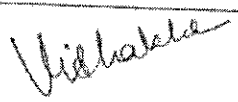

Dear Sir,

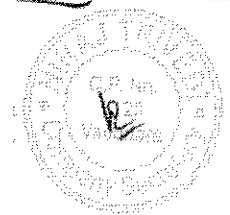
- I, Niraj Trivedi, Practicing Company Secretary, have been appointed as a Scrutinizer by the Board of Directors of **Sayaji Industries Limited** ("the Company") at their meeting held on Monday, 31st August 2020, for the purpose of scrutinizing the e-voting process i.e. remote e-voting and electronic 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 Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.



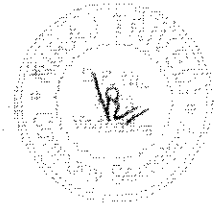
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2. The notice dated August 31, 2020, as confirmed by the Company was sent to the shareholders in respect of the below mentioned resolutions, passed at the AGM of the Company through electronic mode to those Members whose email addresses are registered with the Company/Depositories, in compliance with the MCA Circular dated 5<sup>th</sup> May, 2020 read with Circulars dated 8<sup>th</sup> April, 2020 and 13<sup>th</sup> April, 2020 (collectively referred to as "MCA Circulars") and SEBI Circular dated 12<sup>th</sup> May, 2020.
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 Friday, 25<sup>th</sup> September, 2020 and ended at 5:00 p.m. on Sunday, 27<sup>th</sup> September, 2020. 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. Monday, 21<sup>st</sup> September 2020, 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 the **KFin Technologies Private Ltd (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 79<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 **KFin Technologies Private Ltd (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 **KFin Technologies Private Ltd (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: Ordinary Resolution:**

To consider and adopt the audited standalone and consolidated financial statements as on March 31, 2020 and Reports of the Board 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                      | 24                      | 4707329                      | 100%                                  |
| E-voting at AGM conducted through VC | 8                       | 2365                         | 0                                     |
| <b>Total</b>                         | <b>32</b>               | <b>4709694</b>               | <b>100%</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                       | 20                           | 0                                     |
| E-voting at AGM conducted through VC | 0                       | 0                            | 0                                     |
| <b>Total</b>                         | <b>1</b>                | <b>20</b>                    | <b>0</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: Ordinary Resolution:**

To appoint a Director in place of Varun P. Mehta (holding DIN 00900734), who retires by rotation and being eligible offers himself for reappointment.

(i) Voted in favour of the resolution:-

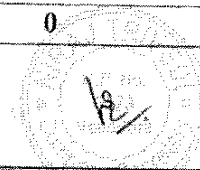
| Type of Voting                       | Number of Members voted | Number of Votes cast by them | % of total Number of Valid Votes cast |
|--------------------------------------|-------------------------|------------------------------|---------------------------------------|
| Remote E-voting                      | 24                      | 4707329                      | 100%                                  |
| E-voting at AGM conducted through VC | 7                       | 2355                         | 0                                     |
| <b>Total</b>                         | <b>31</b>               | <b>4709684</b>               | <b>100%</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                       | 20                           | 0                                     |
| E-voting at AGM conducted through VC | 1                       | 10                           | 0                                     |
| <b>Total</b>                         | <b>2</b>                | <b>30</b>                    | <b>0</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:-**

**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                      | 24                      | 4707329                      | 100%                                  |
| E-voting at AGM conducted through VC | 8                       | 2365                         | 0                                     |
| <b>Total</b>                         | <b>32</b>               | <b>4709694</b>               | <b>100%</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                       | 20                           | 0                                     |
| E-voting at AGM conducted through VC | 0                       | 0                            | 0                                     |
| <b>Total</b>                         | <b>1</b>                | <b>20</b>                    | <b>0</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 invite and accept Deposits from general public and shareholders.

(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                      | 24                      | 4707329                      | 100%                                  |
| E-voting at AGM conducted through VC | 8                       | 2365                         | 0                                     |
| <b>Total</b>                         | <b>32</b>               | <b>4709694</b>               | <b>100%</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                       | 20                           | 0                                     |
| E-voting at AGM conducted through VC | 0                       | 0                            | 0                                     |
| <b>Total</b>                         | <b>1</b>                | <b>20</b>                    | <b>0</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:-Special Resolution:-**

To approve appointment of Mr Amit Nareshchandra Shah (DIN: 0008789478) as the whole time Director (Technical) of the Company with effect from 13<sup>th</sup> July, 2020 till 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                      | 24                      | 4707329                      | 100%                                  |
| E-voting at AGM conducted through VC | 8                       | 2365                         | 0                                     |
| <b>Total</b>                         | <b>32</b>               | <b>4709694</b>               | <b>100%</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                       | 20                           | 0                                     |
| E-voting at AGM conducted through VC | 0                       | 0                            | 0                                     |
| <b>Total</b>                         | <b>1</b>                | <b>20</b>                    | <b>0</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>              |



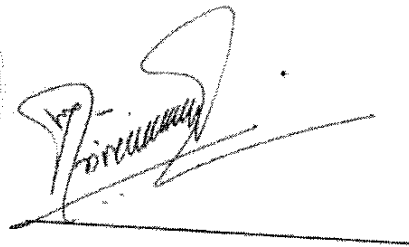
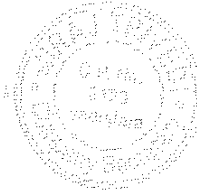


**CS NIRAJ TRIVEDI**  
**PRACTICING COMPANY SECRETARY**

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 28<sup>th</sup> September, 2020.

Thanking You,

Yours faithfully,



DATE: 28<sup>th</sup> September, 2020

PLACE: VADODARA

**NIRAJ TRIVEDI**

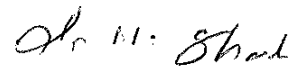
**PRACTICING COMPANY SECRETARY**

**FCS: 3844 (C. P. No.: 3123)**

**UDIN: F003844B000798211**

**COUNTERSIGNED BY:**

**FOR SAYAJI INDUSTRIES LIMITED**



**Name: RAJESH HASMUKHLAL SHAH**

**COMPANY SECRETARY**