

शंकरलाल रामपाल ड्राई-केम लिमिटेड

SHANKAR LAL RAMPAL DYE-CHEM LTD.
Regd. Office Address: S.G. 2730, SUWANA, BHILWARA-311011 (RAJ)
Corresponding Address: Near Kamal Ka Kuwa, Bhilwara 311001, Rajasthan
CIN:- L24114RJ2005PLC021340, GSTIN-08AAKCS4423Q1ZQ, 27AAKCS4423Q1ZQ
Phone: +91-1482-220062, Email: info@sr dyechem.com,
Website: www.srdyechem.com



TO

DATE:-20/09/2022

THE MANAGER,
LISTING & COMPLIANCE DEPARTMENT (Corporate Services),
BSE LIMITED
PHIROZE JEEJEBHOY TOWER, DALAL STREET
MUMBAI-400001

Subject:-Proceedings, Scrutinizer Report and Voting results for the Annual General Meeting of Shankar Lal Rampal Dye-chem Limited held on September 19th, 2022 as per Regulation 44 of SEBI (Listing Obligation and Disclosure Requirement Regulation) 2015.

Scrip ID – SRD

ISIN-INE01NE01012

Code-542232

DEAR SIR/MA'AM,

Annual General Meeting of the company was held on Monday September 19th, 2022 via VC/OAVM. All resolutions set in AGM Notice were have been passed with requisite majority.

In connection with the same, please find the following enclosed:

1. In pursuant to Regulation 30, Part-A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated 9th September, 2015; we are pleased to enclose herewith proceeding of the Annual General Meeting of the company held today on Monday, September 19th, 2022 held via VC/OAVM and deemed to be convened at the registered office of the company situated at SG 2730, Suwana, Bhilwara-311011(Raj.). Pursuant to provision of Section 103 of Companies Act, 2013. Mr. Rampal Inani(chairman) taken the chair and welcomed the members & invitees. **(Annexure A)**
Mr. Nitin Mehta, Practising Company Secretary (COP-12483, Membership No - 7025) of N. Mehta & Associates, Bhilwara, was appointed as Scrutinizer of the meeting to scrutinize the vote cast in a fair and transparent manner. His report is provided herewith along with the voting results.
2. In compliance with the Section 108 and Rule 20 of Companies (Management and Administration) Rules, 2014, please find herewith attached the Scrutinizer Report for aforesaid matter. **(Annexure B)**
3. In compliance with the Regulation 44 of SEBI (Listing Obligation and Disclosure Requirement Regulation) 2015, please find herewith attached the details of consolidated voting results. **(Annexure C)**

We request you to take this information on your records.

**FOR AND ON BEHALF OF BOARD OF DIRECTORS OF
SHANKAR LAL RAMPAL DYE-CHEM LTD.**

RAMPAL INANI
(Chairman & Managing Director)
DIN – 00480021

Place: Bhilwara

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Annexure A

PROCEEDING OF ANNUAL GENERAL MEETING OF THE SHANKAR LAL RAMPAL DYE-CHEM LIMITED HELD ON MONDAY, 19th DAY OF SEPTEMBER, 2022 STARTED AT 03:30 PM AND ENDED AT 04:16 PM (AFTER INCLUDING TIME FOR E-VOTING) VIA VC/OAVM (DEEMED TO BE CONVENED AT THE REGISTERED OFFICE OF THE COMPANY).

DIRECTORS PRESENT THROUGH VC/OAVM:

1. MR. RAMPAL INANI	CHAIRMAN AND MANAGING DIRECTOR
2. MR.SUSHEEL KUMAR INANI	WHOLE TIME DIRECTOR-CFO
3. MR.VINOD KUMAR INANI	WHOLE TIME DIRECTOR
4. MR. DINESH CHANDRA INANI	WHOLE TIME DIRECTOR
5. MR. JAGDISH CHANDRA INANI	WHOLE TIME DIRECTOR
6. MR. ANIL KUMAR KABRA	INDEPENDENT DIRECTOR

INVITEE:

- | | | |
|-----------|------------------------|--------------------|
| 1. | CA Alok Palod | Statutory Auditor. |
| 2. | CA Laxman Kumar Sindhi | Internal Auditor. |

OTHERS

CS Aditi Babel, Wholetime Company Secretary & Compliance Officer, Technical Staff of NSDL- E meeting platform and CA Shiv Prakash Jhanwar, Consultant.

MEMBERS:

Total Number of shareholders on cut-off date (**12/09/2022**) were **12934 (after merging shareholding under same DPID)** shareholders holding 6,39,66,780 shares. The Quorum required; under Section 103 of Companies Act, 2013; is 30 members; and 36 members were present who validly constituted the meeting.

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WELCOME ADDRESS BY CHAIRMAN

Mr. Rampal Inani; chairman of the company took the chair and welcomed all the shareholders present. The Chairman informed that the AGM was conducted through VC / OAVM. This meeting has been convened and being conducted in accordance with the circulars issued by ministry of Corporate Affairs and Securities and Exchange Board of India (SEBI).

INSPECTION OF STATUTORY RECORDS

It was informed to the shareholders that the statutory records; i.e. Register of Members, Register of Director's Shareholding and other books & records were available for inspection of the members at the place of the meeting.

NOTICE OF THE MEETING

With the consent of the members present at the meeting the Notice and Agenda convening the meeting was taken as read by all attendees to the meeting.

It was informed the Members that pursuant to the provisions of the Companies Act, 2013, the Rules framed thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had extended the remote e-voting facility to the Members of the Company in respect of the resolutions to be passed at the Meeting. The remote e-voting commenced at 9.00 a.m. on Thursday, 15th September, 2022 and ended at 5.00 p.m. on Sunday, 18th September, 2022. It was informed that the Members that the facility for voting through e-voting system was made available during the Meeting for Members who had not cast their vote prior to the Meeting.

The Company had appointed Mr. Nitin Mehta, Practising Company Secretary (COP-12483, Membership No.- 7025) of N. Mehta & Associates, Bhilwara, as the Scrutiniser for the purpose of scrutinizing the process of remote e-voting held prior and e-voting during the AGM.

The chairman informed the members about the facility of Evoting will remain open for 15 minutes after to the shareholder who have not cast their vote through Evoting facility on all resolutions given below for consideration and approval from the shareholders present in the meeting.

1.	<u>Ordinary Resolution: Ordinary Business: To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2022 including the Balance Sheet as at March 31, 2022 and the Statement of Profit and Loss and Cash Flow for the year ended on that date together with the reports of the Board of Directors and Auditors thereon.</u>
2.	<u>Ordinary Resolution: Ordinary Business: To declare a Dividend on equity shares of the Company for the financial year ended 31st March, 2022 at the rate of 0.50 % (Rs. 0.05 per Equity Share) to the equity shareholders.</u>

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3.	<u>Ordinary Resolution: Ordinary Business: To appoint a Director in place of Susheel Kumar Inani, Whole Time Director (DIN- 02928254), who retires by rotation and being eligible, offers himself for re-appointment.</u>
4.	<u>Ordinary Resolution: Special Business: To review and approve existing related party transaction limit</u>

Mr. Nitin Mehta, Practicing Company Secretary (COP-12483, Membership No.- F7025) of N. Mehta & Associates, Bhilwara, who is appointed scrutinizer for the meeting; supervised the e-voting process and both form of voting; E-voting at NSDL platform and at the E-voting at AGM Venue were done in fair and transparent manner

The chairman authorized the company secretary or any of the director to carry out voting procedure and declare consolidated voting results pursuant to Regulation 44(3) of SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015. The voting results of this AGM will be submitted to the Stock Exchange and same shall be disseminated on companies website www.srdyechem.com, at the website of NSDL at www.evoting.nsdl.com and same will also be placed at registered office of the company in 2 working days of conclusion of this AGM.

On the invitation of the Chairman, Members who had registered themselves as speakers addressed the meeting through VC/OAVM and sought clarifications for the Company's Accounts and Businesses. There were no queries raised by the Members.

The meeting concluded at 4:01 p.m. and was further being open for 15 minutes for e-voting to be completed.

The Company Secretary of the company; thanked all the shareholders for their active participation and announced formal closure of the meeting.

**FOR AND ON BEHALF OF BOARD OF DIRECTORS OF
SHANKAR LAL RAMPAL DYE-CHEM LTD.**

**RAMPAL INANI
(Chairman & Managing Director)
DIN – 00480021**



N. Mehta & Associates

COMPANY SECRETARIES

MOB: 98291-05613, 91666-33455

EMAIL: office@csnmehta.com

Address: "Gulab House", B-156, First Floor, Bapu Nagar,
Pur Road, Bhilwara- 311001, Rajasthan

Annexure B

FORM NO. MGT-13

REPORT OF SCRUTINIZER(S)

[Consolidated Scrutinizer Report on remote E voting; conducted in pursuant to section 108 of the company act 2013 and read with rule 20 of Companies (Management and Administration) Rules 2014 amended from time to time; at the Annual General Meeting of the Shankar Lal Rampal Dye-chem Limited held on Monday, 19th day of September, 2022 at 03:30 pm held via VC/OAVM.

To the Members,

SHANKAR LAL RAMPAL DYE-CHEM LIMITED

Subject- Consolidated Scrutinizer Report to the Annual General Meeting of the shareholder of the SHANKAR LAL RAMPAL DYE –CHEM LIMITED held on Monday, 19th day of September, 2022.

DEAR SIR,

I, Nitin Mehta, Practicing Company Secretary, appointed as a scrutinizer for the purpose of the E-voting on the below of the mentioned resolution(s) at Annual General Meeting of the shareholders of the SHANKAR LAL RAMPAL DYE-CHEM LIMITED held on Monday, 19th day of September, 2022; at 03:30 PM via VC/OAVM; submit our report as under:

1. Management of the company is responsible for the compliance of section 108 of the companies act 2013 and with Rule 20 of the Companies (Management and Administration) Rule 2014 as amended time to time and my responsibility is only to the extent of making a scrutinizer's report for ascertaining the votes cast in Favour or against for resolution. The company has duly sent Notice of the Annual General Meeting to the shareholders in respect of below mentioned resolutions proposed in such meeting.
2. The company has availed E-voting Facility offered by the National Securities Depository Limited (NSDL) for conducting remote e-voting by the shareholders of the company. The shareholders holding shares of the company on 12th September, 2022 were entitled to cast



N. Mehta & Associates

COMPANY SECRETARIES

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vote on resolutions contained in AGM Notice. The voting period for E-voting commenced on 15th September, 2022 (9.00 A.M IST) and ends on 18th September, 2022 (5.00 P.M. IST); the E-voting at the General Meeting was available for 15 minutes after conclusion of the meeting and NSDL E-voting platform was blocked thereafter.

3. After Closure of voting at the AGM, the report on voting done through E-voting system was generated in my presence and the voting was duly scrutinized. Two witness who are not in employment of the company were present during the process. I have reviewed and scrutinized the remote e-voting and votes tendered based on data downloaded from NSDL Platform. They have signed below in confirmation of the votes being unblocked their presence.
4. My responsibility is restricted only for making scrutinizer report of votes casted in favour or against the resolutions.
5. The members present at the AGM have casted their vote through E-voting platform of NSDL.
6. **Witness:**

1. Kunal Chhipa:

Kunal

2. Divyanshi Soni:

Divyanshi

The result of the voting is as under:



N. Mehta & Associates

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ORDINARY RESOLUTION:ORDINARY BUSINESS

Resolution item no. 1 – To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2022 including the Balance Sheet as at March 31, 2022 and the Statement of Profit and Loss and Cash Flow for the year ended on that date together with the reports of the Board of Directors and Auditors thereon.

Particulars (Mode of voting)	Category	Total Number of Votes Casted	Votes in Favor the resolution			Votes against the resolution			Invalid Votes	
			Number of members voted	Number of vote casted	% of total number of valid votes cast	Number of members voted	Number of vote casted	% of total number of valid votes cast	Number of members voted	Number of vote cast by them
E Voting	Promoter	45658386	17	45658386	100.00	0	0	0.0000	0	0
	Public (non institution)	9951701	51	9951701	100.00	0	0	0.0000	0	0
Postal Ballot(Physical)	None									
Poll	None									
Total		55610087	68	55610087	100.00	0	0	0.0000	0	0

- % of total number of valid votes cast rounded off to the extent of Four decimal.



N. Mehta & Associates

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ORDINARY RESOLUTION:ORDINARY BUSINESS

Resolution item no. 2 – To declare a Dividend on equity shares of the Company for the financial year ended 31st March, 2022 at the rate of 0.50 % (Rs. 0.05 per Equity Share) to the equity shareholders.

Particulars (Mode of voting)	Category	Total Number of Votes Casted	Votes in Favor the resolution			Votes against the resolution			Invalid Votes	
			Number of members voted	Number of vote casted	% of total number of valid votes cast	Number of members voted	Number of vote casted	% of total number of valid votes cast	Number of members voted	Number of vote cast by them
E Voting	Promoter	45658386	17	45658386	100.00	0	0	0.0000	0	0
	Public (non institution)	9516858	49	9516858	99.9932	2	434843	0.0068	0	0
Postal Ballot(Physical)	None									
Poll	None									
<u>Total</u>		55610087	66	55175244	99.9932	2	434843	0.0068	0	0

- % of total number of valid votes cast rounded off to the extent of Four decimal.



ORDINARY RESOLUTION:ORDINARY BUSINESS

Resolution item no. 3 – To appoint a Director in place of Susheel Kumar Inani, Whole Time Director (DIN- 02928254), who retires by rotation and being eligible, offers himself for re-appointment.

Particulars (Mode of voting)	Category	Total Number of Votes Casted	Votes in Favor the resolution			Votes against the resolution			Invalid Votes	
			Number of members voted	Number of vote casted	% of total number of valid votes cast	Number of members voted	Number of vote casted	% of total number of valid votes cast	Number of members voted	Number of vote cast by them
E Voting	Promoter	0	0	0	0.00	0	0	0.0000	0	0
	Public (non institution)	9951701	51	9951701	100.00	0	0	0.0000	0	0
Postal Ballot(Physical)	None									
Poll	None									
<u>Total</u>		9951701	51	9951701	100.00	0	0	0.0000	0	0

- % of total number of valid votes cast rounded off to the extent of Four decimal.



ORDINARY RESOLUTION:SPECIAL BUSINESS

Resolution item no. 4 – To review and approve existing related party transaction limit

Particulars (Mode of voting)	Category	Total Number of Votes Casted	Votes in Favor the resolution			Votes against the resolution			Invalid Votes	
			Number of members voted	Number of vote casted	% of total number of valid votes cast	Number of members voted	Number of vote casted	% of total number of valid votes cast	Number of members voted	Number of vote cast by them
E Voting	Promoter	0	0	0	0.00	0	0	0.0000	0	0
	Public (non institution)	9951701	51	9951701	100.00	0	0	0.0000	0	0
Postal Ballot(Physical)	None									
Poll	None									
<u>Total</u>		9951701	51	9951701	100.00	0	0	0.0000	0	0

- % of total number of valid votes cast rounded off to the extent of Four decimal.



N. Mehta & Associates

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Based on above vote casted; I confirm the resolution has been carried on with requisite majority, I accordingly request company to announce the results.

Thanking you,
Yours faithfully

For N. Mehta & Associates

For Shankar Lal Rampal Dye-chem Limited

CS Nitin Mehta
Practicing Company Secretary
CP No. – 12483
UDIN – F007025D001004648

Date: 20/09/2022

Place: Bhilwara (Raj.)

Rampal Inani
Chairman & Managing Director
DIN- 00480021

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Annexure C

VOTING RESULTS OF THE ANNUAL GENERAL MEETING OF THE SHAREHOLDERS **HELD ON 19/09/2022**

Date of AGM	19/09/2022
Total number of shareholders on record date	12934
No. of Shareholders voted through E-voting	68
Promoters and Promoter Group	17
Public	51
No. of shareholders attend the meeting through Video Conferencing	36

ORDINARY BUSINESS

1) Ordinary Resolution: To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2022 including the Balance Sheet as at March 31, 2022 and the Statement of Profit and Loss and Cash Flow for the year ended on that date together with the reports of the Board of Directors and Auditors thereon.

Resolution Required:(Ordinary /Special)-			ORDINARY					
Whether promoter/promoter group are interested in the agenda/resolution?-			No					
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 & promoter group	E-voting	47022780	45658386	97.10	45658386	-	100.00	-
	Poll	-	-	-	-	-	-	-
	Postal ballot (If applicable)	-	-	-	-	-	-	-
	Total	47022780	45658386	97.10	45658386	-	100.00	-
Public institution	E-voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal ballot (If applicable)	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public non institution	E-voting	16944000	9951701	58.73	9951701	0	100.00	0.00
	Poll	-	-	-	-	-	-	-
	Postal ballot (If applicable)	-	-	-	-	-	-	-
	Total	16944000	9951701	58.73	9951701	0	100.00	0.00
TOTAL		63966780	55610087	86.93	55610087	0	100.00	0.00

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2). Ordinary Resolution: To declare a Dividend on equity shares of the Company for the financial year ended 31st March, 2022 at the rate of 0.50 % (Rs. 0.05 per Equity Share) to the equity shareholders.

Resolution Required:(Ordinary /Special)-				ORDINARY				
Whether promoter/promoter group are interested in the agenda/resolution?-				No				
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 & promoter group	E-voting	47022780	45658386	97.10	45658386	-	100.00	-
	Poll	-	-	-	-	-	-	-
	Postal ballot (If applicable)	-	-	-	-	-	-	-
	Total	47022780	45658386	97.10	45658386	-	100.00	-
Public institution	E-voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal ballot (If applicable)	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public non institution	E-voting	16944000	9951701	58.73	9516858	434843	95.63	4.37
	Poll	-	-	-	-	-	-	-
	Postal ballot (If applicable)	-	-	-	-	-	-	-
	Total	16944000	9951701	58.73	9951701	0	100.00	4.37
TOTAL		63966780	55610087	86.93	55175244	434843	99.9932	0.0068

- % of total number of valid votes cast rounded off to the extent of Four decimal.

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3). Ordinary Resolution: To appoint a Director in place of Susheel Kumar Inani, Whole Time Director (DIN- 02928254), who retires by rotation and being eligible, offers himself for re-appointment.

Resolution Required:(Ordinary /Special)-				ORDINARY				
Whether promoter/promoter group are interested in the agenda/resolution?-				Yes				
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 & promoter group	E-voting	47022780	0	-	0	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal ballot (If applicable)	-	-	-	-	-	-	-
	Total	47022780	0	-	0	-	-	-
Public institution	E-voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal ballot (If applicable)	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public non institution	E-voting	16944000	9951701	58.73	9951701	0	100.00	0.00
	Poll	-	-	-	-	-	-	-
	Postal ballot (If applicable)	-	-	-	-	-	-	-
	Total	16944000	9951701	58.73	9951701	0	100.00	0.00
TOTAL		63966780	9951701	15.55	9951701	0	100.00	0.00

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Website: www.srdyechem.com



SPECIAL BUSINESS

4). Ordinary Resolution: To review and approve existing related party transaction limit

Resolution Required:(Ordinary /Special)-				ORDINARY				
Whether promoter/promoter group are interested in the agenda/resolution?-				No				
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 & promoter group	E-voting	47022780	0	-	0	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal ballot (If applicable)	-	-	-	-	-	-	-
	Total	47022780	0	-	0	-	-	-
Public institution	E-voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal ballot (If applicable)	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public non institution	E-voting	16944000	9951701	58.73	9951701	0	100.00	0.00
	Poll	-	-	-	-	-	-	-
	Postal ballot (If applicable)	-	-	-	-	-	-	-
	Total	16944000	9951701	58.73	9951701	0	100.00	0.00
TOTAL		63966780	9951701	15.55	9951701	0	100.00	0.00