

January 02, 2023

To,
General Manager
The Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort
Mumbai
Maharashtra 400001

Subject : Result of Postal Ballot - Notice dated November 29, 2022

Company Code : 540728

ISIN : INE327G01032

Dear Sir,

This is in furtherance to our letter dated November 29, 2022, submitting the Postal Ballot Notice for seeking approval of the Members of the Company by way for Special Resolution:

- i. Appointment of Mr Chiranjiv Patel as a Non-Executive Independent Director of the Company for the Period of November 10, 2022 to March 31, 2027

The Remote E-voting on the resolution set out in the Postal Ballot Notice was conducted during the period from 9.00 a.m. (IST) on Friday, December 2, 2022 and ends at 5.00 p.m. (IST) on Saturday, December 31, 2022.

Pursuant to Regulation 30 and 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find below:

- i. Voting results under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, enclosed as Annexure-A.
- ii. Scrutinizer's Report dated January 02, 2023 pursuant to Section 108 & 110 of the Companies Act, 2013 and Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, enclosed as Annexure-B.

In accordance with Scrutinizer's report dated January 02, 2023. The members of the Company have approved the Special Resolution as embodied in the postal ballot notice dated November 29, 2022.

The voting results and scrutinizer report will also be hosted on the Company's website at www.sayajigroup.in.

You are requested to kindly take above information on record.

Thanking You,

For, Sayaji Industries Limited

R. H. Shah

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



Encl: As Above

SAYAJI INDUSTRIES LIMITED

| | |
|--|--|
| Date of Postal Ballot Notice | 29-11-2022 |
| E-Voting Start Date | 9.00 a.m. (IST) on Friday, December 2, 2022 |
| E-Voting End Date | 5.00 p.m. (IST) on Saturday, December 31, 2022 |
| Date of Postal Ballot Notice | 3768 |
| 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: | Not Applicable |
| Public: | Not Applicable |

| | | | | | | | | | | |
|---|--|------------------------|-------------------------|--|------------------------------|----------------------------|---|---|---------------|-----------------|
| Resolution No. | 1 | | | | | | | | | |
| Resolution required: (Ordinary/ Special) | SPECIAL - Appointment of Mr Chiranjiv Patel as a Non-Executive Independent Director of the Company for the Period of November 10, 2022 to March 31, 2027 | | | | | | | | | |
| 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 | 47,38,480 | 45,57,520 | 96.1811 | 45,57,520 | 0 | 100.0000 | 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 | | 45,57,520 | 96.1811 | 45,57,520 | 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 | 15,80,400 | 6,212 | 0.3931 | 5,762 | 450 | 92.7560 | 7.2440 | 0 | 0 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 100.0000 | 0.0000 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Total | | 6,212 | 0.393065047 | 5,762 | 450 | 92.7560 | 7.2440 | 0 | 0 |
| Total | | 63,20,000 | 45,63,732 | 72.2109 | 45,63,282 | 450 | 99.9901 | 0.0099 | 0 | 0 |



SCRUTINIZER'S REPORT

To,

The Chairman,

SAYAJI INDUSTRIES LIMITED

(CIN: L99999GJ1941PLC000471)

Regd. Office: P.O. Kathwada,

Maize Products,

Ahmedabad – 382430.

Dear Sir,

I, Niraj Trivedi, Practicing Company Secretary having C. P. No. 3123, have been appointed as a Scrutinizer by the Board of Directors of **SAYAJI INDUSTRIES LIMITED** (“the Company”) at their meeting held on Tuesday, the 29th November, 2022, for the purpose of scrutinizing the Postal Ballot process by way of e-voting i.e. remote e-voting process in respect of Special Resolution for Appointment of Mr. Chiranjiv Patel (DIN: 01252668) as Non-Executive Independent Director of the Company, pursuant to the Postal Ballot Notice (“Notice”) dated 29th November, 2022, issued under Section 108 and Section 110 and other applicable provisions, if any, of the Companies Act, 2013 (the “Act”) (including any statutory modification or re-enactment thereof for the time being in force) read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended from time to time (“Rules”), read with the General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, No. 3/2022 dated May 5, 2022, No. 10/2022 dated December 28, 2022 and No. 11/2022 dated December 28, 2022 in relation to “Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by Covid-19” issued by the Ministry of Corporate Affairs, Government of India (the “MCA Circulars”), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), Secretarial Standard issued by the Institute of Company Secretaries of India (“ICSI”) on General Meetings (“SS-2”) and pursuant to other applicable laws and regulations, if any.



The Notice dated November 29, 2022, along with explanatory statement setting out material facts under section 102 of the Act in respect of above mentioned resolution were sent to the shareholders of the Company who already have their email address registered with the Company/Depositories and whose names appear in the Register of Members / List of Beneficial Owner as received from National Securities Depository Limited (“NSDL”)/ Central Depository Services (India) Limited (“CDSL”) as on Friday, the 25th November, 2022 (cut-off date).

The Company had availed e-voting facilities offered by KFin Technologies Limited (‘KFin’) for conducting e-voting by the shareholders of the Company.

The shareholders of the Company holding shares as on the Cut-off Date i.e. 25th November, 2022 were entitled to vote on the resolution as contained in the Notice.

The voting period for remote e-voting on Postal Ballot commenced on Friday, the 2nd December, 2022 at 09:00 a.m. (IST) and ended on Saturday, the 31st December, 2022 at 05:00 p.m. (IST) and the KFin e-voting module was disabled thereafter.

I have scrutinized and reviewed the votes cast through remote e-voting based on the data downloaded from the KFin e-voting system and have maintained a register in which necessary entries have been made in accordance with the Companies (Management and Administration) Rules, 2014, as amended.

The Management of the Company is responsible to ensure the compliance for conducting the Postal Ballot in accordance with the requirements of the Act and the Rules relating to voting through electronic means by remote e-voting for the Resolution set out in the Notice to the Equity Shareholders of the Company.

My responsibility as a Scrutinizer for the process of electronic means by remote e-voting is restricted to provide a Scrutinizer’s Report of votes cast “in favour” or “against” the Resolution stated in the Notice, based on the reports generated from the e-voting system provided by KFin, the agency authorized under the Rules.

I submit herewith my Scrutinizer’s Report on the results of voting through remote e-voting, based on the data downloaded from KFin e-voting system, the total votes cast “in favour” or “against” on all the Resolution proposed in the Notice dated November 29, 2022 are as under:-



Type of Business:- Special Business

Type of Resolution:- Special Resolution

APPOINTMENT OF MR. CHIRANJIV PATEL (DIN: 01252668) AS NON EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY.

(i) **Voted in favour of the resolution**

| Number of members voted | Number of valid votes cast (Shares) | % of total number of valid votes cast |
|-------------------------|-------------------------------------|---------------------------------------|
| 10 | 45,63,282 | 99.99 |

(ii) **Voted against the resolution**

| Number of members voted | Number of valid votes cast (Shares) | % of total number of valid votes cast |
|-------------------------|-------------------------------------|---------------------------------------|
| 1 | 450 | 0.01 |

(iii) **Invalid/Abstain Votes**

| Number of members voted | Number of invalid/abstain votes cast (Shares) | % of total number of invalid/abstain votes cast |
|-------------------------|---|---|
| 0 | 0 | 0 |



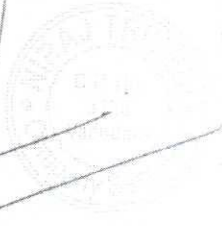
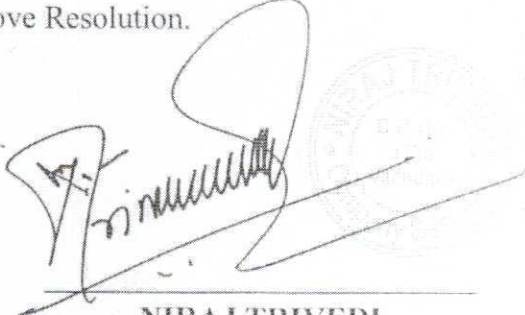
- i. It is to be noted:
- a. The members who abstained from voting were not considered; and
- b. The Members whose share were already transferred to IEPF account were not considered.
- ii. The electronic data and all other relevant records relating to the e-voting is under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes.

You may accordingly declare the result of above Resolution.

Thanking You,

Yours faithfully,

DATE: 2ND JANUARY, 2023
PLACE: VADODARA



NIRAJ TRIVEDI
PRACTICING COMPANY SECRETARY
FCS: 3844 (C. P. No.: 3123)
COP No: 3123
PEER REVIEW NO:1014/2020
UDIN:F003844D002848587

COUNTERSIGNED BY:

Jon



R. H. Shah

(RAJESH H. SHAH)
COMPANY SECRETARY &
COMPLIANCE OFFICER