



To

28th September 2023

Listing Department BSE Limited 25 th Floor, P. J. Towers, Dalal Street, Mumbai – 400 001. Scrip Code: 505368	Listing Department National Stock Exchange of India Limited Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra East, Mumbai – 400 051. Scrip Code: SEMAC
---	--

Dear Sir / Madam,

Sub : Proceedings of 46th Annual General Meeting

Ref : Regulation 30 & 44 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

With reference to our earlier letter dated 04th September 2023, we would like to inform you that the 46th Annual General Meeting of the Members of the Company was held on Wednesday, 27th September 2023 at 11:30 AM at the Registered Office of the Company at Pollachi Road, Malumachampatti Post, Coimbatore – 641 050. In this regard, we are enclosing herewith the following:

- i. Summary of proceedings of the 46th AGM as required under Regulation 30 Part A of Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations').
- ii. Voting Results of the businesses transacted at the 46th AGM, as required under Regulation 44(3) of the Listing Regulations.
- iii. The Consolidated Report of the Scrutinizer, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014.

The Consolidated Voting Results along with the Scrutinizer's Report is available on the Company's website at <https://semacconsultants.com/> and on the website of Link Intime India Private Limited (LI IPL) at <https://instavote.linkintime.co.in>.

This is for your information and records.

Thanking You,

**For Semac Consultants Limited
(Formerly Known as Revathi Equipment Limited)**

AAKRITI Digitally signed
by AAKRITI
GUPTA
GUPTA Date: 2023.09.28
18:57:19 +05'30'

**Aakriti Gupta
Company Secretary and Compliance Officer**

Semac Consultants Ltd.
(formerly Known as Revathi Equipment Limited.)
37, (Old No.19/25), "SURYALAYA"
Shankar Mutt Road, Shankarapuram,
Basavanagudi, Bengaluru - 560 004, Karnataka
Tel : +91 80 40749074
E-mail : semac@semacconsultants.com

Corporate Identity Number
L29120TZ1977PLC000780
ISO 9001 : 2015

Registered Office :
Semac Consultants Ltd.
Pollachi Road, Malumachampatti.
Coimbatore - 641 021.
Tel : + 91 422 2610851 Fax : + 91 442 6655199
Website : www.semacconsultants.com

Bengaluru

Gurugram

Navi Mumbai

Muscat



Sub: **Proceedings of 46th Annual General Meeting held on 27th September 2023**

Pursuant to the Regulation 30 read with Para A of Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, it is hereby informed that the 46th Annual General Meeting of the Company was duly held on Wednesday, 27th September 2023, at 11:30 AM at the Registered Office of the Company situated at Pollachi Road, Malumachampatti Post, Coimbatore – 641 050, Tamilnadu, India.

Mr. Abhishek Dalmia, Chairman and Managing Director, and Mr. V V Subramanian, Mr. Narinder Kumar, Independent Directors of the Company were present at the meeting.

Mr. V V Subramanian Chairman of the Audit Committee & Nomination and Remuneration Committee and Stakeholders Relationship Committee was present.

Mr. Anuj Kumar Chief Financial Officer and Mrs. Aakriti Gupta Company Secretary of the Company were present at the Meeting.

Smt. Deepali Dalmia - Non-Independent Director and Mr. Jainender Jain- Independent Director and Mr. Harivansh Dalmia Director of the Company, were pre-occupied with other commitments and therefore could not attend the AGM of the Company.

Mr. M.D.Selvaraj, Managing Partner of MDS & Associates LLP, Secretarial Auditor and Scrutinizer was present at the meeting.

Mr. Abhishek Dalmia, Chairman and Managing Director occupied the chair and conducted the 46th Annual General Meeting. The Chairman was informed that 41 members are present in person and 1 member is present through proxy. Requisite quorum in accordance with Section 103 of the Companies Act, 2013 being present, the Chairman called the 46th Annual General Meeting to order and conducted the proceedings.

The Chairman informed the members that M/s. S.S. Kothari Mehta & Co., Chartered Accountants, the Statutory Auditors of the Company have been exempted from attending this Annual General Meeting upon their request.

Semac Consultants Ltd.
(formerly Known as Revathi Equipment Limited.)
37, (Old No.19/25), "SURYALAYA"
Shankar Mutt Road, Shankarapuram,
Basavanagudi, Bengaluru - 560 004, Karnataka
Tel : +91 80 40749074
E-mail : semac@semacconsultants.com

Corporate Identity Number
L29120TZ1977PLC000780
ISO 9001 : 2015

Registered Office :
Semac Consultants Ltd.
Pollachi Road, Malumachampatti.
Coimbatore - 641 021.
Tel : + 91 422 2610851 Fax : + 91 442 6655199
Website : www.semacconsultants.com

Bengaluru

Gurugram

Navi Mumbai

Muscat



The Statutory Registers maintained under the Companies Act, 2013 were kept open for inspection during the meeting.

With the consent of the members present, the Notice convening the 46th Annual General Meeting and the Annual Report comprising of the Audited Financial Statements for the year ended 31.03.2023 having been already circulated, were taken as read.

Since there were no qualifications, with the consent of the members present, the Report of the Statutory Auditors for the year ended 31st March 2023 was taken as read.

The following business item(s) set out under Sl No 1 to 14 in the notice convening the 46th Annual General Meeting were transacted.

1.	Detail of the Agenda:	Adoption of the Audited Financial Statements of the Company along with Consolidated Financial Statements for the financial year ended 31st March, 2023 together with the Reports of the Board of Directors and Auditors thereon.
	Resolution Required:	Ordinary Resolution.
2.	Detail of the Agenda:	Declaration of dividend on equity shares for the financial year ended March 31, 2023.
	Resolution Required:	Ordinary Resolution.
3.	Detail of the Agenda:	Appointment of Mrs. Deepali Dalmia (DIN: 00017415), who retires by rotation as the Director of the Company at this Annual General Meeting and being eligible, offers herself for re-appointment.
	Resolution Required:	Ordinary Resolution.
4	Detail of the Agenda:	Approval for advancing loan or giving guarantee or providing security in connection with loan availed by any person specified under Section 185 of the Companies Act, 2013.
	Resolution Required:	Special Resolution.

Semac Consultants Ltd.
(formerly Known as Revathi Equipment Limited.)
37, (Old No.19/25), "SURYALAYA"
Shankar Mutt Road, Shankarapuram,
Basavanagudi, Bengaluru - 560 004, Karnataka
Tel : +91 80 40749074
E-mail : semac@semacconsultants.com

Corporate Identity Number
L29120TZ1977PLC000780
ISO 9001 : 2015

Registered Office :
Semac Consultants Ltd.
Pollachi Road, Malumachampatti.
Coimbatore - 641 021.
Tel : + 91 422 2610851 Fax : + 91 442 6655199
Website : www.semacconsultants.com

Bengaluru

Gurugram

Navi Mumbai

Muscat



5	Detail of the Agenda:	Approval for revision of the borrowing limits of the Company exceeding the aggregate of the paid up capital and free reserves of the Company.
	Resolution Required:	Special Resolution.
6	Detail of the Agenda:	Approval for the creation of Mortgage / Charge on the assets of the Company and to provide security.
	Resolution Required:	Special Resolution.
7	Detail of the Agenda:	Approval for advancing loans, making investments, giving guarantee and providing security in excess of the limits specified under Section 186 of Companies Act, 2013.
	Resolution Required:	Special Resolution.
8	Detail of the Agenda:	Appointment of Mr. Harivansh Dalmia (DIN: 08750555) as a Director of the Company
	Resolution Required:	Ordinary Resolution.
9	Detail of the Agenda:	Appointment of Mr. Harivansh Dalmia (DIN: 08750555) as a Whole Time Director of the Company
	Resolution Required:	Special Resolution.
10	Detail of the Agenda:	Approval for the payment of remuneration to Mr. Abhishek Dalmia (DIN: 00011958) Chairman and Managing Director of the Company
	Resolution Required:	Special Resolution.
11	Detail of the Agenda:	Appointment of Mr. Jainender Jain (DIN: 10234910), as a Non-Executive Independent Director of the Company
	Resolution Required:	Special Resolution.
12	Detail of the Agenda:	Appointment of Mr. Narinder Kumar (DIN: 06949708), as a Non-Executive Independent Director of the Company.
	Resolution Required:	Special Resolution.

Semac Consultants Ltd.
(formerly Known as Revathi Equipment Limited.)
37, (Old No.19/25), "SURYALAYA"
Shankar Mutt Road, Shankarapuram,
Basavanagudi, Bengaluru - 560 004, Karnataka
Tel : +91 80 40749074
E-mail : semac@semacconsultants.com

Corporate Identity Number
L29120TZ1977PLC000780
ISO 9001 : 2015

Registered Office :
Semac Consultants Ltd.
Pollachi Road, Malumachampatti.
Coimbatore - 641 021.
Tel : + 91 422 2610851 Fax : + 91 442 6655199
Website : www.semacconsultants.com

Bengaluru

Gurugram

Navi Mumbai

Muscat



13	Detail of the Agenda:	Approval of the Material Related Party Transaction entered into with Revathi Equipment India Limited (REIL).
	Resolution Required:	Ordinary Resolution.
14	Detail of the Agenda:	Approval of the alteration of object clause of the Memorandum of Association of the Company in line with the Companies Act, 2013
	Resolution Required:	Special Resolution.

The Company Secretary informed the members that the Company has provided the Remote E-Voting facility to all those members (who were members on 20th September 2023 being the cut-off date), on all the resolution(s) as set out in the Notice of the 46th AGM during the period from 24th September, 2023 (9:00 AM) to 26th September, 2023 (05:00 PM) in accordance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended). She further informed that in accordance with Rule 20 (4) (iii) (B) of the Companies (Management and Administration) Rules, 2014 (as amended), the members attending the 46th AGM, who have not already cast their vote through Remote E-Voting facility, are provided with the option to exercise their right to vote at the venue of the 46th AGM by means of deposit of Polling Papers in the prescribed Form MGT-12 (Physical Ballot).

She further stated that Mr. M.D.Selvaraj, Managing Partner of MDS & Associates LLP, Company Secretaries, Coimbatore, have been appointed by the Board of Directors as the Scrutinizer to conduct both the remote E-Voting process and the poll process in a fair and transparent manner.

The Company Secretary then requested the members to deposit the duly completed polling paper in the ballot box kept for the purpose.

Thereafter, Mr. Abhishek Dalmia, Chairman and Managing Director briefed the performance of the Company during the financial year ended 31st March 2023 and clarified the queries raised by the members present.

Semac Consultants Ltd.
(formerly Known as Revathi Equipment Limited.)
37, (Old No.19/25), "SURYALAYA"
Shankar Mutt Road, Shankarapuram,
Basavanagudi, Bengaluru - 560 004, Karnataka
Tel : +91 80 40749074
E-mail : semac@semacconsultants.com

Corporate Identity Number
L29120TZ1977PLC000780
ISO 9001 : 2015

Registered Office :
Semac Consultants Ltd.
Pollachi Road, Malumachampatti.
Coimbatore - 641 021.
Tel : + 91 422 2610851 Fax : + 91 442 6655199
Website : www.semacconsultants.com

Bengaluru

Gurugram

Navi Mumbai

Muscat



Members were further informed that the voting results will be declared within 2 working days of the conclusion of the AGM, after considering both the Remote E-Voting process and the votes cast through Poll at the meeting and the results declared along with the Combined Scrutinizer's Report will be placed on the Company's website and on the Link Intime India Private Limited (LIPL) website and the same will be communicated to the Stock Exchanges within the prescribed time.

The Meeting was declared as concluded at 1.30 PM with a vote of thanks to the Chair.

Thanking You
Yours faithfully

For Semac Consultants Limited
(Formerly known as Revathi Equipment Limited)

AAKRITI Digitally signed
by AAKRITI
GUPTA
GUPTA Date: 2023.09.28
18:54:16 +05'30'

Aakriti Gupta
Company Secretary and Compliance Officer

Semac Consultants Ltd.
(formerly Known as Revathi Equipment Limited.)
37, (Old No.19/25), "SURYALAYA"
Shankar Mutt Road, Shankarapuram,
Basavanagudi, Bengaluru - 560 004, Karnataka
Tel : +91 80 40749074
E-mail : semac@semacconsultants.com

Corporate Identity Number
L29120TZ1977PLC000780
ISO 9001 : 2015

Registered Office :
Semac Consultants Ltd.
Pollachi Road, Malumachampatti.
Coimbatore - 641 021.
Tel : + 91 422 2610851 Fax : + 91 442 6655199
Website : www.semacconsultants.com

Bengaluru

Gurugram

Navi Mumbai

Muscat



Declaration of results of the voting on resolutions set out in the Notice of the 46th Annual General Meeting of the Company held on 27th September, 2023.

The 46th Annual General Meeting of the Company was convened on Wednesday, 27th September 2023 at 11:30 AM at the Registered Office of the Company situated at Pollachi Road, Malumachampatti Post, Coimbatore – 641 050, Tamilnadu, India to seek the approval of the members on the resolutions as set out in the Notice dated 29th August 2023 read with corrigendum to the Notice dated 13th September 2023.

Further, pursuant to Section 108 and Section 109 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014 as amended and Regulation 44(3) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, the Company had provided the members the facility to vote electronically and also by poll on the below mentioned resolutions and had appointed Mr. M.D.Selvaraj, Managing Partner of MDS & Associates LLP, Company Secretaries, Coimbatore as scrutinizer to conduct the voting in a fair and transparent manner.

The scrutinizer has submitted his report on remote e-voting and poll which has been attached hereto.

Accordingly, based on the reports of the scrutinizer dated 28th September 2023, Resolutions No. 1 to 14 as set out in the Notice dated 29th August 2023 and corrigendum to the Notice dated 13th September 2023 as detailed below have been passed by the shareholders.

Item No.1 – Ordinary Resolution

Adoption of the Audited Financial Statements of the Company along with Consolidated Financial Statements for the financial year ended 31st March, 2023 together with the Reports of the Board of Directors and Auditors thereon.

Particulars	No. of E-Votes	No. of Shares	Percentage to valid votes
(a) Total Ballot Forms / E- Votes Received	51	16,746	-
(b) Less: Invalid Ballot Forms	-	-	-
(c) Net Valid Ballot Forms / E-Votes	51	16,746	-
- Assent	51	16,746	100.00
- Dissent	-	-	-

Accordingly, the above Resolution has been unanimously carried as an **Ordinary Resolution**.

Item No.2 – Ordinary Resolution

Declaration of dividend on equity shares for the financial year ended March 31, 2023.

Semac Consultants Ltd.
(formerly Known as Revathi Equipment Limited.)
37, (Old No.19/25), "SURYALAYA"
Shankar Mutt Road, Shankarapuram,
Basavanagudi, Bengaluru - 560 004, Karnataka
Tel : +91 80 40749074
E-mail : semac@semacconsultants.com

Corporate Identity Number
L29120TZ1977PLC000780
ISO 9001 : 2015

Registered Office :
Semac Consultants Ltd.
Pollachi Road, Malumachampatti.
Coimbatore - 641 021.
Tel : + 91 422 2610851 Fax : + 91 442 6655199
Website : www.semacconsultants.com

Bengaluru

Gurugram

Navi Mumbai

Muscat



Particulars	No. of E-Votes	No. of Shares	Percentage to valid votes
(a) Total Ballot Forms / E- Votes Received	51	16,746	-
(b) Less: Invalid Ballot Forms	-	-	-
(c) Net Valid Ballot Forms / E-Votes	51	16,746	-
- Assent	51	16,746	100.00
- Dissent	-	-	-

Accordingly, the above Resolution has been unanimously carried as an **Ordinary Resolution**.

Item No.3 – Ordinary Resolution

Appointment of Mrs. Deepali Dalmia (DIN: 00017415), who retires by rotation as the Director of the Company at this Annual General Meeting and being eligible, offers herself for re-appointment.

Particulars	No. of E-Votes	No. of Shares	Percentage to valid votes
(a) Total Ballot Forms / E- Votes Received	51	16,746	-
(b) Less: Invalid Ballot Forms	-	-	-
(c) Net Valid Ballot Forms / E-Votes	51	16,746	-
- Assent	51	16,746	100.00
- Dissent	-	-	-

Accordingly, the above Resolution has been unanimously carried as an **Ordinary Resolution**.

Item No.4 – Special Resolution

Approval for advancing loan or giving guarantee or providing security in connection with loan availed by any person specified under Section 185 of the Companies Act, 2013.

Particulars	No. of E-Votes	No. of Shares	Percentage to valid votes
(a) Total Ballot Forms / E- Votes Received	51	16,746	-
(b) Less: Invalid Ballot Forms	-	-	-
(c) Net Valid Ballot Forms / E-Votes	51	16,746	-
- Assent	50	15,383	91.86
- Dissent	1	1,363	8.14

Accordingly, the above Resolution has been carried as a **Special Resolution** with requisite majority.

Item No.5 – Special Resolution

Approval for revision of the borrowing limits of the Company exceeding the aggregate of the paid up capital and free reserves of the Company.

Semac Consultants Ltd.
(formerly Known as Revathi Equipment Limited.)
37, (Old No.19/25), "SURYALAYA"
Shankar Mutt Road, Shankarapuram,
Basavanagudi, Bengaluru - 560 004, Karnataka
Tel : +91 80 40749074
E-mail : semac@semacconsultants.com

Corporate Identity Number
L29120TZ1977PLC000780
ISO 9001 : 2015

Registered Office :
Semac Consultants Ltd.
Pollachi Road, Malumachampatti.
Coimbatore - 641 021.
Tel : +91 422 2610851 Fax : +91 442 6655199
Website : www.semacconsultants.com



Particulars	No. of E-Votes	No. of Shares	Percentage to valid votes
(a) Total Ballot Forms / E- Votes Received	51	16,746	-
(b) Less: Invalid Ballot Forms	-	-	-
(c) Net Valid Ballot Forms / E-Votes	51	16,746	-
- Assent	51	16,746	100.00
- Dissent	-	-	-

Accordingly, the above Resolution has been unanimously carried as a **Special Resolution**.

Item No.6 – Special Resolution

Approval for the creation of Mortgage / Charge on the assets of the Company and to provide security.

Particulars	No. of E-Votes	No. of Shares	Percentage to valid votes
(a) Total Ballot Forms / E- Votes Received	51	16,746	-
(b) Less: Invalid Ballot Forms	-	-	-
(c) Net Valid Ballot Forms / E-Votes	51	16,746	-
- Assent	51	16,746	100.00
- Dissent	-	-	-

Since all the votes cast by the public shareholders are in favour of the resolution, the Special Resolution has been unanimously carried as a **Special Resolution** pursuant to proviso to Regulation 37A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Item No.7 – Special Resolution

Approval for advancing loans, making investments, giving guarantee and providing security in excess of the limits specified under Section 186 of Companies Act, 2013.

Particulars	No. of E-Votes	No. of Shares	Percentage to valid votes
(a) Total Ballot Forms / E- Votes Received	51	16,746	-
(b) Less: Invalid Ballot Forms	-	-	-
(c) Net Valid Ballot Forms / E-Votes	51	16,746	-
- Assent	50	15,383	91.86
- Dissent	1	1,363	8.14

Accordingly, the above Resolution has been carried as a **Special Resolution** with requisite majority.

Item No.8 – Ordinary Resolution

Semac Consultants Ltd.
(formerly Known as Revathi Equipment Limited.)
37, (Old No.19/25), "SURYALAYA"
Shankar Mutt Road, Shankarapuram,
Basavanagudi, Bengaluru - 560 004, Karnataka
Tel : +91 80 40749074
E-mail : semac@semacconsultants.com

Corporate Identity Number
L29120TZ1977PLC000780
ISO 9001 : 2015

Registered Office :
Semac Consultants Ltd.
Pollachi Road, Malumachampatti.
Coimbatore - 641 021.
Tel : + 91 422 2610851 Fax : + 91 442 6655199
Website : www.semacconsultants.com



Appointment of Mr. Harivansh Dalmia (DIN: 08750555) as a Director of the Company.

Particulars	No. of E-Votes	No. of Shares	Percentage to valid votes
(a) Total Ballot Forms / E- Votes Received	51	16,746	-
(b) Less: Invalid Ballot Forms	-	-	-
(c) Net Valid Ballot Forms / E-Votes	51	16,746	-
- Assent	50	15,383	91.86
- Dissent	1	1,363	8.14

Accordingly, the above Resolution has been carried as an **Ordinary Resolution** with requisite majority.

Item No.9 – Special Resolution

Appointment of Mr. Harivansh Dalmia (DIN: 08750555) as a Whole Time Director of the Company.

Particulars	No. of E-Votes	No. of Shares	Percentage to valid votes
(a) Total Ballot Forms / E- Votes Received	51	16,746	-
(b) Less: Invalid Ballot Forms	-	-	-
(c) Net Valid Ballot Forms / E-Votes	51	16,746	-
- Assent	50	15,383	91.86
- Dissent	1	1,363	8.14

Accordingly, the above Resolution has been carried as a **Special Resolution** with requisite majority.

Item No.10 – Special Resolution

Approval for the payment of remuneration to Mr. Abhishek Dalmia (DIN: 00011958) Chairman and Managing Director of the Company.

Particulars	No. of E-Votes	No. of Shares	Percentage to valid votes
(a) Total Ballot Forms / E- Votes Received	50	15,383	-
(b) Less: Invalid Ballot Forms	-	-	-
(c) Net Valid Ballot Forms / E-Votes	50	15,383	-
- Assent	50	15,383	100.00
- Dissent	-	-	-

Accordingly, the above Resolution has been unanimously carried as a **Special Resolution**.

Semac Consultants Ltd.
(formerly Known as Revathi Equipment Limited.)
37, (Old No.19/25), "SURYALAYA"
Shankar Mutt Road, Shankarapuram,
Basavanagudi, Bengaluru - 560 004, Karnataka
Tel : +91 80 40749074
E-mail : semac@semacconsultants.com

Corporate Identity Number
L29120TZ1977PLC000780
ISO 9001 : 2015

Registered Office :
Semac Consultants Ltd.
Pollachi Road, Malumachampatti.
Coimbatore - 641 021.
Tel : + 91 422 2610851 Fax : + 91 442 6655199
Website : www.semacconsultants.com



Item No.11 – Special Resolution

Appointment of Mr. Jainender Jain (DIN: 10234910), as a Non-Executive Independent Director of the Company.

Particulars	No. of E-Votes	No. of Shares	Percentage to valid votes
(a) Total Ballot Forms / E- Votes Received	51	16,746	-
(b) Less: Invalid Ballot Forms	-	-	-
(c) Net Valid Ballot Forms / E-Votes	51	16,746	-
- Assent	50	15,383	91.86
- Dissent	1	1,363	8.14

Accordingly, the above Resolution has been carried as a **Special Resolution** with requisite majority.

Item No.12 – Special Resolution

Appointment of Mr. Narinder Kumar (DIN: 06949708), as a Non-Executive Independent Director of the Company.

Particulars	No. of E-Votes	No. of Shares	Percentage to valid votes
(a) Total Ballot Forms / E- Votes Received	51	16,746	-
(b) Less: Invalid Ballot Forms	-	-	-
(c) Net Valid Ballot Forms / E-Votes	51	16,746	-
- Assent	51	16,746	100.00
- Dissent	-	-	-

Accordingly, the above Resolution has been carried as a **Special Resolution** with requisite majority.

Item No.13 – Ordinary Resolution

Approval of the Material Related Party Transaction entered into with Revathi Equipment India Limited (REIL).

Particulars	No. of E-Votes	No. of Shares	Percentage to valid votes
(a) Total Ballot Forms / E- Votes Received	51	16,746	-
(b) Less: Invalid Ballot Forms	2	2	-
(c) Net Valid Ballot Forms / E-Votes	49	16,744	-
- Assent	49	16,744	100.00
- Dissent	-	-	-

Semac Consultants Ltd.
(formerly Known as Revathi Equipment Limited.)
37, (Old No.19/25), "SURYALAYA"
Shankar Mutt Road, Shankarapuram,
Basavanagudi, Bengaluru - 560 004, Karnataka
Tel : +91 80 40749074
E-mail : semac@semacconsultants.com

Corporate Identity Number
L29120TZ1977PLC000780
ISO 9001 : 2015

Registered Office :
Semac Consultants Ltd.
Pollachi Road, Malumachampatti.
Coimbatore - 641 021.
Tel : + 91 422 2610851 Fax : + 91 442 6655199
Website : www.semacconsultants.com



Accordingly, the above Resolution has been unanimously carried as an **Ordinary Resolution**.

Item No.14 – Special Resolution

Approval of the alteration of object clause of the Memorandum of Association of the Company in line with the Companies Act, 2013.

Particulars	No. of E-Votes	No. of Shares	Percentage to valid votes
(a) Total Ballot Forms / E- Votes Received	51	16,746	-
(b) Less: Invalid Ballot Forms	-	-	-
(c) Net Valid Ballot Forms / E-Votes	51	16,746	-
- Assent	51	16,746	100.00
- Dissent	-	-	-

Accordingly, the above Resolution has been unanimously carried as a **Special Resolution**.

Place: Coimbatore
Date: 28th September, 2023

For Semac Consultants Limited

ABHISHEK DALMIA
K DALMIA

Digitally signed by
ABHISHEK DALMIA
Date: 2023.09.28
15:17:48 +05'30'

**Abhishek Dalmia
(DIN: 00011958)
Chairman & Managing Director**

Semac Consultants Ltd.
(formerly Known as Revathi Equipment Limited.)
37, (Old No.19/25), "SURYALAYA"
Shankar Mutt Road, Shankarapuram,
Basavanagudi, Bengaluru - 560 004, Karnataka
Tel : +91 80 40749074
E-mail : semac@semacconsultants.com

Corporate Identity Number
L29120TZ1977PLC000780
ISO 9001 : 2015

Registered Office :
Semac Consultants Ltd.
Pollachi Road, Malumachampatti.
Coimbatore - 641 021.
Tel : + 91 422 2610851 Fax : + 91 442 6655199
Website : www.semacconsultants.com

Bengaluru

Gurugram

Navi Mumbai

Muscat



MDS & Associates LLP

Company Secretaries

COMBINED SCRUTINIZER'S REPORT FOR REMOTE E-VOTING AND POLL AT THE ANNUAL GENERAL MEETING

(Pursuant to Section 108 and 109 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)

To

The Chairman

46th Annual General Meeting of the Equity Shareholders of
M/s SEMAC CONSULTANTS LIMITED

(Formerly known as Revathi Equipment Limited)

(L29120TZ1977PLC000780)

Held on Wednesday, 27th September 2023, at 11:30 AM at

the Registered Office of the Company situated at Pollachi Road,
Malumachampatti Post,

Coimbatore - 641 050

Dear Sir,

Sub: Scrutinizer's Report on passing of resolution through Remote E-voting Process and through Poll conducted at the 46th Annual General Meeting of M/s. SEMAC CONSULTANTS LIMITED held on 27th day of September 2023.

I, M D Selvaraj, Managing Partner of MDS & Associates LLP, Company Secretaries, Coimbatore have been appointed by the Board of Directors of **M/s. SEMAC CONSULTANTS LIMITED** ("the Company") as a Scrutinizer for the remote e-voting process held between Sunday, the 24th day of September, 2023 at 9:00 AM to Tuesday, the 26th day of September 2023 till 5:00 PM and for the poll taken at the 46th Annual General Meeting of the Company held on Wednesday the 27th day of September, 2023 at 11.30 AM at the Registered Office of the Company situated at Pollachi Road, Malumachampatti Post, Coimbatore - 641 050, Tamilnadu, India on the Resolution(s) set out under Item No.1 to Item No.14 in the Notice convening the said 46th Annual General Meeting dated 29th August, 2023 read with the corrigendum to the Notice dated 13th September 2023 in



Report of Scrutinizer on remote e-voting & Poll by members of Semac Consultants Ltd at the 46th AGM held on 27.09.2023 Page 1 of 18

accordance with the provisions of Section 108 and 109 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

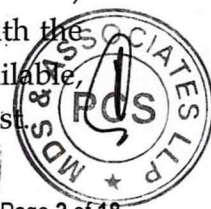
Responsibility of the Management

The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and the Rules made thereunder in relation to exercising of voting rights through remote e-voting and poll process, on the Resolution(s) as set out in the Notice convening the 46th Annual General Meeting dated 29th August, 2023 read with the corrigendum to the Notice dated 13th September 2023.

Responsibility as a Scrutinizer

My responsibility, as a Scrutinizer for the remote e-voting process and for the voting through poll at the 46th Annual General Meeting, is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the Resolution(s) set out under Item No.1 to Item No.14 in the Notice convening the 46th Annual General Meeting read with the corrigendum issued thereunder, based on the reports generated from the e-voting portal provided by the Link Intime India Private Limited (LI IPL), the Authorised Agency engaged by the Company for providing the remote e-voting facility and also on the poll taken at the 46th Annual General Meeting.

- a. The Notice dated 29th August, 2023 read with the corrigendum to the Notice dated 13th September 2023 convening the 46th Annual General Meeting (AGM) of the Company along with necessary statement setting out the material facts under Section 102 of the Companies Act, 2013 and the disclosure under Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), in respect of the below mentioned resolution(s) to be passed at the said 46th Annual General Meeting of the Company, were sent by the M/s. Link Intime India Private Limited ("LI IPL") through electronic mail to the members who had registered their email ID with the Company / Depositories. In respect of members whose email ID is not available, physical copy of the AGM Notice along with the annual report was sent by Post.



- b. The Company has availed the e-voting services offered by LI IPL for providing the remote e-voting facility to the shareholders of the Company.
- c. The remote e-voting period commenced on Sunday, 24th September 2023 at 9:00 AM (IST) and ended on Tuesday, 26th September 2023 at 5:00 PM (IST). During the period, the members of the Company, holding shares in physical and/or in dematerialized form, as on the cut-off date i.e., 20th September 2023 were entitled to vote on the resolutions set out in the Notice of the 46th Annual General Meeting. The remote e-voting module of LI IPL was disabled on Tuesday, 26th September 2023 at 5:00 PM (IST).
- d. During the 46th Annual General Meeting, the polling papers were provided to the shareholders who were present and had not cast their vote on the resolutions through remote e-voting to vote by way of poll at the Meeting. After the time fixed for closing of the poll by the Chairman, 1 (One) Ballot Box kept for polling was locked.
- e. The locked Ballot Box was subsequently opened and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company/Registrar and Transfer Agents of the Company and the Authorizations/Proxies lodged with the Company.
- f. I, as the Scrutinizer, unblocked the votes cast by the Shareholders of the Company through the e-voting process, on 27th September 2023 at 3:51 PM (IST) in the presence of two witnesses who are not in employment of the Company in accordance with Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014 (as amended).
- g. Thereafter, the details containing *inter alia* the list of Equity Shareholders of the Company, who have cast "for" or "against" each of the resolution(s) that were put to vote through remote e-voting process, were generated from the e-voting portal of LI IPL.



- h. I have scrutinized the votes cast by remote e-voting and by poll at the Annual General Meeting and maintained registers in which necessary entries have been made in accordance with the Companies (Management and Administration) Rules, 2014 (as amended).
- i. I have already issued a separate Scrutinizer's Report dated 28th September, 2023 on the remote e-voting process and also a separate Scrutinizer's Report dated 28th September, 2023 in the prescribed Form No.MGT-13 on the Poll taken at the 46th Annual General Meeting of the Company.
- j. Based on the reports generated from the e-voting portal of LIIPPL and polling papers, I hereby submit my Combined Report on the results of the votes cast by the shareholders of the Company through remote e-voting and poll at the meeting on the resolution(s) as set out under Item No.1 to Item No.14 of the Notice convening the 46th Annual General Meeting read with corrigendum:



Ordinary Business

Resolution No: 1

Ordinary resolution

Adoption of the Audited Financial Statements of the Company along with Consolidated Financial Statements for the financial year ended 31st March, 2023 together with the Reports of the Board of Directors and Auditors thereon.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	13	2,618	100.00
Poll	38	14,128	100.00
Total Voting	51	16,746	100.00

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	0	0	0.00
Poll	0	0	0.00
Total Voting	0	0	0.00

INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Poll	0	0
Total Voting	0	0

Note: Thus, the Ordinary Resolution as given in Item No. 1 may be considered as passed unanimously.



Ordinary Business

Resolution No: 2

Ordinary Resolution

Declaration of dividend on equity shares for the financial year ended March 31, 2023.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	13	2,618	100.00
Poll	38	14,128	100.00
Total Voting	51	16,746	100.00

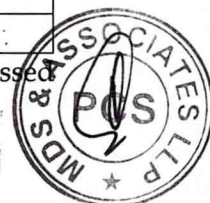
VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	0	0	0.00
Poll	0	0	0.00
Total Voting	0	0	0.00

INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Poll	0	0
Total Voting	0	0

Note: Thus, the Ordinary Resolution as given in Item No. 2 may be considered as passed unanimously



Ordinary Business

Resolution No: 3

Ordinary Resolution

Appointment of Mrs. Deepali Dalmia (DIN: 00017415), who retires by rotation as the Director of the Company at this Annual General Meeting and being eligible, offers herself for re-appointment.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	13	2,618	100.00
Poll	38	14,128	100.00
Total Voting	51	16,746	100.00

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	0	0	0.00
Poll	0	0	0.00
Total Voting	0	0	0.00

INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Poll	0	0
Total Voting	0	0

Note: Thus, the Ordinary Resolution as given in Item No. 3 may be considered as passed unanimously.



Special Business

Resolution No: 4

Special Resolution

Approval for advancing loan or giving guarantee or providing security in connection with loan availed by any person specified under Section 185 of the Companies Act, 2013.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	12	1,255	47.94
Poll	38	14,128	100.00
Total Voting	50	15,383	91.86

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	1	1,363	52.06
Poll	0	0	0.00
Total Voting	1	1,363	8.14

INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Poll	0	0
Total Voting	0	0

Note: Thus, the Special Resolution as given in Item No. 4 may be considered as passed with requisite majority



Special Business

Resolution No: 5

Special Resolution

Approval for revision of the borrowing limits of the Company exceeding the aggregate of the paid up capital and free reserves of the Company.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	13	2,618	100.00
Poll	38	14,128	100.00
Total Voting	51	16,746	100.00

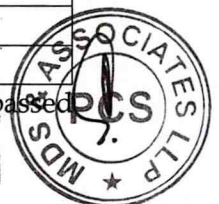
VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	0	0	0.00
Poll	0	0	0.00
Total Voting	0	0	0.00

INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Poll	0	0
Total Voting	0	0

Note: Thus, the Special Resolution as given in Item No. 5 may be considered as passed unanimously.



Special Business

Resolution No: 6

Special Resolution

Approval for the creation of Mortgage / Charge on the assets of the Company and to provide security.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	13	2,618	100.00
Poll	38	14,128	100.00
Total Voting	51	16,746	100.00

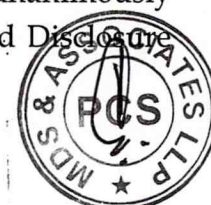
VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	0	0	0.00
Poll	0	0	0.00
Total Voting	0	0	0.00

INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Poll	0	0
Total Voting	0	0

Note: Since, all the votes cast by the public shareholders are in favour of the resolution, the Special Resolution as given in Item No. 6 may be considered as passed unanimously pursuant to proviso to Regulation 37A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.



Special Business

Resolution No: 7

Special Resolution

Approval for advancing loans, making investments, giving guarantee and providing security in excess of the limits specified under Section 186 of Companies Act, 2013.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	12	1,255	47.94
Poll	38	14,128	100.00
Total Voting	50	15,383	91.86

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	1	1,363	52.06
Poll	0	0	0.00
Total Voting	1	1,363	8.14

INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Poll	0	0
Total Voting	0	0

Note: Thus, the Special Resolution as given in Item No. 7 may be considered as passed by requisite majority.



Special Business

Resolution No: 8

Ordinary Resolution

Appointment of Mr. Harivansh Dalmia (DIN: 08750555) as a Director of the Company.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	12	1,255	47.94
Poll	38	14,128	100.00
Total Voting	50	15,383	91.86

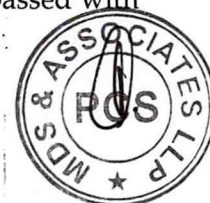
VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	1	1,363	52.06
Poll	0	0	0.00
Total Voting	1	1,363	8.14

INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Poll	0	0
Total Voting	0	0

Note: Thus, the Ordinary Resolution as given in Item No. 8 may be considered as passed with requisite majority.



Special Business

Resolution No: 9

Special Resolution

Appointment of Mr. Harivansh Dalmia (DIN: 08750555) as a Whole Time Director of the Company.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	12	1,255	47.94
Poll	38	14,128	100.00
Total Voting	50	15,383	91.86

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	1	1,363	52.06
Poll	0	0	0.00
Total Voting	1	1,363	8.14

INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Poll	0	0
Total Voting	0	0

Note: Thus, the Special Resolution as given in Item No. 9 may be considered as passed with requisite majority



Special Business

Resolution No: 10

Special Resolution

Approval for the payment of remuneration to Mr. Abhishek Dalmia (DIN: 00011958) Chairman and Managing Director of the Company.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	12	1,255	100.00
Poll	38	14,128	100.00
Total Voting	50	15,383	100.00

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	0	0	0
Poll	0	0	0
Total Voting	0	0	0

INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Poll	0	0
Total Voting	0	0

Note: 1 shareholder holding 1,363 shares has abstained from Remote e-voting

Note: Thus, the Special Resolution as given in Item No. 10 may be considered as passed unanimously



Special Business

Resolution No: 11

Special Resolution

Appointment of Mr. Jainender Jain (DIN: 10234910), as a Non-Executive Independent Director of the Company.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	12	1,255	47.94
Poll	38	14,128	100.00
Total Voting	50	15,383	91.86

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	1	1,363	52.06
Poll	0	0	0.00
Total Voting	1	1,363	8.14

INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Poll	0	0
Total Voting	0	0

Note: Thus, the Special Resolution as given in Item No. 11 may be considered as passed with requisite majority



Special Business

Resolution No: 12

Special Resolution

Appointment of Mr. Narinder Kumar (DIN: 06949708), as a Non-Executive Independent Director of the Company.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	13	2,618	100.00
Poll	38	14,128	100.00
Total Voting	51	16,746	100.00

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	0	0	0
Poll	0	0	0
Total Voting	0	0	0

INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Poll	0	0
Total Voting	0	0

Note: Thus, the Special Resolution as given in Item No. 12 may be considered as passed unanimously



Special Business

Resolution No: 13

Ordinary Resolution

Approval of the Material Related Party Transaction entered into with Revathi Equipment India Limited (REIL).

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	13	2,618	100.00
Poll	36	14,126	100.00
Total Voting	49	16,744	100.00

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	0	0	0
Poll	0	0	0
Total Voting	0	0	0

INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Poll	2	2
Total Voting	2	2

Votes cast by 2 related parties holding 2 shares have been considered as invalid pursuant to Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Note: Thus, the Ordinary Resolution as given in Item No. 13 may be considered as passed unanimously.



Special Business

Resolution No: 14

Special Resolution

Approval of the alteration of object clause of the Memorandum of Association of the Company in line with the Companies Act, 2013.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	13	2,618	100.00
Poll	38	14,128	100.00
Total Voting	51	16,746	100.00

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	0	0	0
Poll	0	0	0
Total Voting	0	0	0

INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Poll	0	0
Total Voting	0	0

Note: Thus, the Special Resolution as given in Item No. 14 may be considered as passed unanimously.

Based on the Scrutinizer's Report, the Resolution Nos.1 to 14 have been passed with requisite majority

For Semac Consultants Limited

ABHISHEK Digitally signed by ABHISHEK DALMIA
DALMIA Date: 2023.09.28 16:52:06 +05'30'

Abhishek Dalmia
(DIN: 00011958)

Chairman & Managing Director

For MDS & Associates LLP
Company Secretaries

M. D. Selvaraj
M D Selvaraj

Managing Partner

FCS No.: 960; C P No.: 411

Peer Review No. 3030/2023

UDIN: F000960E001106449

