



Salora International Ltd.

September 30, 2019

BSE Ltd.
Phiroze Jeejeebhoy Towers
Dalal Street
MUMBAI - 400 001.

Scrip Code: 500370

Sub: **Voting results and Scrutinizer's Report in respect of 51st Annual General Meeting of the Company**

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


Dear Sir,

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, in respect of 51st Annual General Meeting of the company held on Wednesday, September 30, 2020 at 11.00 A.M. through Video Conferencing / Other Audio Visual Means at Registered Office of the Company at D-13/4, Okhla Industrial Area, Phase - II, New Delhi - 110 020, please find enclosed herewith the followings:

Annexure No.	Particulars
1	Consolidated voting results (e-voting & poll)
2	Scrutinizer's Report dated 30 th September, 2020 pursuant section 108 of the Companies Act, 2013 and Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014.

Thanking you,

Yours faithfully,
For **Salora International Ltd.,**


(Mahak Agarwal)
Company Secretary & Compliance Officer.
Membership No.: A41350



Encl.: As above

Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Adoption of Financial statements of the Company including Audited balance sheet and statement of profit & loss and cash flow statements for the year ended on 31st March, 2020 and reports of the auditors and Board of Directors in respect thereof				
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 and Promoter Group	E-Voting	5876166	5876166	100.0000	5876166	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		5876166	5876166	100.0000	5876166	0	100.0000
Public-Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	2931134	894	0.0305	852	42	95.3020	4.6980
	Poll		210	0.0072	210	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		2931134	1104	0.0377	1062	42	96.1957
Total		8807300	5877270	66.7318	5877228	42	99.9993	0.0007
Whether resolution is Pass or Not.							Yes	

For Salora International Ltd.



(Mahak Agarwal)
 Company Secretary & Compliance Officer
 Membership No.: A41350

Resolution (2)									
Resolution required: (Ordinary / Special)				Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?				No					
Description of resolution considered				Re-appointment Shri Tarun Jiwarajka (DIN 00386240), as director, who retires by rotation and being eligible, offers himself for re-appointment					
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 and Promoter Group	E-Voting	5876166	5876166	100.0000	5876166	0	100.0000	0.0000	
	Poll		0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total		5876166	5876166	100.0000	5876166	0	100.0000	0.0000
Public-Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000	
	Poll		0	0	0	0	0.0000	0.0000	
	Postal Ballot (if applicable)		0	0	0	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	2931134	894	0.0305	702	192	78.5235	21.4765	
	Poll		210	0.0072	210	0	100.0000	0.0000	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total		2931134	1104	0.0377	912	192	82.6087	17.3913
Total		8807300	5877270	66.7318	5877078	192	99.9967	0.0033	
Whether resolution is Pass or Not.							Yes		

For Salora International Ltd.,



(Mahak Agarwal)
Company Secretary & Compliance Officer
Membership No.: A41350

Resolution (3)									
Resolution required: (Ordinary / Special)				Special					
Whether promoter/promoter group are interested in the agenda/resolution?				No					
Description of resolution considered				Appointment of Shri ParamarthaSaikia, Independent Director (DIN 07145770)					
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 and Promoter Group	E-Voting	5876166	5876166	100.0000	5876166	0	100.0000	0.0000	
	Poll		0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total		5876166	5876166	100.0000	5876166	0	100.0000	0.0000
Public-Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000	
	Poll		0	0	0	0	0.0000	0.0000	
	Postal Ballot (if applicable)		0	0	0	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	2931134	894	0.0305	702	192	78.5235	21.4765	
	Poll		210	0.0072	210	0	100.0000	0.0000	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total		2931134	1104	0.0377	912	192	82.6087	17.3913
Total		8807300	5877270	66.7318	5877078	192	99.9967	0.0033	
Whether resolution is Pass or Not.							Yes		

For Salora International Ltd.,



(Mahak Agarwal)
Company Secretary & Compliance Officer
Membership No.: AN1350



Resolution (4)									
Resolution required: (Ordinary / Special)				Special					
Whether promoter/promoter group are interested in the agenda/resolution?				Yes					
Description of resolution considered				Appointment of Shri Tarun Jiwarajka, as Whole Time Director (DIN 00386240)					
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 and Promoter Group	E-Voting	5876166	5876166	100.0000	5876166	0	100.0000	0.0000	
	Poll		0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total		5876166	5876166	100.0000	5876166	0	100.0000	0.0000
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000	
	Poll		0	0	0	0	0.0000	0.0000	
	Postal Ballot (if applicable)		0	0	0	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	2931134	894	0.0305	702	192	78.5235	21.4765	
	Poll		210	0.0072	210	0	100.0000	0.0000	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total		2931134	1104	0.0377	912	192	82.6087	17.3913
Total		8807300	5877270	66.7318	5877078	192	99.9967	0.0033	
Whether resolution is Pass or Not.							Yes		

For Salora International Ltd.,




(Mahak Agarwal)
 Company Secretary & Compliance Officer
 Membership No.: 641359

Resolution (5)									
Resolution required: (Ordinary / Special)				Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?				No					
Description of resolution considered				Ratification of Cost Auditors' remuneration					
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 and Promoter Group	E-Voting	5876166	5876166	100.0000	5876166	0	100.0000	0.0000	
	Poll		0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total		5876166	5876166	100.0000	5876166	0	100.0000	0.0000
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000	
	Poll		0	0	0	0	0.0000	0.0000	
	Postal Ballot (if applicable)		0	0	0	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	2931134	894	0.0305	852	42	95.3020	4.6980	
	Poll		210	0.0072	210	0	100.0000	0.0000	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total		2931134	1104	0.0377	1062	42	96.1957	3.8043
Total		8807300	5877270	66.7318	5877228	42	99.9993	0.0007	
Whether resolution is Pass or Not.							Yes		

For Salora International Ltd.,





(Mahak Agarwal)
Company Secretary & Compliance Officer,
Membership No.: AA1950



FORM No. MGT-13
Report of Scrutinizer(s)

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman
SALORA INTERNATIONAL LIMITED
(CIN: L74899DL1968PLC004962)
D-13/4 OKHLA INDUSTRIAL AREA,
PHASE-II, NEW DELHI, 110020

Dear Sir,

Sub: Scrutinizer's Report on voting through electronic means (remote e-voting) and voting at the AGM through VC or OAVM process conducted pursuant to the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 108 of the Companies Act, 2013 ('the Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014 readwith Companies (Management and Administration) Amendment Rules, 2015.

The Board of Directors of **SALORA INTERNATIONAL LIMITED** ('the Company') have vide resolution passed on **30th September, 2020**, decided to provide to the members of the Company, a facility to exercise their voting rights on the resolution for:

ORDINARY BUSINESS:

- Adoption of Financial Statements of the Company including Audited Balance Sheet and statement of profit & loss and cash flow statements for the year ended on 31st March, 2020 and reports of the auditors and Board of Directors in respect thereof; and
- Re-appointment Shri Tarun Jiwrajka (DIN 00386240), as director, who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

- Appointment of Shri Paramartha Saikia, Independent Director (DIN 07145770) (**Special Resolution**).
- Appointment of Shri Tarun Jiwrajka, as Whole Time Director (DIN 00386240) (**Special Resolution**).



- Ratification of Cost Auditors' remuneration (**Ordinary Resolution**).

I, **CS. Shivam Rastogi**, having Membership no. F10704 and CP No. 14600 and Managing Partner of **M/s SVR & Co., Company Secretaries**, New Delhi, had been appointed as scrutinizers by the Board of Directors of the Company vide resolution passed on **08th July, 2020** as required under Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, for the purpose of scrutinizing the remote e-voting before the AGM, using an electronic voting system ("remote e-voting") and the process of e-voting at the AGM through electronic voting system ("e-voting") and Poll process in a fair and transparent manner and ascertaining the requisite majority for passing of resolution as aforesaid.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means and vote by Poll on the resolutions mentioned above.

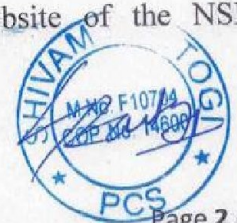
My responsibility as a Scrutinizer is restricted to ensure that the e-voting process and vote by Poll process is conducted in a fair and transparent manner and make the Scrutinizers report of the votes cast "in favour" or "against" the resolutions stated above, based on Polling paper received by the Company & reports generated from the e-voting system provided by the National Securities Depository Limited (NSDL), the authorised agency to provide e-voting facilities, engaged by the Company.

The notice dated **08th July, 2020**, convening the Annual General Meeting of the Company to be held on **30th September, 2020** along with the statement setting out the material facts under section 102 of the Act were sent to members of the Company.

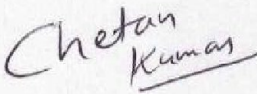

The members of the Company holding shares on the cutoff date **23rd September, 2020** were entitled to vote on the resolutions proposed and as set out in the AGM Notice.

In this regard, I submit my report as under:-

1. The remote e-voting period commenced on **Sunday, September 27th, 2020** at **09:00 A.M.** and ended on **Tuesday, September 29th, 2020** at **05:00 P.M.** on the designated website via NSDL voting platform.
2. At the end of the e-voting period, I have unblocked the electronic votes in the presence of two witnesses not in the employment of the Company.
3. The details containing list of the shareholders who voted for or against each of the resolutions that were put to vote were downloaded from the e-voting website of the NSDL (<https://www.evoting.nsdl.com>)



4. Pursuant to Listing Agreement entered by the company, the Company has also provided facility of voting through the physical ballot forms received by the Company were kept in my safe custody. Our report includes the results of voting through the physical ballot forms in addition to votes casted through e-voting website of NSDL by the eligible shareholders.
5. We have scrutinized the votes casted through electronic means and also through physical ballot forms for the purpose of this report.
6. The particulars of all the electronic votes casted by the members through e-voting process and votes casted by the members through physical ballot forms have been recorded in a register separately maintained for the purpose.
7. The result of the voting is attached herewith.
8. The Register, all other papers and relevant records relating to voting shall remain in our custody until the Chairman considers, approves and signs the minutes of aforesaid AGM and the same are handed over to the Director for the safe custody.
9. The votes were unblocked on **30th September, 2020**, in the presence of two witnesses, Mr. Chetan Kumar, address Matrika Vihar, Khora Colony, Ghaziabad, U.P., 201301 and Ms. Pinky Mishra, address D 198/50, Gali No 6, Ramesh Market, Gadhi, East of Kailash, New Delhi, 110065, who are not in the employment of the Company. They have signed below in Confirmation of the votes being unblocked in their presence:

 Witness 1	 Witness 2
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10. The result of the remote e-voting and voting through the physical ballot forms is as under:



a) RESOLUTION 1

ADOPTION OF FINANCIAL STATEMENTS OF THE COMPANY INCLUDING AUDITED BALANCE SHEET AND STATEMENT OF PROFIT & LOSS AND CASH FLOW STATEMENTS FOR THE YEAR ENDED ON 31ST MARCH, 2020 AND REPORTS OF THE AUDITORS AND BOARD OF DIRECTORS IN RESPECT THEREOF;

RESOLUTION REQUIRED: ORDINARY RESOLUTION

WHETHER PROMOTER/PROMOTER GROUP ARE INTERESTED IN THE AGENDA/RESOLUTION: NO

(I) Voted in favor of Resolution:

Numbers of Members cast their Vote (E-Voting/ Postal Ballot)		Number of votes cast by them	% of total number of valid votes cast
E-Voting	86	58,77,018/-	100%
Poll	2	210	100%
Total	88	58,77,228/-	100%

(II) Votes against the Resolution:

Numbers of Members cast their Vote (E-Voting/ Postal Ballot)		Number of votes cast by them	% of total number of valid votes cast
E-Voting	9	42	100%
Poll	0	0	0
Total	9	42	100%

(III) Invalid Votes:

Number of Members (E-Voting/ Postal Ballot) whose votes were declared Invalid	Total numbers of votes cast by them
NA	NA

RESULT: PASSED WITH REQUISITE MAJORITY



b) RESOLUTION 2

RE-APPOINTMENT SHRI TARUN JIWARAJKA (DIN 00386240), AS DIRECTOR, WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT.

RESOLUTION REQUIRED: ORDINARY RESOLUTION

WHETHER PROMOTER/PROMOTER GROUP ARE INTERESTED IN THE AGENDA/RESOLUTION: YES

(I) Voted in favor of Resolution:

Numbers of Members cast their Vote (E-Voting/ Postal Ballot)		Number of votes cast by them	% of total number of valid votes cast
E-Voting	85	58,76,868/-	100%
Poll	2	210/-	100%
Total	87	58,77,078/-	100%

(II) Votes against the Resolution:

Numbers of Members cast their Vote (E-Voting/ Postal Ballot)		Number of votes cast by them	% of total number of valid votes cast
E-Voting	10	192	100%
Poll	0	0	0
Total	10	192	100%

(III) Invalid Votes:

Number of Members (E-Voting/ Postal Ballot) whose votes were declared Invalid	Total numbers of votes cast by them
NA	NA

RESULT: PASSED WITH REQUISITE MAJORITY



c) RESOLUTION 3

APPOINTMENT OF SHRI PARAMARTHA SAIKIA, INDEPENDENT DIRECTOR (DIN 07145770)

RESOLUTION REQUIRED: SPECIAL RESOLUTION

WHETHER PROMOTER/PROMOTER GROUP ARE INTERESTED IN THE AGENDA/RESOLUTION: NO

(I) Voted in favor of Resolution:

Numbers of Members cast their Vote (E-Voting/ Postal Ballot)		Number of votes cast by them	% of total number of valid votes cast
E-Voting	85	58,76,868/-	100%
Poll	2	210/-	100%
Total	87	58,77,078/-	100%

(II) Votes against the Resolution:

Numbers of Members cast their Vote (E-Voting/ Postal Ballot)		Number of votes cast by them	% of total number of valid votes cast
E-Voting	10	192	100%
Poll	0	0	0
Total	10	192	100%

(III) Invalid Votes:

Number of Members (E-Voting/ Postal Ballot) whose votes were declared Invalid	Total numbers of votes cast by them
NA	NA

RESULT: PASSED WITH REQUISITE MAJORITY



d) RESOLUTION 4

APPOINTMENT OF SHRI TARUN JIWARAJKA, AS WHOLE TIME DIRECTOR (DIN 00386240)

RESOLUTION REQUIRED: SPECIAL RESOLUTION

WHETHER PROMOTER/PROMOTER GROUP ARE INTERESTED IN THE AGENDA/RESOLUTION: YES

(I) Voted in favor of Resolution:

Numbers of Members cast their Vote (E-Voting/ Postal Ballot)		Number of votes cast by them	% of total number of valid votes cast
E-Voting	85	58,76,868/-	100%
Poll	2	210/-	100%
Total	87	58,77,078/-	100%

(II) Votes against the Resolution:

Numbers of Members cast their Vote (E-Voting/ Postal Ballot)		Number of votes cast by them	% of total number of valid votes cast
E-Voting	10	192	100%
Poll	0	0	0
Total	10	192	100%

(III) Invalid Votes:

Number of Members (E-Voting/ Postal Ballot) whose votes were declared Invalid	Total numbers of votes cast by them
NA	NA

RESULT: PASSED WITH REQUISITE MAJORITY



e) RESOLUTION 5

RATIFICATION OF COST AUDITORS' REMUNERATION

RESOLUTION REQUIRED: ORDINARY RESOLUTION

WHETHER PROMOTER/PROMOTER GROUP ARE INTERESTED IN THE AGENDA/RESOLUTION: NO

(IV) Voted in favor of Resolution:

Numbers of Members cast their Vote (E-Voting/ Postal Ballot)		Number of votes cast by them	% of total number of valid votes cast
E-Voting	86	58,77,018/-	100%
Poll	2	210/-	100%
Total	88	58,77,228/-	100%

(V) Votes against the Resolution:

Numbers of Members cast their Vote (E-Voting/ Postal Ballot)		Number of votes cast by them	% of total number of valid votes cast
E-Voting	9	42	100%
Poll	0	0	0
Total	9	42	100%

(VI) Invalid Votes:

Number of Members (E-Voting/ Postal Ballot) whose votes were declared Invalid	Total numbers of votes cast by them
NA	NA

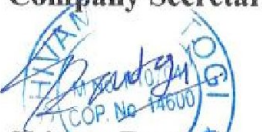
RESULT: PASSED WITH REQUISITE MAJORITY



11. The register, all other papers and relevant records related to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the minutes and the same are handed over to the Company Secretary for safe keeping.

Thanking You,

M/s SVR & Co.
Company Secretaries



Shivam Rastogi
Managing Partner

Mem. No. F10704

COP. No. 14600

UDIN: F010704B000836861

Place: New Delhi

Date: 30/09/2020

