



PADMANABH ALLOYS & POLYMERS LTD.

Registered Office : N.H.8, Palsana, Dt. Surat 394315

Telephone No. 0261-2232598

Email: investor@padmanabh.in Website: www.padmanabh.in

Corporate Identity Number: L17110GJ1994PLC023540

Date: 29/09/2023

To,

BSE Ltd.

P.J. Towers, Dalal Street,

Mumbai – 400001

Subject: Submission of Report of Scrutinizer and Consolidated Report on E-voting and Poll at Annual General Meeting of Padmanabh Alloys & Polymers Limited.

Ref.: Scrip Code: 531779, Stock Code: PADALPO

We enclose herewith Report of Scrutinizer and Consolidated Report on E-voting and poll at Annual General Meeting of Padmanabh Alloys & Polymers Limited.

Kindly take the same on record and confirm.

Thanking You,

For Padmanabh Alloys & Polymers Limited

Chetankumar Mohanbhai Desai

Whole-time director

(DIN: 00051541)

FORM No. MGT-13

Report of Scrutinizer

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

To,

Chairman

Padmanabh Alloys & Polymers Limited

Annual General Meeting of the Equity Shareholders of Padmanabh Alloys & Polymers Limited Held on Friday, 29th September, 2023 at N.H.8, Village-Palsana Tal-Palsana, Dist- Surat 394315

Dear Sir,

I Kunjal Dalal, Proprietor of M/s. K. Dalal & Co., Practicing Company Secretaries have been appointed as Scrutinizer(s) for the purpose of the poll taken on the below mentioned resolution(s), at the Annual General Meeting of the Equity Shareholders of Padmanabh Alloys & Polymers Limited, held on Friday, 29th September, 2023 at N.H.8, Village-Palsana Tal-Palsana, Dist- Surat 394315 submit our report as under:

1. After the time fixed for closing of the poll by the Chairman, one ballot box kept for polling were locked in my presence with due identification marks placed by me.
2. The locked ballot boxes were subsequently opened in my presence 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.
3. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
4. The result of the Poll is as under:

(a) Resolution No. 1

To consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2023 and the reports of the Board of Directors and Auditors thereon.

(1) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
32	1054245	100



(2) Voted **against** the resolution :

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(3) **Invalid Vote/Abstained from voting**

Number of members present and voting (in person or by proxy)	Number of votes cast by them
0	0

(b) Resolution No. 2

To appoint a Director in place of Shri Vijaybhai Dolatrai Vashi (DIN: 00051567), who retires by rotation and being eligible, offers himself for re-appointment.

(1) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
32	1054245	100

(2) Voted **against** the resolution :

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(3) **Invalid Vote/Abstained from voting**

Number of members present and voting (in person or by proxy)	Number of votes cast by them
0	0

(c) Resolution No. 3

To Ratify the Remuneration Payable to Cost Auditors of the Company for the Financial Year 2023-24 for verifying the cost records

(1) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
32	1054245	100



(2) Voted **against** the resolution :

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(3) **Invalid Vote/Abstained from voting**

Number of members present and voting (in person or by proxy)	Number of votes cast by them
0	0

(d) Resolution No. 4

To Consider and Approve the Appointment of Related Party to the Office or Place of Profit in the Company

(1) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
31	1042545	100

(2) Voted **against** the resolution :

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(3) **Invalid Vote/Abstained from voting**

Number of members present and voting (in person or by proxy)	Number of votes cast by them
1	11700

(e) Resolution No. 5

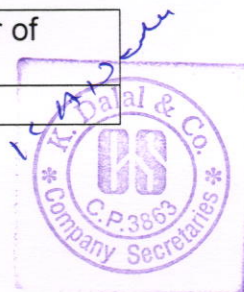
To Consider and Re-appoint Shri Chetankumar Mohanbhai Desai (DIN: 00051541) as Whole-time Director

(1) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
32	1054245	100

(2) Voted **against** the resolution :

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0



(3) **Invalid Vote/Abstained from voting**

Number of members present and voting (in person or by proxy)	Number of votes cast by them
0	0

(f) **Resolution No. 6**

To Consider and Re-appoint Shri Chetankumar Mohanbhai Desai (DIN: 00051541) as Whole-time Director

(1) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
32	1054245	100

(2) Voted **against** the resolution :

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(3) **Invalid Vote/Abstained from voting**

Number of members present and voting (in person or by proxy)	Number of votes cast by them
0	0

5. The poll papers and all other relevant records were sealed and handed over to the Director authorized by the Board for safe keeping.

Thanking you
Yours faithfully

Place: Surat
Date: 29/09/2023
UDIN: F003530E001125365
Peer Review Certificate No. : 1315/2021
Unique Code Number: 1496



For K. Dalal & Co.
Company secretaries

K. Dalal

Kunjil Dalal
Proprietor
C.P. No. 3863

To,
The Chairman
Padmanabh Alloys & Polymers Limited
N.H.8, Village-Palsana Tal-Palsana,
Dist- Surat 394315

Dear Sir,

Sub.: Consolidated Report on E voting and Poll at Annual General Meeting

I, Kunjal Dalal, Proprietor M/s K.Dalal & Co., Practicing Company secretaries have been appointed by the Board of Directors of **Padmanabh Alloys & Polymers Limited**, as scrutinizer for the purpose of scrutinising the e-voting process along with ballot forms and for ascertaining the requisite majority on e-voting carried out as per the provisions of section 108 of the Companies Act 2013 read with rule 20(3)(xi) of the Companies (Management and Administration) Rules 2014 on resolutions contained in the notice of Annual General Meeting of members of Padmanabh Alloys & Polymers Limited to be held on Friday, 29th September, 2023 at Surat.

I was also assigned work of acting as scrutinizer at the poll taken at Annual General Meeting.

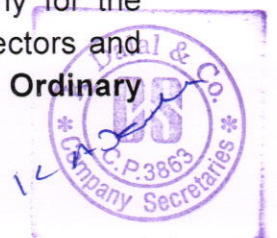
The management of the company is responsible to ensure the compliance with the requirement of the relevant provisions of the Companies Act, 2013 and rules relating to same in relation to voting through electronic means on resolutions contained in the notice of Annual General Meeting to be held on Friday, 29th September, 2023. My responsibility as scrutinizer for e-voting process is restricted to make scrutinizer's report of votes cast in favour or against the resolutions and invalid votes based on reports generated from e-voting system provided by Central Depository Services (India) Limited authorised to provide e-voting facility engaged by the company and Purva Shareregistry (India) Private Limited the Registrar and Share Transfer Agents of Padmanabh Alloys & Polymers Limited.

I submit my consolidated report on e-voting and voting on poll at Annual General Meeting :

Resolution Number 1

To consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2023 and the reports of the Board of Directors and Auditors thereon and in this regard, pass the following resolution as an **Ordinary**

Resolution:



105, 'Pawan Hans', B/h. Chamunda Restaurant, Sub Jail Char Rasta, Ring Road, Surat-395 002.

RESOLVED THAT the audited financial statements of the Company for the financial year ended March 31, 2023 and the reports of the Board of Directors and Auditors thereon laid before this meeting, be and are hereby considered and adopted

Particulars of Votes Cast

Mode	Ballots received	Total Shares	Favour		Against		Invalid / Abstained	
			Ballots	Votes	Ballots	Votes	Ballots	Votes
Electronic	8	8645	8	8645	0	0	0	0
Physical	0	0	0	0	0	0	0	0
On Poll	32	1054245	32	1054245	0	0	0	0
Total	40	1062890	40	1062890	0	0	0	0

Resolution Number 2

To Appoint a Director in place of Shri Vijaybhai Dolatrai Vashi (DIN: 00051567), who retires by rotation and being eligible, offers himself for re-appointment and in this regard, pass the following resolution as an **Ordinary Resolution**:

RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act, 2013, Shri Vijaybhai Dolatrai Vashi (DIN: 00051567), who retires by rotation at this meeting and being eligible has offered himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation.

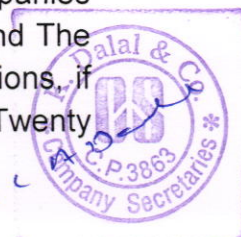
Particulars of Votes Cast

Mode	Ballots received	Total Shares	Favour		Against		Invalid / Abstained	
			Ballots	Votes	Ballots	Votes	Ballots	Votes
Electronic	8	8645	8	8645	0	0	0	0
Physical	0	0	0	0	0	0	0	0
On Poll	32	1054245	32	1054245	0	0	0	0
Total	40	1062890	40	1062890	0	0	0	0

Resolution Number 3

To Ratify the Remuneration Payable to Cost Auditors of the Company for the Financial Year 2023-24 and in this regard, pass the following resolution as an **Ordinary Resolution**:

RESOLVED THAT pursuant to the provisions of the section 148 of the Companies Act, 2013 read with The Companies (Cost Records and Audit) Rules 2014 and The Companies (Audit and Auditors) Rules, 2014 and any other applicable provisions, if any of the Companies Act, 2013, the remuneration of Rs. 25,000/- (Rupees Twenty



105, 'Pawan Hans', B/h. Chamunda Restaurant, Sub Jail Char Rasta, Ring Road, Surat-395 002.

Five Thousand Only) excluding applicable Tax payable to M/s. Bhanwarlal Gurjar & Co., Cost Accountants (Firm Registration No.: 101540), for verifying the cost records of the Company for the financial year 2023-24, as approved by the Board of Directors of the Company, be and is hereby ratified.

Particulars of Votes Cast

Mode	Ballots received	Total Shares	Favour		Against		Invalid / Abstained	
			Ballots	Votes	Ballots	Votes	Ballots	Votes
Electronic	8	8645	8	8645	0	0	0	0
Physical	0	0	0	0	0	0	0	0
On Poll	32	1054245	32	1054245	0	0	0	0
Total	40	1062890	40	1062890	0	0	0	0

Resolution Number 4

To Consider and Approve the Appointment of Related Party to the Office or Place of Profit in the Company and in this regard, pass the following resolution as an **Ordinary Resolution**:

RESOLVED THAT pursuant to the provisions of Section 188 of the Companies Act, 2013 read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 and other applicable provisions, if any of the Companies Act, 2013, the approval of the members of the company be and is hereby accorded to the Board of Directors of the Company to enter into contract(s)/ arrangement(s)/ transaction(s) with respect to Appointment of Shri Bhikhubhai Mohanbhai Desai, being the Related Party to the office or place of profit by way of payment of Remuneration in the company on such terms and conditions as the Board of Directors may deem fit from time to time, upon a maximum aggregate value of Remuneration of Rs. 60 Lacs for each financial year commencing from the financial year 2023-24.

Particulars of Votes Cast

Mode	Ballots received	Total Shares	Favour		Against		Invalid / Abstained	
			Ballots	Votes	Ballots	Votes	Ballots	Votes
Electronic	8	8645	8	8645	0	0	0	0
Physical	0	0	0	0	0	0	0	0
On Poll	31	1042545	31	1042545	0	0	1	11700
Total	39	1051190	39	1051190	0	0	1	11700



Resolution Number 5

To Consider and Re-appoint Shri Chetankumar Mohanbhai Desai (DIN: 00051541) as Whole-time Director and in this regard, pass the following resolution as an **Ordinary Resolution**:

RESOLVED THAT in accordance with the provisions of Sections 196 and 197 read with Schedule V and all other applicable provisions of Companies Act, 2013 the members of the Company hereby approves the re-appointment of Shri Chetankumar Mohanbhai Desai as whole-time director with effect from 01/09/2023 (who is re-appointed by board of directors at their meeting held on 30/06/2023) for five years at a Remuneration within the limits set out in Part -II of Schedule V of The Companies Act, 2013 and perquisites within the limits set out in section IV of Part- II of Schedule V of The Companies Act, 2013.

RESOLVED FURTHER THAT where in any financial year during the currency of tenure of the Whole-time Director the Company has no profits or its profits are inadequate, Shri Chetankumar Mohanbhai Desai shall be entitled to receive above remuneration including perquisites as minimum remuneration in accordance with the provision of Section 197 read with Schedule V to Companies Act, 2013 or as may be applicable from time to time.

RESOLVED FURTHER THAT the terms and conditions of the appointment may be altered and varied from time to time by the Committee approved by the Board as it may in its discretion deem fit within the maximum amount payable to the Whole-time Director in accordance with Schedule V to the Companies Act 2013, other relevant provision of the Companies Act, 2013 as may be applicable form time to time.

Particulars of Votes Cast

Mode	Ballots received	Total Shares	Favour		Against		Invalid / Abstained	
			Ballots	Votes	Ballots	Votes	Ballots	Votes
Electronic	8	8645	8	8645	0	0	0	0
Physical	0	0	0	0	0	0	0	0
On Poll	32	1054245	32	1054245	0	0	0	0
Total	40	1062890	40	1062890	0	0	0	0

Resolution Number 6

To Consider and Re-appoint Shri Hemalkumar Rajeshkumar Desai (DIN: 01766174) as Whole-time Director and in this regard, pass the following resolution as an **Ordinary Resolution**:



105, 'Pawan Hans', B/h. Chamunda Restaurant, Sub Jail Char Rasta, Ring Road, Surat-395 002.

RESOLVED THAT in accordance with the provisions of Sections 196 and 197 read with Schedule V and all other applicable provisions of Companies Act, 2013 the members of the Company hereby approves the re-appointment of Shri Hemalkumar Rajeshkumar Desai as Whole-time director with effect from 01/07/2023 (who is re-appointed by board of directors at their meeting held on 30/06/2023) for five years at a Remuneration within the limits set out in Part -II of Schedule V of The Companies Act, 2013 and perquisites within the limits set out in section IV of Part- II of Schedule V of The Companies Act, 2013.

RESOLVED FURTHER THAT where in any financial year during the currency of tenure of the Whole-time Director the Company has no profits or its profits are inadequate, Shri Hemalkumar Rajeshkumar Desai shall be entitled to receive above remuneration including perquisites as minimum remuneration in accordance with the provision of Section 197 read with Schedule V to Companies Act, 2013 or as may be applicable from time to time.

RESOLVED FURTHER THAT the terms and conditions of the appointment may be altered and varied from time to time by the Committee approved by the Board as it may in its discretion deem fit within the maximum amount payable to the Whole-time Director in accordance with Schedule V to the Companies Act 2013, other relevant provision of the Companies Act, 2013 as may be applicable form time to time.

Particulars of Votes Cast

Mode	Ballots received	Total Shares	Favour		Against		Invalid / Abstained	
			Ballots	Votes	Ballots	Votes	Ballots	Votes
Electronic	8	8645	8	8645	0	0	0	0
Physical	0	0	0	0	0	0	0	0
On Poll	32	1054245	32	1054245	0	0	0	0
Total	40	1062890	40	1062890	0	0	0	0

The ballot forms have been submitted for safe custody to the Director authorized by the Board.

You may accordingly declare the result of the voting.

Place: Surat

Date: 29/09/2023

UDIN: F003530E001125411

Peer Review Certificate No. : 1315/2021

Unique Code Number: 1496



For K. Dalal & Co.
Company secretaries

K. Dalal

Kunjal Dalal
Proprietor
C.P. No. 3863