

12th August, 2023

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001
Scrip Code – 506655
Scrip Code NCDs - 974058

National Stock Exchange of India Limited Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (East), Mumbai – 400 051 Scrip Symbol - SUDARSCHEM

Dear Sir / Madam,

Sub: Submission of Voting Results and Scrutinizer's Report for the 72nd Annual General Meeting as per Regulation 44 and 51 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to the provisions of Regulation 44 and 51 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and as per Section 108 of the Companies Act, 2013, and Rules made thereunder, we hereby submit details regarding the voting results of the business(es) transacted at the 72nd Annual General Meeting of the Company in the prescribed format, along with Scrutinizer's Report furnished on status of the said Voting Results.

Please find enclosed herewith the Voting Results of the business(es) transacted at the 72nd Annual General Meeting as **Annexure A.**

We have also enclosed Scrutinizer's Report on the Voting Results of the business(es) transacted at the 72nd Annual General Meeting as **Annexure B**.

Following items of business were transacted at the 72nd Annual General Meeting held on 11th August, 2023, and all resolutions were passed with requisite majority:

ORDINARY BUSINESS:

- 1. Adoption of Stand-alone and Consolidated Financial Statements of the Company for the Year ended 31st March, 2023 together with the report of the Board of Directors and Auditors thereon. (**Ordinary Resolution**)
- 2. Declaration of Final Dividend of ₹1.50/- per Equity Share of face value of ₹2.00/- each per Equity Share (75%) for the Financial Year ended 31st March, 2023. (Ordinary Resolution)

Sudarshan Chemical Industries Limited Registered Office:

7th Floor, Eleven West Panchshil, Survey No. 25, Near PAN Card Club Road, Baner, Pune – 411 045, Maharashtra, India

Tel. No.: +91 20 682 81 200 Email: contact@sudarshan.com

www.sudarshan.com

Corporate Identity No.: L24119PN1951PLC008409



3. Appointment of Mr. Ashish Vij, Wholetime Director (DIN: 08140194), who retires by rotation and being eligible, offers himself for re-appointment. (**Ordinary Resolution**)

SPECIAL BUSINESS:

- 4. Ratification for payment of remuneration to Mrs. Ashwini Kedar Joshi, Cost Auditor (Sole Proprietor) (Registration No.: 102387) for FY 2023-24 to conduct Audit of Cost Records of the Company. (Ordinary Resolution)
- 5. Re-appointment of Mr. Rajesh Rathi (DIN: 00018628) as the Managing Director, for a further period of 5 (five) years commencing from 1st June, 2023 and ending on 31st May, 2028 upon the terms and conditions as recommended by the Nomination and Remuneration Committee and approved by the Board of Directors. (Ordinary Resolution)
- 6. Re-appointment of Mr. Ashish Vij (DIN: 08140194) as the Wholetime Director with the designation "Executive Director & Vice President Operations", for a further period of 5 (five) years commencing from 24th May, 2023 and ending on 23rd May, 2028 upon the terms and conditions as recommended by the Nomination and Remuneration Committee and approved by the Board of Directors. (Ordinary Resolution)
- 7. Ratification and Confirmation of Remuneration paid to Mr. Rajesh Rathi (DIN: 00018628) Managing Director of the Company for the Financial Year 2022-23. (Special Resolution)
- 8. Payment of remuneration to Mr. Rajesh Rathi (DIN: 00018628), Managing Director as 'Minimum Remuneration' in case of no profits/inadequacy of profits for FY 2023-24 notwithstanding that the remuneration payable to Mr. Rajesh Rathi exceeds the limits prescribed under the provisions of Section 197 read with Schedule V of the Act and Regulation 17(6)(e) of SEBI Listing Regulations, 2015. (Special Resolution)
- 9. Re-appointment of Mr. Naresh T. Raisinghani (DIN:00568298) as an Independent Director of the Company not liable to retire by rotation, and to hold office for a second term of five consecutive years with effect from 24th May, 2023 up to 23rd May 2028. (Special Resolution)

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10. Re-appointment of Dr. Deepak Parikh (DIN: 06504537) as an Independent Director of the Company not liable to retire by rotation, and to hold office for a second term of five consecutive years with effect from 1st April, 2024 up to 31st March, 2029. (Special Resolution)

Kindly take the same on record.

Thanking You, Yours faithfully, For SUDARSHAN CHEMICAL INDUSTRIES LIMITED

MANDAR VELANKAR GENERAL COUNSEL & COMPANY SECRETARY

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Annexure A

Voting results	
Record date	04-08-2023
Total number of shareholders on record date	66267
No. of shareholders present in the meeting either in person or through pro-	ку
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	7
b) Public	50
No. of resolution passed in the meeting	10

			Resc	olution (1)				
	Reso	olution required: (O	rdinary / Special)			Ordinary		
Whether p	romoter/promoter group are	interested in the age	enda/resolution?			No		
		Description of resol	ution considered	of the Company for the Financial Year ended 31st March, 2023 together with the Report of the Spard of Directors and the Auditors thereon				
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
	E-Voting		24799042	100.0000	24799042	0	100.0000	0.0000
Promoter and	Poll	24799042	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	24799042	24799042	100.0000	24799042	0	100.0000	0.0000
	E-Voting		9460934	74.1118	9460934	0	100.0000	0.0000
Public-	Poll	12765751	0	0.0000	0	0	0	0
Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	12765751	9460934	74.1118	9460934	0	100.0000	0.0000
	E-Voting		11431488	36.1042	11431003	485	99.9958	0.0042
	Poll	31662457	0	0.0000	0	0	0	0
Institutions	nstitutions Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	31662457	11431488	36.1042	11431003	485	99.9958	0.0042
	Total	69227250	45691464	66.0021	45690979	485	99.9989	0.0011
					Whether resolution	is Pass or Not.	Ye	es

			Reso	olution (2)				
	Reso	olution required: (Or	dinary / Special)			Ordinary		
Whether p	promoter/promoter group are	interested in the age	enda/resolution?			No		
		Description of resol	ution considered	To declare a Fina	Dividend of Rs. 1.5 Equity Share (75%	0/- per Equity Share) for the year ended		. 2.00/- each per
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
	E-Voting		24799042	100.0000	24799042	0	100.0000	0.0000
Promoter and	Poll	24799042	0	0.0000	0	0	0	0
Promoter Group	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	24799042	24799042	100.0000	24799042	0	100.0000	0.0000
	E-Voting		9466575	74.1560	9466575	0	100.0000	0.0000
Public-	Poll	12765751	0	0.0000	0	0	0	0
Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	12765751	9466575	74.1560	9466575	0	100.0000	0.0000
	E-Voting		13220695	41.7551	13220210	485	99.9963	0.0037
Public- Non	Public- Non Poll		0	0.0000	0	0	0	0
Institutions	nstitutions Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	31662457	13220695	41.7551	13220210	485	99.9963	0.0037
	Total 6922725			68.5948	47485827	485	99.9990	0.0010
					Whether resolution	is Pass or Not.	Υe	25

	Resolution (3)											
	Resc	olution required: (Or	dinary / Special)			Ordinary						
Whether p	romoter/promoter group are i	interested in the age	nda/resolution?			No						
		Description of resolu	ution considered	• •	ector in place or ivir n in terms of Section	• •	panies Act, 2013, a	,				
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				
	E-Voting		24799042	100.0000	24799042	0	100.0000	0.0000				
Promoter and	Poll	24799042	0	0.0000	0	0	0	0				
Promoter Group	Postal Ballot (if applicable)		0	0.0000	0	0	0	0				
	Total	24799042	24799042	100.0000	24799042	0	100.0000	0.0000				
	E-Voting		9466575	74.1560	8508484	958091	89.8792	10.1208				
Public-	Poll	12765751	0	0.0000	0	0	0	0				
Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0	0				
	Total	12765751	9466575	74.1560	8508484	958091	89.8792	10.1208				
	E-Voting		13220645	41.7550	13218823	1822	99.9862	0.0138				
Public- Non	Poll	31662457	0	0.0000	0	0	0	0				
Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0	0				
	Total	31662457	13220645	41.7550	13218823	1822	99.9862	0.0138				
Total	Total	69227250	47486262	68.5948	46526349	959913	97.9785	2.0215				
					Whether resolution	is Pass or Not.	Y	es				

			Resc	olution (4)				
	Reso	olution required: (O	dinary / Special)			Ordinary		
Whether p	romoter/promoter group are	interested in the age	enda/resolution?			No		
		Description of resol	ution considered		payment or remune Accountant, Pune, maint		02387) for auditing	•
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
	E-Voting		24799042	100.0000	24799042	0	100.0000	0.0000
Promoter and	Poll	24799042	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	24799042	24799042	100.0000	24799042	0	100.0000	0.0000
	E-Voting		9466575	74.1560	9466575	0	100.0000	0.0000
Public-	Poll	12765751	0	0.0000	0	0	0	0
Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	12765751	9466575	74.1560	9466575	0	100.0000	0.0000
	E-Voting		13220645	41.7550	13218717	1928	99.9854	0.0146
Public- Non	Public- Non Poll		0	0.0000	0	0	0	0
Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	31662457	13220645	41.7550	13218717	1928	99.9854	0.0146
Total	Total	69227250	47486262	68.5948	47484334	1928	99.9959	0.0041
					Whether resolution	n is Pass or Not.	Ye	es

	Resolution (5)											
	Reso	olution required: (O	rdinary / Special)			Ordinary						
Whether p	romoter/promoter group are	interested in the age	enda/resolution?			Yes						
		Description of resol	ution considered	period of 5 (five)	of Mr. Rajesh Rathi years commencing f aditions as recomme	rom 1st June, 2023	and ending on 31st	t May, 2028 upon				
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				
	E-Voting		24799042	100.0000	24799042	0	100.0000	0.0000				
Promotor Group	Poll	24799042	0	0.0000	0	0	0	0				
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0				
	Total	24799042	24799042	100.0000	24799042	0	100.0000	0.0000				
	E-Voting		9466575	74.1560	7638610	1827965	80.6903	19.3097				
Public-	Poll	12765751	0	0.0000	0	0	0	0				
Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0	0				
	Total	12765751	9466575	74.1560	7638610	1827965	80.6903	19.3097				
	E-Voting		13220645	41.7550	13218442	2203	99.9833	0.0167				
Public- Non	Poll	31662457	0	0.0000	0	0	0	0				
Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0	0				
	Total	31662457	13220645	41.7550	13218442	2203	99.9833	0.0167				
	Total	47486262	68.5948	45656094	1830168	96.1459	3.8541					
					Whether resolution	is Pass or Not.	Y	es				

			Reso	olution (6)				
	Reso	olution required: (Or	dinary / Special)			Ordinary		
Whether p	romoter/promoter group are	interested in the age	enda/resolution?			No		
		Description of resol	ution considered	designation "Execu	nt or IVIr. Ashish Vijutive Director & Vice	President – Opera	tions", for a further	period of 5 (five)
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
	E-Voting		24799042	100.0000	24799042	0	100.0000	0.0000
Promoter and	Poll	24799042	0	0.0000	0	0	0	0
Promoter Group	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	24799042	24799042	100.0000	24799042	0	100.0000	0.0000
	E-Voting		9466575	74.1560	8314876	1151699	87.8340	12.1660
Public-	Poll	12765751	0	0.0000	0	0	0	0
Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	12765751	9466575	74.1560	8314876	1151699	87.8340	12.1660
	E-Voting		13220645	41.7550	13218463	2182	99.9835	0.0165
Public- Non	Poll	31662457	0	0.0000	0	0	0	0
Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	31662457	13220645	41.7550	13218463	2182	99.9835	0.0165
	Total	47486262	68.5948	46332381	1153881	97.5701	2.4299	
					Whether resolution	is Pass or Not.	Υe	25

			Reso	olution (7)				
	Reso	olution required: (Or	dinary / Special)			Special		
Whether p	promoter/promoter group are	interested in the age	enda/resolution?			Yes		
		Description of resol	ution considered		Confirmation of Re	•	•	•
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
	E-Voting		24799042	100.0000	24799042	0	100.0000	0.0000
Promoter and	Poll	24799042	0	0.0000	0	0	0	0
Promoter Group	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	24799042	24799042	100.0000	24799042	0	100.0000	0.0000
	E-Voting		9466575	74.1560	7465320	2001255	78.8598	21.1402
Public-	Poll	12765751	0	0.0000	0	0	0	0
Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	12765751	9466575	74.1560	7465320	2001255	78.8598	21.1402
	E-Voting		12619279	39.8557	12616851	2428	99.9808	0.0192
Public- Non	Public- Non Poll 31662457			0.0000	0	0	0	0
Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	31662457	12619279	39.8557	12616851	2428	99.9808	0.0192
Total	Total 69227250 46884896				44881213	2003683	95.7264	4.2736
					Whether resolution	is Pass or Not.	Ye	25

			Reso	olution (8)				
	Reso	olution required: (O	rdinary / Special)			Special		
Whether p	romoter/promoter group are	interested in the age	-			Yes		
		Description of resol		Remuneration in o	eration to Mr. Rajes case of no profits/in tion payable to Mr	adequacy of profits	for FY 2023-24 not	withstanding that
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
	E-Voting		24799042	100.0000	24799042	0	100.0000	0.0000
Promotor Group	Poll	24799042	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	24799042	24799042	100.0000	24799042	0	100.0000	0.0000
	E-Voting		9466575	74.1560	7443506	2023069	78.6293	21.3707
Public-	Poll	12765751	0	0.0000	0	0	0	0
Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	12765751	9466575	74.1560	7443506	2023069	78.6293	21.3707
	E-Voting		13220608	41.7548	13218076	2532	99.9808	0.0192
Public- Non	Public- Non Poll		0	0.0000	0	0	0	0
nstitutions Postal Ballot (if applicable)			0	0.0000	0	0	0	0
	Total	31662457	13220608	41.7548	13218076	2532	99.9808	0.0192
Total	Total	69227250	47486225	68.5947	45460624	2025601	95.7343	4.2657
					Whether resolution	is Pass or Not.	Ye	es

			Reso	olution (9)				
	Reso	olution required: (O	rdinary / Special)			Special		
Whether p	romoter/promoter group are	interested in the age	enda/resolution?			No		
		Description of resol	ution considered	the Company n	or ivir. ivaresh i. kai not liable to retire by jutive years with effe	rotation, and to ho	old office for a seco	nd term of five
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
	E-Voting		24799042	100.0000	24799042	0	100.0000	0.0000
Promoter and	Poll	24799042	0	0.0000	0	0	0	0
Promoter Group	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	24799042	24799042	100.0000	24799042	0	100.0000	0.0000
	E-Voting		9466575	74.1560	5905798	3560777	62.3858	37.6142
Public-	Poll	12765751	0	0.0000	0	0	0	0
Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	12765751	9466575	74.1560	5905798	3560777	62.3858	37.6142
	E-Voting		13145354	41.5172	13143372	1982	99.9849	0.0151
Public- Non	Public- Non Poll		0	0.0000	0	0	0	0
Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	31662457	13145354	41.5172	13143372	1982	99.9849	0.0151
	Total	69227250	47410971	68.4860	43848212	3562759	92.4854	7.5146
					Whether resolution	is Pass or Not.	Ye	es

			Reso	lution (10)				
	Reso	olution required: (O	dinary / Special)			Special		
Whether p	romoter/promoter group are	interested in the age	enda/resolution?			No		
		Description of resol	ution considered	Company not	t or or. Deepak Pari t liable to retire by r	otation, and to hold	l office for a second	term of five
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
	E-Voting		24799042	100.0000	24799042	0	100.0000	0.0000
Promotor Group	Poll	24799042	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	24799042	24799042	100.0000	24799042	0	100.0000	0.0000
	E-Voting		9466575	74.1560	7665929	1800646	80.9789	19.0211
Public-	Poll	12765751	0	0.0000	0	0	0	0
Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	12765751	9466575	74.1560	7665929	1800646	80.9789	19.0211
	E-Voting		12821590	40.4946	12819598	1992	99.9845	0.0155
Public- Non	Public- Non Poll		0	0.0000	0	0	0	0
Institutions	nstitutions Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	31662457	12821590	40.4946	12819598	1992	99.9845	0.0155
	Total	69227250	47087207	68.0183	45284569	1802638	96.1717	3.8283
					Whether resolution	is Pass or Not.	Ye	es

RAJESH KARUNAKARAN COMPANY SECRETARY

C.P. NO. 6581 FCS No. 7441

204 Pragati Towers ,Opp. Shivajinagar S.T. Stand , Shivajinagar , Pune – 411 005,www. csrk.co.in , M-9890320874 ,e-mail –karunakaran2004@yahoo.com

CONSOLIDATED REPORT OF SCRUTINIZER ON REMOTE E-VOTING AND E-VOTING IN CONNECTION WITH THE 72nd ANNUAL GENERAL MEETING OF SUDARSHAN CHEMICAL INDUSTRIES LIMITED (CIN L24119PN1951PLC008409) HELD ON FRIDAY, 11TH AUGUST 2023AT 4.00 P.M. THROUGH VC / OAVM AND DEEMED TO HAVE BEEN HELD AT THE REGISTRED OFFICE OF THE COMPANYAT7TH FLOOR, ELEVEN WEST PANCHSHIL, SURVEY NO. 25, NEAR PAN CARD CLUB ROAD, BANER, PUNE – 411 045

(Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 108 of the Companies Act 2013 read with the Companies (Management and Administration) Rules, 2014 as substituted by the Companies (Management and Administration) Amendment Rules, 2015 read with relevant circulars of MCA and SEBI.

To: The Chairman, Sudarshan Chemical Industries Limited 7th Floor, Eleven West Panchshil, Survey No. 25, Near PAN Card Club Road, Baner, Pune – 411 045

Dear Sir.

Sub: Passing of Resolutions through Remote E-Voting and E-Voting under the provisions of section 108 of the Companies Act, 2013 including any statutory modification or re-enactment thereof read with the Companies(Management and Administration), Rules 2014 as amended and Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Please refer to your letter dated 23rd May 2023, attaching therewith a copy of the Board Resolution and Notice of the 72ndAnnual General Meeting(AGM) both dated23rdMay 2023, of Sudarshan Chemical Industries Limited ("the Company") and informing me of my appointment as Scrutinizer for the purpose of ascertaining the result of the below mentioned resolutions to be passed by means of Remote E-Voting and E-Voting at the AGM.

The Ministry of Corporate Affairs, Government of India (MCA), has allowed to conduct Annual General Meeting through VC or OAVM and has dispensed personal presence of the members at the Meeting. In this regard, the MCA has issued Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 05, 2020, Circular No. 02/2021 dated January 13, 2021, Circular No. 21/2021 dated 14th December 2021, Circular No. 2/2022 dated 5th May 2022 and Circular No.10/2022 dated 28th December 2022 (hereinafter these circulars collectively referred to as 'MCA Circulars'). The Securities and Exchange Board of India ("SEBI") also vide its Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 05, 2023 ("SEBI Circular") has provided certain relaxations from compliance with certain provisions of the SEBI Listing Regulations. In compliance with these Circulars, provisions of the Act and the SEBI Listing Regulations, the



Company has conducted the AGM by providing two-way teleconferencing facility ('VC facility') to its Members through National Securities Depository Limited (NSDL) e-voting platform.

The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act 2013 and SEBI Regulations relating to offering to shareholders facility of Remote e-voting and E-Voting in respect of the resolutions contained in the Notice of the AGM dated 23rd May 2023.

My responsibility as a scrutinizer for the remote e-voting process and e-Voting process at the AGM is restricted to making a Scrutinizers Report of the votes cast in favour or against the resolutions stated in the Notice of the AGM, based on reports generated from the remote e-voting system and e-voting system provided by the National Securities Depository Limited (NSDL) the authorised agency engaged by the Company to provide remote e-voting and e-voting facilities to the shareholders.

In accordance with the aforesaid Circulars issued by MCA and SEBI, the Company has sent the Annual Financial Report for the year ended 31st March 2023 including the Notice of the AGM to the shareholders in only electronic form.

The shareholders have accordingly exercised the facility of casting electronic votes, casted their votes through the voting platform provided by M/s National Securities Depository Limited (hereinafter referred to as "NSDL") on their official website, the communication of the assent or dissent of the members took place through the remote e-voting and e-voting system only.

The remote e-voting period commenced at 9.00 a.m. (IST) on Tuesday, 8th August 2023 and ended at 5.00 p.m. (IST) on Thursday 10thAugust 2023. Company has also provided electronic voting system as used during remote e-voting during the AGM. The said facility was in operation till all the resolutions were considered and voted upon in the meeting and was used for voting only by the members attending the meeting and who did not exercise their right to vote through remote e-voting.

The Chairman after having ascertained the presence of requisite and valid quorum commenced the AGM proceedings at 4.00 p.m. Members participated in the AGM and voted on the resolutions. Accordingly the AGM was validly held in accordance with the requirements of law.

I have monitored the process of Remote E-Voting and E-Voting through the scrutiniser's secured link provided by NSDL on their official website. The votes cast through remote e-voting facility were downloaded by me on Friday, 11thAugust 2023(after 5.30 p.m.) in the presence of two witnesses who are not in the employment of the Company.

Summarised Results of Remote E-Voting and E-Voting at the AGM have been combined under the head E-Voting.

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Resolution	Required : (C	Ordinary)	consolidate Year ended	ed financial	der and adopt statements of t 2023 together ors thereon.	he Compa	ny for the	Financial
	omoter/ promoter the agenda/re	oter group are	No					
Category	Mode of Voting		110					
		No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstandin g 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
Promoter	E-Voting Poll		24799042 0	100.0000	24799042 0	0	100.000	0.0000
and Promoter Group	Postal Ballot	24799042	0	0.0000	0	0	0.0000	0.0000
	Total		24799042	100.0000	24799042	0	100.000	0.0000
	E-Voting	_	9460934	74.1118 0.0000	9460934	0	100.000 0 0.0000	0.0000
Public Institutions	Postal Ballot	12765751	0	0.0000	0	0	0.0000	0.0000
	Total		9460934	74.1118	9460934	0	100.000	0.0000
	E-Voting		11431488	36.1042	11431003	485	99.9958	0.0042
Public Non	Poll		0	0.0000	0	0	0.0000	0.0000
Institutions	Postal Ballot	31662457	0	0.0000	0	0	0.0000	0.0000
	Total		11431488	36.1042	11431003	485	99.9958	0.0042
Total		69227250	45691464	66.0021	45690979	485	99.9989	0.0011



No. of N	Resolution	Required : (O	rdinary)			Dividend of Rs. per Equity Shar					
Category Voting				No	No						
Promoter and Promoter Group Postal Ballot		Mode of	No. of shares held	polled	Votes Polled on outstan ding shares [3]={[2]/[– in favour	Votes – Against	Votes in favour on votes polled [6]={[4]/[Votes against on votes polled [7]={[5]/[2		
Postal Ballot			24799042		0			100.000 0			
Public Institutions E-Voting Postal Ballot E-Voting Poll Postal Ballot Postal	Promoter			0		0	0		0.0000		
Public Institutions Poll Postal Ballot Postal Ballot Poll Poll Postal Ballot Poll Poll Postal Ballot Pos		Total		24799042		24799042	0	0	0.0000		
Public Institutions Postal Ballot Total Postal Ballot Postal Ballot Total Postal Ballot Postal Ballo								0			
Public Non Institutions E-Voting Poll 13220695 41.7551 13220210 485 99.9963 0.0037 Postal Ballot Postal Ballot 0 0.0000 0 0 0.0000 0.0000 Total 13220695 41.7551 13220210 485 99.9963 0.0037		Postal	12765751			-		0.0000			
Public Non Institutions Poll Postal Ballot 31662457 0 0.0000 0 0 0.0000 0.0000 0.0000 Total 13220695 41.7551 13220210 485 99.9963 0.0037								•			
Institutions Postal Ballot 31662457 0 0.0000 0 0 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0037											
		Ballot	31662457	_							
Tatal	Total	Total	69227250	13220695 47486312	41.7551 68.5948	13220210 47485827	485 485	99.9963	0.0037		



Resolution Re	equired : (O	rdinary)	3 - To appoint a Director in place of Mr. Ashish Vij (DIN: 08140194), Wholetime Director, who retires by rotation in terms of Section 152(6) of the Companies Act, 2013, and being eligible, offers himself for reappointment					
Whether prominterested in the	•	• .	No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstan ding shares	No. of Votes	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	E-Voting	24799042	24799042	100.000	24799042	0	100.000	0.0000
and	Poll		0	0.0000	0	0	0.0000	0.0000
Promoter Group	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		24799042	100.000 0	24799042	0	100.000 0	0.0000
	E-Voting	_	9466575	74.1560	8508484	958091	89.8792	10.1208
Public	Poll	40705754	0	0.0000	0	0	0.0000	0.0000
Institutions	Postal Ballot	12765751	0	0.0000	0	0	0.0000	0.0000
	Total		9466575	74.1560	8508484	958091	89.8792	10.1208
	E-Voting		13220645	41.7550	13218823	1822	99.9862	0.0138
Public Non	Poll		0	0.0000	0	0	0.0000	0.0000
Institutions	Postal Ballot	31662457	0	0.0000	0	0	0.0000	0.0000
	Total		13220645	41.7550	13218823	1822	99.9862	0.0138
Total		69227250	47486262	68.5948	46526349	959913	97.9785	2.0215



Resolution Re	equired : (O	rdinary)	4 - Ratification for payment of remuneration to Cost Auditor, Mrs. Ashwini Kedar Joshi (Sole Proprietor), Cost Accountant, Pune, (Registration No. 102387) for auditing the cost records maintained for the FY 2023-24					
Whether prominterested in th			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstan ding 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
Promoter and Promoter Group	E-Voting Poll Postal Ballot Total	24799042	24799042 0 0 24799042	100.000 0 0.0000 0.0000 100.000 0	24799042 0 0 24799042	0 0 0 0	0.0000 0.0000 0.0000 100.000 0	0.0000 0.0000 0.0000
Public Institutions	E-Voting Poll Postal Ballot Total	12765751	9466575 0 0 9466575	74.1560 0.0000 0.0000 74.1560	9466575 0 0 9466575	0 0 0	0.0000 0.0000 0.0000 100.000 0	0.0000 0.0000 0.0000 0.0000
Public Non Institutions	E-Voting Poll Postal Ballot Total	31662457 69227250	13220645 0 0 13220645 47486262	41.7550 0.0000 0.0000 41.7550 68.5948	13218717 0 0 13218717 47484334	1928 0 0 1928 1928	99.9854 0.0000 0.0000 99.9854 99.9959	0.0146 0.0000 0.0000 0.0146 0.0041



Resolution Re	Resolution Required : (Ordinary)			5 - Re-appointment of Mr. Rajesh Rathi (DIN: 00018628) as the Managing Director, for a further period of 5 (five) years commencing from 1st June, 2023 and ending on 31st May, 2028 upon the terms and conditions as recommended by the Nomination and Remuneration Committee and approved by the Board of Directors					
Whether prominterested in the			Yes						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstan ding 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	
	E-Voting	24799042	24799042	100.000	24799042	0	100.000	0.0000	
Promoter	Poll		0	0.0000	0	0	0.0000	0.0000	
and Promoter Group	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	
	Total		24799042	0	24799042	0	0	0.0000	
	E-Voting		9466575	74.1560	7638610	1827965	80.6903	19.3097	
	Poll		0	0.0000	0	0	0.0000	0.0000	
Public Institutions	Postal Ballot	12765751	0	0.0000	0	0	0.0000	0.0000	
	Total		9466575	74.1560	7638610	1827965	80.6903	19.3097	
	E-Voting		13220645	41.7550	13218442	2203	99.9833	0.0167	
Public Non	Poll	31662457	0	0.0000	0	0	0.0000	0.0000	
Institutions	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	
	Total		13220645	41.7550	13218442	2203	99.9833	0.0167	
Total		69227250	47486262	68.5948	45656094	1830168	96.1459	3.8541	



Resolution Re	equired : (O	rdinary)	6 - Re-appointment of Mr. Ashish Vij (DIN: 08140194) as the Wholetime Director with the designation "Executive Director & Vice President – Operations", for a further period of 5 (five) years commencing from 24th May, 2023 and ending on 23rd May, 2028 upon the terms and conditions as recommended by the Nomination and Remuneration Committee and approved by the Board of Directors						
Whether prominterested in the			No						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstan ding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled [6]={[4]/[% of Votes against on votes polled [7]={[5]/[2	
		ניו	[2]	1]}*100	נידו	[0]	2]}*100]}*100	
Promoter	E-Voting	24799042	24799042	100.000	24799042	0	100.000	0.0000	
and Promoter Group	Poll Postal Ballot		0	0.0000	0	0	0.0000	0.0000	
	Total		24799042	100.000 0	24799042	0	100.000 0	0.0000	
	E-Voting Poll		9466575 0	74.1560 0.0000	8314876 0	1151699 0	87.8340 0.0000	12.1660 0.0000	
Public Institutions	Postal Ballot Total	12765751	0 9466575	0.0000 74.1560	0 8314876	0 1151699	0.0000 87.8340	0.0000 12.1660	
D.His. N	E-Voting Poll		13220645 0	41.7550 0.0000	13218463 0	2182 0	99.9835 0.0000	0.0165 0.0000	
Public Non Institutions	Postal Ballot Total	31662457	0 13220645	0.0000 41.7550	0 13218463	0 2182	0.0000	0.0000	
Total		69227250	47486262	68.5948	46332381	1153881	97.5701	2.4299	



Resolution Re	equired : (S _l	pecial)		00018628)	nfirmation of R Managing Dir					
Whether prominterested in the			Yes	Yes						
Category	Mode of Voting	No. of shares held	No. of votes polled [2]	% of Votes Polled on outstan ding 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		
Promoter	E-Voting	24799042	24799042	100.000	24799042	0	100.000 0	0.0000		
and Promoter Group	Poll Postal Ballot		0	0.0000	0	0	0.0000	0.0000		
	Total		24799042	100.000 0	24799042	0	100.000 0	0.0000		
Public	E-Voting Poll		9466575 0	74.1560 0.0000	7465320 0	2001255	78.8598 0.0000	21.1402 0.0000		
Institutions	Postal Ballot	12765751	0	0.0000	0	0	0.0000	0.0000		
	Total		9466575	74.1560	7465320	2001255	78.8598	21.1402		
Public Non	E-Voting Poll		12619279 0	39.8557 0.0000	12616851 0	2428 0	99.9808	0.0192 0.0000		
Institutions	Postal Ballot Total	31662457	0 12619279	0.0000 39.8557	0 12616851	0 2428	0.0000	0.0000 0.0192		
Total		69227250	46884896	67.7261	44881213	2003683	95.7264	4.2736		



Resolution Re	equired : (Sį	pecial)	8 - Payment of remuneration to Mr. Rajesh Rathi (DIN: 00018628), Managing Director as Minimum Remuneration in case of no profits/inadequacy of profits for FY 2023-24 notwithstanding that the remuneration payable to Mr. Rajesh Rathi exceeds the limits prescribed under the provisions of Section 197 read with Schedule V of the Act and Reg 17(6)(e) of SEBI Listing Regulations 2015.					
	Whether promoter/ promoter group are interested in the agenda/resolution?							
Category	Mode of Voting	No. of shares held	No. of votes	% of Votes Polled on outstan ding 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
Danastan	E-Voting	24799042	24799042	100.000 0	24799042	0	100.000 0	0.0000
Promoter and	Poll		0	0.0000	0	0	0.0000	0.0000
Promoter Group	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		24799042	100.000 0	24799042	0	100.000	0.0000
	E-Voting		9466575	74.1560	7443506	2023069	78.6293	21.3707
Public	Poll		0	0.0000	0	0	0.0000	0.0000
Institutions	Postal Ballot	12765751	0	0.0000	0	0	0.0000	0.0000
	Total		9466575	74.1560	7443506	2023069	78.6293	21.3707
	E-Voting	31662457	13220608	41.7548	13218076	2532	99.9808	0.0192
Public Non	Poll		0	0.0000	0	0	0.0000	0.0000
Institutions	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		13220608	41.7548	13218076	2532	99.9808	0.0192
Total		69227250	47486225	68.5947	45460624	2025601	95.7343	4.2657



Rajesh Karunakaran, Company Secretary

Resolution Re	equired : (S	pecial)	9 - Re-appointment of Mr. Naresh T. Raisinghani (DIN:00568298) as an Independent Director of the Company not liable to retire by rotation, and to hold office for a second term of five consecutive years with effect from 24th May, 2023 up to 23rd May 2028.					
Whether prominterested in the		0 1	No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstan ding shares [3]={[2]/[1]}*100	No. of Votes – in favour [4]	No. of Votes – Against	% of Votes in favour on votes polled [6]={[4]/[2]}*100	% of Votes against on votes polled [7]={[5]/[2]}*100
Promoter	E-Voting	24799042	24799042 0	100.000 0 0.0000	24799042 0	0	100.000 0 0.0000	0.0000
and Promoter Group	Postal Ballot		0 24799042	0.0000 100.000 0	0 24799042	0	0.0000 100.000 0	0.0000
	E-Voting Poll		9466575	74.1560 0.0000	5905798	3560777 0	62.3858	37.6142 0.0000
Public Institutions	Postal Ballot Total	12765751	0 9466575	0.0000 74.1560	0 5905798	0 3560777	0.0000 62.3858	0.0000 37.6142
Public Non Institutions	E-Voting Poll Postal Ballot	31662457	13145354	41.5172 0.0000 0.0000	13143372 0	1982	99.9849 0.0000 0.0000	0.0151 0.0000 0.0000
Total	Total	69227250	13145354 47410971	41.5172 68.4860	13143372 43848212	1982 3562759	99.9849 92.4854	0.0151 7.5146



Resolution Re	equired : (S	pecial)	Independent and to hold	Director of office for a	of Dr. Deepak f the Compan a second tern 24 up to 31st N	y not liable n of five cor	to retire by	y rotation,
Whether prominterested in the			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstan ding 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
Promoter and	E-Voting Poll	24799042	24799042 0	100.000 0 0.0000	24799042 0	0	100.000 0 0.0000	0.0000 0.0000
Promoter Group	Postal Ballot Total		0 24799042	0.0000 100.000 0	24799042	0	0.0000 100.000 0	0.0000
D. J. F.	E-Voting Poll		9466575	74.1560 0.0000	7665929 0	1800646	80.9789	19.0211 0.0000
Public Institutions	Postal Ballot Total	12765751	0 9466575	0.0000 74.1560	0 7665929	0 1800646	0.0000 80.9789	0.0000 19.0211
Public Non Institutions	E-Voting Poll Postal Ballot	31662457	12821590 0	40.4946 0.0000 0.0000	12819598 0	1992 0	99.9845 0.0000 0.0000	0.0155 0.0000 0.0000
Total	Total	69227250	12821590 47087207	40.4946 68.0183	12819598 45284569	1992 1802638	99.9845 96.1717	0.0155 3.8283



The voting has been reckoned in proportion to the members share in the paid-up equity share capital of the Company as on the cut-off date i.e Friday, 4^{th} August 2023.

Since the number of votes cast by the shareholders in favour the Resolutions listed at item Nos. 1 to 10exceed the votes cast against as mandated under the Companies Act 2013, I confirm that all the ten(10) resolutions comprising of ordinary resolutions and special resolutions have been passed with the requisite majority.

Thank you,

Yours truly,

RAJESH KARUNAKARAN COMPANY SECRETARY

C.P. NO. 6581 F.C.S. NO. 7441 UDIN- F007441E000796812 Peer Review Certificate No.1260/2021 dated 28th June 2021 Pune , 12thAugust 2023

Countersigned by:

P. L. Rolli

For Sudarshan Chemical Industries Limited

P. R. RATHI CHAIRMAN DIN: 00018577

Pune, 12th August 2023

