



CIN : L74899DL1993PLC052787

SOM DISTILLERIES & BREWERIES LTD.

ISO 9001:2015 Certified Company

Corporate Office : 23, Zone-II, Maharana Pratap Nagar, Bhopal-462 011 (Madhya Pradesh) Tel.: +91-755-4278827, 4271271 Fax : +91-755-2557470

E-mail : sdlttd@bsnl.in, somdistilleries@rediffmail.com, Web : www.somindia.com

Works : Village Rojrachak, Distt. Raisen (Madhya Pradesh) Ph.: +91-7480-266244-5

SDBL/BSE/NSE/2020

Date: 30.09.2020

The Manager, Listing Department, NATIONAL STOCK EXCHANGE OF INDIA LIMITED 'Exchange Plaza' C-1 , Block G, Bandra-Kurla Complex, Bandra (E), Mumbai-400 051. cmlist@nse.co.in Security ID: SDBL	Dy. General Manager, Department of Corporate Services, BSE LIMITED, First Floor, P.J. Towers, Dalal Street, Fort, Mumbai – 400001. corp.compliance@bseindia.com Security ID: 507514
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ISIN : INE480C01012

SUBJECT: CONSOLIDATED SCRUTINIZER'S REPORT AND DISCLOSURE OF VOTING RESULTS OF THE 27TH ANNUAL GENERAL MEETING HELD ON 29TH SEPTEMBER, 2020 UNDER REGULATION 44(3) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

Dear Sir/Madam,

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed details of voting results inclusive of remote e-voting and e-voting during AGM of the Company held on Tuesday, the 29th day of September, 2020 at 12:30 P.M through video conferencing / other audio visual means (VC / OAVM).

We are also enclosing the consolidated report of the Scrutinizer on remote e-voting and e-voting during the AGM. The above are also being uploaded on the Company's website www.somindia.com and on the website of Central Depository Services Limited, www.evotingindia.com. You are requested to kindly take the same on record.

Thanking You,
Yours Faithfully,

For Som Distilleries and Breweries Limited



Om Prakash
Company Secretary & Compliance Officer

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General information about company

Scrip code	507514
NSE Symbol	SDBL
MSEI Symbol	NOTLISTED
ISIN	INE480C01012
Name of the company	DISTILLERIES AND BREWERIES LIMITED
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	29-09-2020
Start time of the meeting	12:30 PM
End time of the meeting	01:00 PM

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Scrutinizer Details

Name of the Scrutinizer	NEELESH JAIN
Firms Name	N K JAIN AND ASSOCIATES
Qualification	CS
Membership Number	6436
Date of Board Meeting in which appointed	27-06-2020
Date of Issuance of Report to the company	30-09-2020

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Voting results	
Record date	23-09-2020
Total number of shareholders on record date	21169
No. of shareholders present in the meeting either in person or through proxy	
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	49
No. of resolution passed in the meeting	10
Disclosure of notes on voting results	Add Notes

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Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To consider and approve Audited Standalone and consolidated Financial Statements of the Company for the financial year ended March 31, 2020, the reports of the Board of Directors and				
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	7953187	7932633	99.7416	7932633	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		7953187	7932633	99.7416	7932633	0	100.0000
Public-Institutions	E-Voting	725000	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		725000	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	23815682	13173029	55.3124	13172369	660	99.9950	0.0050
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		23815682	13173029	55.3124	13172369	660	99.9950
Total		32493869	21105662	64.9528	21105002	660	99.9969	0.0031
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0



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Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To re-appoint Shri Nakul Kam Sethi(DIN:06512548), who retires by rotation and being eligible offers himself for reappointment				
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	7953187	7932633	99.7416	7932633	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		7953187	7932633	99.7416	7932633	0	100.0000
Public- Institutions	E-Voting	725000	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		725000	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	23815682	13154991	55.2367	13153929	1062	99.9919	0.0081
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		23815682	13154991	55.2367	13153929	1062	99.9919
Total		32493869	21087624	64.8972	21086562	1062	99.9950	0.0050
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0



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Resolution (3)

Resolution required: (Ordinary / Special)		Ordinary						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Description of resolution considered		Appointment of Mr. Rakesh Rathi (DIN 08664667) as an Independent Director of the Company						
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	7953187	7932633	99.7416	7932633	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		7953187	7932633	99.7416	7932633	0	100.0000
Public-Institutions	E-Voting	725000	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		725000	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	23815682	13173029	55.3124	13172367	662	99.9950	0.0050
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		23815682	13173029	55.3124	13172367	662	99.9950
Total		32493869	21105662	64.9528	21105000	662	99.9969	0.0031
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0



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Resolution (4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Uma Kant Samal (DIN08669929) as an Independent Director of the Company				
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	7953187	7932633	99.7416	7932633	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		7953187	7932633	99.7416	7932633	0	100.0000
Public-Institutions	E-Voting	725000	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		725000	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	23815682	13173029	55.3124	13172367	662	99.9950	0.0050
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		23815682	13173029	55.3124	13172367	662	99.9950
Total		32493869	21105662	64.9528	21105000	662	99.9969	0.0031
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0



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Resolution (5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Alteration of Memorandum of Association as per the provisions of the Companies Act, 2013				
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	7953187	7932633	99.7416	7932633	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		7953187	7932633	99.7416	7932633	0	100.0000
Public-Institutions	E-Voting	725000	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		725000	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	23815682	13173029	55.3124	13172367	662	99.9950	0.0050
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		23815682	13173029	55.3124	13172367	662	99.9950
Total		32493869	21105662	64.9528	21105000	662	99.9969	0.0031
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0



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Resolution (6)

Resolution required: (Ordinary / Special)

Special

Whether promoter/promoter group are interested in the agenda/resolution?

No

Description of resolution considered

Adoption of Articles of Association as per the provisions of the Companies Act, 2013

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	7953187	7932633	99.7416	7932633	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		7953187	7932633	99.7416	7932633	0	100.0000
Public-Institutions	E-Voting	725000	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		725000	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	23815682	13173029	55.3124	13172367	662	99.9950	0.0050
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		23815682	13173029	55.3124	13172367	662	99.9950
Total		32493869	21105662	64.9528	21105000	662	99.9969	0.0031
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0



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Resolution (7)

Resolution required: (Ordinary / Special)		Ordinary						
Whether promoter/promoter group are interested in the agenda/resolution?		Yes						
Description of resolution considered		To approve payment of Remuneration to Mr. Jagdish Kumar Arora, Chairman and Managing Director as per the provisions of the Companies Act, 2013 and applicable SEBI Regulations						
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	7953187	766	0.0096	766	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		7953187	766	0.0096	766	0	100.0000
Public-Institutions	E-Voting	725000	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		725000	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	23815682	13173029	55.3124	13172367	662	99.9950	0.0050
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		23815682	13173029	55.3124	13172367	662	99.9950
Total		32493869	13173795	40.5424	13173133	662	99.9950	0.0050
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	4810206
Public Insitutions	0
Public - Non Insitutions	0



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Resolution (8)

Resolution required: (Ordinary / Special)		Special						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Description of resolution considered		To approval SOM ESOP Scheme, 2020 as per the provisions of the Companies Act, 2013 and applicable SEBI Regulations						
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	7953187	7932633	99.7416	7932633	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		7953187	7932633	99.7416	7932633	0	100.0000
Public-Institutions	E-Voting	725000	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		725000	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	23815682	13173029	55.3124	13172367	662	99.9950	0.0050
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		23815682	13173029	55.3124	13172367	662	99.9950
Total		32493869	21105662	64.9528	21105000	662	99.9969	0.0031
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0



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Resolution (9)

Resolution required: (Ordinary / Special)		Ordinary						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Description of resolution considered		To increase the Authorised Share Capital and consequent alteration in clause V of Memorandum of Association of the Company as per the provisions of the Companies Act, 2013 and applicable						
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	7953187	7932633	99.7416	7932633	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		7953187	7932633	99.7416	7932633	0	100.0000
Public-Institutions	E-Voting	725000	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		725000	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	23815682	13173029	55.3124	13172367	662	99.9950	0.0050
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		23815682	13173029	55.3124	13172367	662	99.9950
Total		32493869	21105662	64.9528	21105000	662	99.9969	0.0031
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0



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Resolution (10)

Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To approve sub-division of shares as per the provisions of the Companies Act, 2013 and applicable SEBI Regulations				
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	7953187	7932633	99.7416	7932633	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		7953187	7932633	99.7416	7932633	0	100.0000
Public-Institutions	E-Voting	725000	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		725000	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	23815682	13173029	55.3124	13171567	1462	99.9889	0.0111
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		23815682	13173029	55.3124	13171567	1462	99.9889
Total		32493869	21105662	64.9528	21104200	1462	99.9931	0.0069
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0



Neelesh Jain

Company Secretary

FORM NO. MGT-13

CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to rule section 108 of the Companies Act, 2013 (as amended) and Companies (Management and Administration) Rules, 2014(as amended)]

To,
The Chairman,
27th Annual General Meeting (AGM) of
The Members of Som Distilleries and Breweries Limited,
held on Tuesday, the 29th day of September, 2020 at 12:30 P.M.,
through video conferencing / other audio visual means (VC / OAVM)

Consolidated Scrutinizer's Report on voting by Remote E-Voting and E-Voting facility at the 27th Annual General Meeting (AGM) of the Equity shareholders of Som Distilleries and Breweries Limited held on Tuesday, the 29th day of September, 2020 at 12:30 P.M. through Video Conferencing/ Other Audio Visual Means in respect of the resolutions (businesses) contained in the Notice dated September 5, 2020.

Dear Sir,

I, Neelesh Jain, proprietor N.K. Jain & Associates - Practicing Company Secretaries, Bhopal was appointed as Scrutinizer for the purpose of the Voting through Remote E-voting and E-voting facility to the shareholders present at the AGM through Video Conferencing/ Other Audio Visual means ("VC/OAVM") on the below mentioned resolution(s), at 27th Annual General Meeting of the Equity Shareholders of the Company held on Tuesday, the 29th day of September, 2020 at 12:30 P.M through video conferencing / other audio visual means (VC / OAVM).

The Management of the Company is responsible to ensure compliance with the requirements of the relevant provisions of (i) The Companies Act, 2013 and the Rules made thereunder; (ii) The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and (iii) Secretarial Standard-2 on General Meetings issued by the Institute of Company secretaries of India, relating to the e-voting facility to the shareholders present at the AGM through VC/OAVM and Remote e-voting on the proposed resolutions contained in the Notice dated September 5, 2020.

My responsibilities as a Scrutinizer is restricted to give a consolidated report on the Votes cast by the members for the resolutions (Businesses) contained in the Notice dated September 5, 2020, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL), the agency authorized under the Rules and engaged by the Company to provide remote e-voting facilities and e-voting facilities to vote at the AGM.

N.K.Jain & Associates

208 "Akansha" Plot No.2 Press Complex, Zone - I, M.P. Nagar, Bhopal - 462011, Madhya Pradesh

(0) 755 4934494, 9303134494

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Pursuant to my appointment and the provisions of section 108 and 109 of the Companies Act, 2013 (the Act) read with relevant rules of the Companies (Management and Administration) Rules, 2014 (including amendments) (the Rules), I have completed scrutiny of the remote-e- voting and e- voting conducted during the 27th Annual General Meeting of the Company.

1. A Notice dated September 5, 2020, convening 27th Annual General Meeting (AGM) of the Company along with the Statement setting out material facts under Section 102 of the Act, was sent to the Shareholders in respect of the below mentioned resolutions to be passed at the said AGM of the Company to be held on 29th September, 2020.
2. The Company had appointed Central Depository Services (India) Limited (hereinafter referred to as "CDSL" /"Service Provider") as the Service Provider, for the purpose of extending the facility of remote e-voting and e-voting at the AGM to the shareholders of the Company. MAS Services Ltd is the Registrar and Share Transfer Agents (hereinafter referred to as "RTA") of the Company.
3. The shareholders of the Company holding shares as on the "Cut off" of date September 23, 2020 were entitled to vote on the resolutions forming the part of the notice of AGM.
4. The voting period for remote e-voting commenced on Saturday 26.09.2020 (IST 9.00 am) and ends on Monday 28.09.2020 (IST 5.00 pm) and the CDSL e- voting platform was disabled thereafter.
5. The Company had also provided e-voting facility of CDSL to the shareholders present at the AGM through VC, who had not casted their vote earlier.
6. After closure of e-voting at the AGM, the votes cast through e-voting at the AGM and through remote e-voting prior to the date of AGM were unblocked and downloaded from the e-voting website of CDSL / Service Provider (<https://www.evotingindia.com>) in the presence of two witnesses, who are not in the employment of the Company. The e-voting data/results downloaded from the e-voting system of CDSL were scrutinized and reviewed, the votes were counted, and the results were prepared.

Consolidated report on the remote E-voting and e-voting at the Annual General Meeting is as under:

ORDINARY BUSINESS:

RESOLUTION NO 1: (ORDINARY RESOLUTION)

To consider and approve Audited Standalone and consolidated Financial Statements of the Company for the financial year ended March 31, 2020, the reports of the Board of Directors and Auditors thereon:



Particulars	Remote E-Voting			E-Voting at the AGM			Total		
	No. of members	Number of votes cast	% of total votes cast	No. of members	Number of votes cast	% of total votes cast	No. of members	Number of votes cast	% of total votes cast
Votes in Favour	82	21104967	100	1	35	5.12	83	21105002	100
Votes against	10	11	0	1	649	94.88	11	660	0
Invalid votes	0	0	0	0	0	0	0	0	0
Total	92	21104978	100	2	684	100	94	21105662	100

RESOLUTION NO 2: (ORDINARY RESOLUTION)

To re-appoint Shri Nakul Kam Sethi (DIN:06512548), who retires by rotation and being eligible offers himself for reappointment:

Particulars	Remote E-Voting			E-Voting at the AGM			Total		
	No. of members	Number of votes cast	% of total votes cast	No. of members	Number of votes cast	% of total votes cast	No. of members	Number of votes cast	% of total votes cast
Votes in Favour	79	21086527	100	1	35	5.12	80	21086562	99.99
Votes against	12	413	0	1	649	94.88	13	1062	0.01
Invalid votes	0	0	0	0	0	0	0	0	0
Total	91	21086940	100	2	684	100	93	21087624	100

SPECIAL BUSINESS:

RESOLUTION NO 3: (ORDINARY RESOLUTION)

Appointment of Mr. Rakesh Rathi (DIN 08664667) as an Independent Director of the Company:

Particulars	Remote E-Voting			E-Voting at the AGM			Total		
	No. of members	Number of votes cast	% of total votes cast	No. of members	Number of votes cast	% of total votes cast	No. of members	Number of votes cast	% of total votes cast
Votes in Favour	81	21104965	100	1	35	5.12	82	21105000	100
Votes against	11	13	0	1	649	94.88	12	662	0
Invalid votes	0	0	0	0	0	0	0	0	0
Total	92	21104978	100	2	684	100	94	21105662	100



RESOLUTION NO 4: (ORDINARY RESOLUTION)

Appointment of Mr. Uma Kant Samal (DIN08669929) as an Independent Director of the Company:

Particulars	Remote E-Voting			E-Voting at the AGM			Total		
	No. of members	Number of votes cast	% of total votes cast	No. of members	Number of votes cast	% of total votes cast	No. of members	Number of votes cast	% of total votes cast
Votes in Favour	81	21104965	100	1	35	5.12	82	21105000	100
Votes against	11	13	0	1	649	94.88	12	662	0
Invalid votes	0	0	0	0	0	0	0	0	0
Total	92	21104978	100	2	684	100	94	21105662	100

RESOLUTION NO 5: (SPECIAL RESOLUTION)

Alteration of Memorandum of Association as per the provisions of the Companies Act, 2013:

Particulars	Remote E-Voting			E-Voting at the AGM			Total		
	No. of members	Number of votes cast	% of total votes cast	No. of members	Number of votes cast	% of total votes cast	No. of members	Number of votes cast	% of total votes cast
Votes in Favour	81	21104965	100	1	35	5.12	82	21105000	100
Votes against	11	13	0	1	649	94.88	12	662	0
Invalid votes	0	0	0	0	0	0	0	0	0
Total	92	21104978	100	2	684	100	94	21105662	100

RESOLUTION NO 6: (SPECIAL RESOLUTION)

Adoption of Articles of Association as per the provisions of the Companies Act, 2013:

Particulars	Remote E-Voting			E-Voting at the AGM			Total		
	No. of members	Number of votes cast	% of total votes cast	No. of members	Number of votes cast	% of total votes cast	No. of members	Number of votes cast	% of total votes cast
Votes in Favour	81	21104965	100	1	35	5.12	82	21105000	100
Votes against	11	13	0	1	649	94.88	12	662	0
Invalid votes	0	0	0	0	0	0	0	0	0
Total	92	21104978	100	2	684	100	94	21105662	100



RESOLUTION NO 7: (ORDINARY RESOLUTION)

To approve payment of Remuneration to Mr. Jagdish Kumar Arora, Chairman and Managing Director as per the provisions of the Companies Act, 2013 and applicable SEBI Regulations:

Particulars	Remote E-Voting			E-Voting at the AGM			Total		
	No. of members	Number of votes cast	% of total votes cast	No. of members	Number of votes cast	% of total votes cast	No. of members	Number of votes cast	% of total votes cast
Votes in Favour	74	13173098	100	1	35	5.12	75	13173133	100
Votes against	11	13	0	1	649	94.88	12	662	0
Invalid votes	6	4810206	0	0	0	0	6	4810206	0
Total	91	17983317	100	2	684	100	93	17984001	100

RESOLUTION NO 8: (SPECIAL RESOLUTION)

To approval SOM ESOP Scheme, 2020 as per the provisions of the Companies Act, 2013 and applicable SEBI Regulations:

Particulars	Remote E-Voting			E-Voting at the AGM			Total		
	No. of members	Number of votes cast	% of total votes cast	No. of members	Number of votes cast	% of total votes cast	No. of members	Number of votes cast	% of total votes cast
Votes in Favour	81	21104965	100	1	35	5.12	82	21105000	100
Votes against	11	13	0	1	649	94.88	12	662	0
Invalid votes	0	0	0	0	0	0	0	0	0
Total	92	21104978	100	2	684	100	94	21105662	100

RESOLUTION NO 9: (ORDINARY RESOLUTION)

To increase the Authorised Share Capital and consequent alteration in clause V of Memorandum of Association of the Company as per the provisions of the Companies Act, 2013 and applicable SEBI Regulations:

Particulars	Remote E-Voting			E-Voting at the AGM			Total		
	No. of members	Number of votes cast	% of total votes cast	No. of members	Number of votes cast	% of total votes cast	No. of members	Number of votes cast	% of total votes cast
Votes in Favour	81	21104965	100	1	35	5.12	82	21105000	100
Votes against	11	13	0	1	649	94.88	12	662	0
Invalid votes	0	0	0	0	0	0	0	0	0
Total	92	21104978	100	2	684	100	94	21105662	100



RESOLUTION NO 10: (SPECIAL RESOLUTION)

To approve sub-division of shares as per the provisions of the Companies Act, 2013 and applicable SEBI Regulations:

Particulars	Remote E-Voting			E-Voting at the AGM			Total		
	No. of members	Number of votes cast	% of total votes cast	No. of members	Number of votes cast	% of total votes cast	No. of members	Number of votes cast	% of total votes cast
Votes in Favour	80	21104165	100	1	35	5.12	81	21104200	99.99
Votes against	12	813	0	1	649	94.88	13	1462	0.01
Invalid votes	0	0	0	0	0	0	0	0	0
Total	92	21104978	100	2	684	100	94	21105662	100

Based on the above, all the Resolutions as set out in items 1 to 10 of the Notice of the 27th Annual General meeting dated September 5, 2020 the has been passed with requisite majority.

The Register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and the same will be handed over to the Company Secretary of the Company for safe keeping.

Note: Percentage of votes cast in favor or against the resolutions is calculated based on the valid votes cast through remote E-Voting and through Electronic voting at the AGM.

Thanking you,
Yours faithfully

FOR N.K. JAIN & ASSOCIATES
COMPANY SECRETARIES



Handwritten signature

PLACE: **BHOPAL**
DATED: **30.09.2020**
UDIN NUMBER: **F006436B000825859**

NEELES JAIN
PROPRIETOR
FCS-6436, CP-6912