



# SHAMROCK INDUSTRIAL COMPANY LTD.

CIN: L24239MH1991PLC062298

Regd. Off: 83-E, Hansraj Pragji Building, Off Dr. E. Moses Road, Worli, Mumbai - 400 018. India.  
Email Id: shamrockfin@gmail.com | Tel.: +91-22 4077 8884 | Fax.: +91-22 2498 3300

**Date: 30<sup>th</sup> December, 2022**

**To,**  
**The Bombay Stock Exchange Ltd**  
Corporate Relationship Dept,  
1<sup>st</sup> Floor, New Trading Ring,  
Rotunda Building, P. J. Towers,  
Dalal Street, Fort, Mumbai - 400 001

<b>BSE Scrip ID / Code:</b>	<b>SHAMROIN / 531240</b>
<b>Subject:</b>	<b>Submission of Scrutinizer Report and Voting Results of Postal Ballot under Regulation 44(3) of SEBI (LODR) Regulations, 2015</b>

**Dear Madam/Sir,**

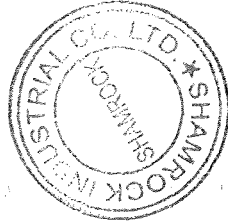
Pursuant to Regulation 44(3) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we would like to inform you that the resolutions mentioned in the Postal Ballot notice dated 19<sup>th</sup> October, 2022, have been passed by the members of the Company with requisite majority. The approval is deemed to have been received on the last date of receipt of postal ballot i.e 30<sup>th</sup> December, 2022.

Further, Pursuant to the provisions of the Section 108 and 110 of the Companies Act, 2013 and Rule 20(4)(xii) and Rule 22 of the Companies (Management and Administration) Rules, 2014, Report of the Scrutinizer dated 30<sup>th</sup> December, 2022 is also enclosed herewith.

Kindly acknowledge the Receipt.

Thanking You  
Yours Faithfully  
**For Shamrock Industrial Company Limited**

**Kalpesh R. Khokhani**  
**(Director)**  
**(DIN: 00322052)**  
**Place: Mumbai**



**Encl:**

- 1. Scrutinizer Report**
- 2. Voting Results under LODR Reg. 44**

**CC To,**  
**The Manager**  
**National Securities Depository Limited**  
Trade World - A Wing,  
Kamala Mills Compound,  
Lower Parel, Mumbai - 400013

**Dated: 30<sup>th</sup>December, 2022**

To,

**The Chairman**

**Shamrock Industrial Company Limited**

83-E, Hansraj Pragji Building,

Off. Dr. E Moses Road,

Worli, Mumbai - 400018.

**Scrutinizer's Report on Postal Ballot process conducted through electronic voting system in accordance with the provisions of Section 108 and Section 110 and other applicable provisions, if any of the Companies Act, 2013 read with Rule 20 and Rule 22 of Companies (Management and Administration) Rules, 2014**

Dear Sir,

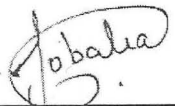
I, Pankaj Trivedi, Company Secretary in Practice (Membership No. 30512), Proprietor of M/s. Pankaj Trivedi & Co., have been appointed as the scrutinizer of M/s. Shamrock Industrial Company Limited ("the Company") in their Board meeting held on 19<sup>th</sup> October, 2022 for the purpose of conducting the Postal Ballot in respect of the resolutions mentioned in the Notice of Postal Ballot dated 19<sup>th</sup> October, 2022.

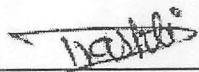
I submit my report as under:

1. As per the General Circular Nos. 14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020, 22/2020 dated 15th June, 2020, 33/2020 dated 28th September, 2020, 39/2020 dated 31st December, 2020, 10/2021 dated 23rd June, 2021, 20/2021 dated 08th December, 2021 and 3/2022 dated 5th May, 2022 respectively issued by the Ministry of Corporate Affairs ('MCA Circulars'), and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12<sup>th</sup> May, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15<sup>th</sup> January, 2021 and Circular No SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 13<sup>th</sup> May, 2022 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had sent the Postal Ballot Notice dated 19<sup>th</sup> October, 2022 on Tuesday, 29<sup>th</sup> November, 2022 by email only to the members who had registered their e-mail addresses with the Company / Depositories.
2. As per the MCA Circulars and on account of the threats posed by the COVID-19 pandemic, physical copies of the Notice, postal ballot forms and pre-paid Business Reply Envelopes were not dispatched to Members for this Postal Ballot. Accordingly, the communication of the assent or dissent of the members had taken place through the remote e-voting system only.
3. The management of the Company is responsible to ensure the compliance with the requirements of the relevant provisions of (i) the Companies Act, 2013 and the rules made thereunder including circulars mentioned in point 1 above and (ii) the Securities and Exchange Board of India (LODR) Regulations, 2015 with the Stock Exchanges relating to postal ballot including voting by electronic means.



4. My responsibility as Scrutinizer is restricted to prepare a Scrutinizer's Report for the votes cast by members "In Favour" or "Against" the resolution(s) contained in the Notice, based on the report generated from E-Voting system of National Securities Depository Limited, the authorised agency engaged by the Company to provide e-voting facilities till the time fixed for closing of the voting process.
5. The Members of the Company holding equity shares, as on the "cut-off date" i.e. Friday, 25<sup>th</sup> November, 2022 were entitled to vote on the proposed resolutions as set out in the Notice of Postal Ballot dated 19<sup>th</sup> October, 2022, through remote e-voting only.
6. The Company has published an advertisement on 30<sup>th</sup> November, 2022 in "Active Times" an English Newspaper and in "Mumbai Lakshdeep" a vernacular (Marathi) newspaper regarding completion of dispatch of Notice of Postal Ballot and also specifying therein the matters prescribed in the Rules with regard to e-voting.
7. The Company has appointed National Securities Depository Limited (hereinafter referred to as "NSDL") for facilitating e-voting to enable the Members to cast their votes electronically. The remote e- Voting facility was kept open from Thursday, 1<sup>st</sup> December, 2022 (09.00 AM-IST) to Friday, 30<sup>th</sup> December, 2022 (05:00 PM-IST). The e-Voting facility was blocked forthwith thereafter.
8. The votes cast by the members electronically were unblocked around 05.10 PM on 30<sup>th</sup> December, 2022 in the presence of two witnesses not in the employment of the Company. The report of the members' e-voting was downloaded thereafter from the website of NSDL.
9. The electronic votes recorded from Thursday, 1<sup>st</sup> December, 2022 (09.00 AM-IST) to Friday, 30<sup>th</sup> December, 2022 (05:00 PM-IST), being the last date and time fixed by the Company for remote e-voting as available in the NSDL website have been considered in my scrutiny.
10. The Postal Ballot electronic votes were duly scrutinized and the shareholding was matched /confirmed with the Register of members of the Company as on Friday, 25<sup>th</sup> November, 2022, (Cut-off date) provided by M/s. Bigshare Services Pvt. Ltd, the Registrar and Share Transfer Agent of the Company.
11. The soft copy of list of equity shareholders who voted "FOR" and "AGAINST" and those whose votes were declared Invalid/Abstain/Less Voted for resolution are shared with the Company vide email dated 30<sup>th</sup> December, 2022.

  
\_\_\_\_\_  
**Charmi Jobalia**  
**Witness -1**

  
\_\_\_\_\_  
**Drashti Panchal**  
**Witness -2**

12. The summary of remote e-Voting received for the following resolutions are as under:



13. The result of votes cast through E-voting is as under:

Resolution 1: To consider and approve the Appointment of Mr. Jitesh Rameshchandra Khokhani (DIN: 00611815), as Whole Time Director of the Company - Ordinary Resolution:

Number of members voted through E-voting system	No. of Total Votes Cast	Number of Votes cast in "Favour" of resolution	% of total number of votes cast in Favour	Number of votes cast "Against" the resolution	% of total number of votes cast Against	Total number of votes declared invalid	% of total number of invalid votes
100	3,46,893	3,46,885	99.997%	8	0.002%	0	0.00%

Resolution 2: To consider and approve the Appointment of Mr. Kamlesh Rameshchandra Khokhani (DIN: 00322223) as Non-Executive Director of the Company - Ordinary Resolution:

Number of members voted through E-voting system	No. of Total Votes Cast	Number of Votes cast in "Favour" of resolution	% of total number of votes cast in Favour	Number of votes cast "Against" the resolution	% of total number of votes cast Against	Total number of votes declared invalid	% of total number of invalid votes
100	3,46,893	3,46,885	99.997%	8	0.002%	0	0.00%

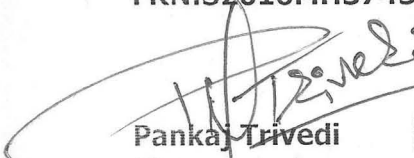


Since majority votes were casted in favour of the resolutions. (i.e votes cast in favour of the resolutions exceeds the number of votes cast against resolutions) I, report that resolution no.1 and 2as set out in the notice of Postal Ballot dated 19.10.2022 has been passed with simple majority.

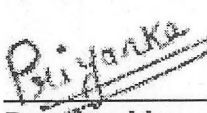
The Register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Postal Ballot Meeting and the same are handed over to Mr. Kalpesh R. Khokhani (Non-Executive Directorand Authorised Person) for safe keeping.

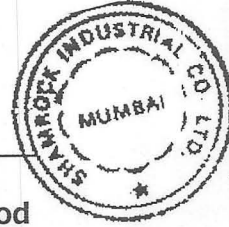
Kindly acknowledge the receipt.

Thanking You,  
Yours Truly,  
**For Pankaj Trivedi & Co.,**  
**UDIN: A030512D002838724**  
**FRN:S2016MH374500**

  
**Pankaj Trivedi**  
**(Proprietor)**  
**COP No. 15301**  
**Place: Mumbai**  
**Date: 30/12/2022**



  
**Received by**  
**CS. PriyankaRathod**  
**Place: Mumbai**  
**Date: 30/12/2022**





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## VOTING RESULTS - Regulation 44(3) of the SEBI (LODR) Regulations, 2015

Date of Postal Ballot	30 <sup>th</sup> December, 2022
Record date / Cut Off date	25 <sup>th</sup> November, 2022
Total number of Shareholders on record date:	2618
No. of shareholders present in the meeting either in person or through proxy*: (Based on shareholders registering attendance)	Not Applicable
(a) Promoter & Promoter group	-
(b) Public	-
No. of shareholders attended the meeting through Video Conferencing:	Not Applicable
(a) Promoter & Promoter group	-
(b) Public	-
No. of resolutions passed in the meeting	2

### Agenda - Wise disclosure

Resolution required: (Ordinary)			Resolution No. 1 - To consider and approve the Appointment of Mr. Jitesh Rameshchandra Khokhani (DIN: 00611815), as Whole Time Director of the Company					
Weather Promoter / Promoter group are interested in the Resolution?			Yes					
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 & Promoter group	E-Voting	23,32,869	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>23,32,869</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>
Public - Institutional Holders	E-Voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>
Public - Non Institutions	E-Voting	30,95,545	0	0.00	0	2	100	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		3,46,893	11.206	3,46,885	8	99.997	0.002
	<b>Total</b>		<b>30,95,545</b>	<b>3,46,893</b>	<b>11.206</b>	<b>3,46,885</b>	<b>8</b>	<b>99.997</b>
<b>Total</b>		<b>54,28,414</b>	<b>3,46,893</b>	<b>6.390</b>	<b>3,46,885</b>	<b>8</b>	<b>99.997</b>	<b>0.002</b>
<b>Whether resolution is Pass or Not.</b>							<b>Yes</b>	

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



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Resolution required: (Ordinary)			Resolution No. 2 - To consider and approve the Appointment of Mr. Kamlesh Rameshchandra Khokhani (DIN: 00322223) as Non-Executive Director of the Company.					
Weather Promoter / Promoter group are interested in the Resolution?			Yes					
Category	Mode of Voting	No. of Shares held	No. of Votes polled	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes in favour	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
		1	2		4	5		
Promoter & Promoter group	E-Voting	23,32,869	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>23,32,869</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>
Public - Institutional Holders	E-Voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>
Public - Non Institutions	E-Voting	30,95,545	0	0.00	0	2	100	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		3,46,893	11.206	3,46,885	8	99.997	0.002
	<b>Total</b>		<b>30,95,545</b>	<b>3,46,893</b>	<b>11.206</b>	<b>3,46,885</b>	<b>8</b>	<b>99.997</b>
<b>Total</b>		<b>54,28,414</b>	<b>3,46,893</b>	<b>6.390</b>	<b>3,46,885</b>	<b>8</b>	<b>99.997</b>	<b>0.002</b>
Whether resolution is Pass or Not.							Yes	

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

Kindly take the record of the same.

**Thanking You.**  
**Yours Faithfully,**  
**For Shamrock Industrial Company Limited**

**Kalpesh R. Khokhani**  
**(Director)**  
**(DIN: 00322052)**  
**Place: Mumbai**  
**Date: 30.12.2022**



**CC To,**  
**The Manager**  
**National Securities Depository Limited**  
Trade World - A Wing, Kamala Mills  
Compound, Lower Parel, Mumbai - 400013.