## HINDUSTAN ADHESIVES LIMITED

To,
Date- 23/09/2023

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The General Manager,
Department of Corporate services,
BSE Ltd.,
1st Floor, New Trading Ring,
Rotunda Building, P.J. Towers, Dalal Street,
Mumbai-400001
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Sub: Details of voting result of 35th Annual General Meeting of Hindustan Adhesives Limited held on 23 rd day of September, 2023 at 2.00 p.m. as per the requirement of Regulation 44(3) of SEBI(Listing obligations and disclosure Requirements) Regulations,2015.

Scrip Code: 514428

Dear Sir,

As per the requirement of Regulation 44(3) of SEBI (Listing obligations and disclosure requirements) Regulation, 2015, please find enclosed details of voting results of the $35^{\text {th }}$ Annual General Meeting of Hindustan Adhesives Limited held on $23^{\text {rd }}$ day of September, 2023.

Thanking you,

You faithfully

For HINDUSTAN ADHESIVES LIMITED
Digitally signed by
MADHUSU MADHUSUDAN
DAN BAGLA Date: 2023.09.23
17:54:18 +05'30'
MADHUSUDAN BAGLA
Managing Director
DIN- 01425646

DETAILS OF VOTING RESULT AS PER REGULATION 44 (3) OF SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

| S.NO. | PARTICULARS | DETAILS |
| :---: | :---: | :---: |
| 1. | Date of AGM | $23{ }^{\text {RD }}$ SEPTEMBER 2023 |
| 2. | Total no shareholders on record date | 10039 |
| 3. | Record Date | $16^{\text {th }}$ September 2023 |
| 4. | No. of shareholders present in the meeting either in person or through proxy: |  |
|  | Promoters and Promoters Group | Not Applicable |
|  | Public | Not Applicable |
| 5. | No. of shareholders attended the meeting through video conferencing | 315 |
|  | Promoters and promoter group | 9 |
|  | Public | 306 |

## AGENDA WISE <br> IN CASE OF E-VOTING

## The mode of voting for all resolution was e-voting.

Agenda No. 1: To consider and adopt the Audited Financial Statements of the Company for the financial year ended as at March $31^{\text {st }}, 2023$ together with the reports of the Board of Directors and Auditors' thereon.
Resolution required: Ordinary
Whether promoter/promoter group are interested in the agenda/resolution?: No

| Category | Mode of voting | No. of share held (1) | No of votes polled <br> (2) | \% of votes polled on outstanding shares(3)=[(2) $/(1)]^{*} 100$ | No of Votes-in favour <br> (4) | No. votes of Against <br> (5) | \% of votes in favour on votes polled $\begin{gathered} (6)=[(4) /(2) \\ ]^{*} 100 \end{gathered}$ | \% of votes against on votes polled $\begin{gathered} (7)=[(5) /(2)) \\ * 100 \end{gathered}$ |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Promoter and Promoter group | E-voting | 3503495 | 3477145 | 99.2479 | 3477145 | -- | 100 | -- |
|  | Poll |  | -- | -- | -- | -- | -- | -- |
|  | Postal <br> Ballot |  |  |  |  |  |  |  |
|  | Total |  | 3477145 | 99.2479 | 3477145 | -- | 100 | -- |
| Public Institutional Holder | E-voting | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
|  | Poll |  | 0 | 0 | 0 | 0 | 0 | 0 |
|  | Postal <br> Ballot |  | NA | NA | NA | NA | NA | NA |
|  | Total | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Publicother | E-voting | 1612805 | 258988 | 16.0582 | 258988 | 0 | 100 | 0 |
|  | Poll |  | 50 | 0.0031 | 50 | 0 | 100 | 0 |
|  | Postal <br> Ballot |  | 0 | 0 | 0 | 0 | 0 | 0 |
|  | Total | 1612805 | 259038 | 16.0613 | 259038 | 0 | 100 | 0 |
| Total |  | 5116300 | 3736183 | 73.0251 | 3736183 | 0 | 100.00 | 0.0000 |

In view of the above results, the Agenda No. 1 is passed as Ordinary Resolution.

Agenda No. 2: To appoint a Director in place of Mr. Ashok Kumar Pathak (DIN 09283908), who retire by rotation and being eligible offers herself for re- appointment.
Resolution required: Ordinary
Whether promoter/promoter group are interested in the agenda/resolution?: No

| Category | Mode of voting | No. of share held (1) | No of votes polled <br> (2) | \% of votes polled on outstanding shares(3) $=[(2)$ $/(1)] * 100$ | No of Votes-in favour <br> (4) | No. votes of Against (5) | $\begin{gathered} \% \text { of votes } \\ \text { in favour } \\ \text { on votes } \\ \text { polled } \\ (6)=[(4) /(2) \\ ]^{*} 100 \end{gathered}$ | \% of votes against on votes polled $\begin{gathered} (7)=[(5) /(2)) \\ * 100 \end{gathered}$ |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Promoter <br> and <br> Promoter group | E-voting | 3503495 | 3477145 | 99.2479 | 3477145 | -- | 100 | -- |
|  | Poll |  | -- | -- | -- | -- | -- | -- |
|  | Postal Ballot |  |  |  |  |  |  |  |
|  | Total |  | 3477145 | 99.2479 | 3477145 | -- | 100 | -- |
| Public <br> Institutional Holder | E-voting | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
|  | Poll |  | 0 | 0 | 0 | 0 | 0 | 0 |
|  | Postal Ballot |  | NA | NA | NA | NA | NA | NA |
|  | Total | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Publicother | E-voting | 1612805 | 258988 | 16.0582 | 258988 | 0 | 100 | 0 |
|  | Poll |  | 50 | 0.0031 | 50 | 0 | 100 | 0 |
|  | Postal <br> Ballot |  | 0 | 0 | 0 | 0 | 0 | 0 |
|  | Total | 1612805 | 259038 | 16.0613 | 259038 | 0 | 100 | 0 |
| Total |  | 5116300 | 3736183 | 73.0251 | 3736183 | 0 | 100.00 | 0.0000 |

In view of the above results, the Agenda No. 2 is passed as Ordinary Resolution.

Agenda No. 3: Appointment of Statutory Auditor of the Company.
Resolution required: Ordinary
Whether promoter/promoter group are interested in the agenda/resolution?: No

| Category | Mode of voting | No. of share held (1) | No of votes polled (2) | \% of votes polled on outstanding shares(3)=[(2) /(1)]*100 | No of Votes-in favour (4) | No. votes of Against (5) | \% of votes in favour on votes polled $\begin{gathered} (6)=[(4) /(2) \\ ] * 100 \end{gathered}$ | \% of votes against on votes polled $\begin{gathered} (7)=[(5) /(2)) \\ * 100 \end{gathered}$ |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Promoter <br> and <br> Promoter <br> group | E-voting | 3503495 | 3477145 | 99.2479 | 3477145 | -- | 100 | -- |
|  | Poll |  | -- | -- | -- | -- | -- | -- |
|  | Postal <br> Ballot |  |  |  |  |  |  |  |
|  | Total |  | 3477145 | 99.2479 | 3477145 | -- | 100 | -- |
| Public <br> Institutiona <br> Holder | E-voting | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
|  | Poll |  | 0 | 0 | 0 | 0 | 0 | 0 |
|  | Postal <br> Ballot |  | NA | NA | NA | NA | NA | NA |
|  | Total | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Publicother | E-voting | 1612805 | 258988 | 16.0582 | 258988 | 0 | 100 | 0 |
|  | Poll |  | 50 | 0.0031 | 50 | 0 | 100 | 0 |
|  | Postal <br> Ballot |  | 0 | 0 | 0 | 0 | 0 | 0 |
|  | Total | 1612805 | 259038 | 16.0613 | 259038 | 0 | 100 | 0 |
| Total |  | 5116300 | 3736183 | 73.0251 | 3736183 | 0 | 100.00 | 0.0000 |

In view of the above results, the Agenda No. 3 is passed as Ordinary Resolution.

Agenda No. 4: Re-appointment of Mrs. Urmila Goenka as Whole-Time Director.
Resolution required: Special
Whether promoter/promoter group are interested in the agenda/resolution?: No

| Category | Mode of voting | No. of share held (1) | No of votes polled (2) | \% of votes polled on outstanding shares(3)=[(2) $/(1)] * 100$ | No of Votes-in favour <br> (4) | No. votes of Against <br> (5) | \% of votes in favour on votes polled $\begin{gathered} (6)=[(4) /(2) \\ ]^{*} 100 \end{gathered}$ | \% of votes against on votes polled $\begin{gathered} (7)=[(5) /(2)) \\ * 100 \end{gathered}$ |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Promoter and Promoter group | E-voting | 3503495 | 3477145 | 99.2479 | 3477145 | -- | 100 | -- |
|  | Poll |  | -- | -- | -- | -- | -- | -- |
|  | Postal <br> Ballot |  |  |  |  |  |  |  |
|  | Total |  | 3477145 | 99.2479 | 3477145 | -- | 100 | -- |
| Public Institutional Holder | E-voting | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
|  | Poll |  | 0 | 0 | 0 | 0 | 0 | 0 |
|  | Postal <br> Ballot |  | NA | NA | NA | NA | NA | NA |
|  | Total | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Publicother | E-voting | 1612805 | 258988 | 16.0582 | 258988 | 0 | 100 | 0 |
|  | Poll |  | 50 | 0.0031 | 50 | 0 | 100 | 0 |
|  | Postal Ballot |  | 0 | 0 | 0 | 0 | 0 | 0 |
|  | Total | 1612805 | 259038 | 16.0613 | 259038 | 0 | 100 | 0 |
| Total |  | 5116300 | 3736183 | 73.0251 | 3736183 | 0 | 100.00 | 0.0000 |

In view of the above results, the Agenda No. 4 is passed as Special Resolution.

Agenda No. 5: Re-Appointment of Mr. Suresh Shridhar Ajila as Whole-Time Director. Resolution required: Special
Whether promoter/promoter group are interested in the agenda/resolution?: No

| Category | Mode of voting | No. of share held (1) | No of votes polled (2) | \% of votes polled on outstanding shares(3)=[(2) $/(1)]^{*} 100$ | No of Votes-in favour <br> (4) | No. votes of Against (5) | \% of votes in favour on votes polled $\begin{gathered} (6)=[(4) /(2) \\ ] * 100 \end{gathered}$ | \% of votes against on votes polled $\begin{gathered} (7)=[(5) /(2)) \\ * 100 \end{gathered}$ |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Promoter and Promoter group | E-voting | 3503495 | 3477145 | 99.2479 | 3477145 | -- | 100 | -- |
|  | Poll |  | -- | -- | -- | -- | -- | -- |
|  | Postal <br> Ballot |  |  |  |  |  |  |  |
|  | Total |  | 3477145 | 99.2479 | 3477145 | -- | 100 | -- |
| Public <br> Institutiona Holder | E-voting | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
|  | Poll |  | 0 | 0 | 0 | 0 | 0 | 0 |
|  | Postal <br> Ballot |  | NA | NA | NA | NA | NA | NA |
|  | Total | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Publicother | E-voting | 1612805 | 258988 | 16.0582 | 258988 | 0 | 100 | 0 |
|  | Poll |  | 50 | 0.0031 | 50 | 0 | 100 | 0 |
|  | Postal Ballot |  | 0 | 0 | 0 | 0 | 0 | 0 |
|  | Total | 1612805 | 259038 | 16.0613 | 259038 | 0 | 100 | 0 |
| Total |  | 5116300 | 3736183 | 73.0251 | 3736183 | 0 | 100.00 | 0.0000 |

In view of the above results, the Agenda No. 5 is passed as Special Resolution.

Agenda No. 6: Re-appointment of Mr. Sudeep Pande as a Non-Executive Independent director.
Resolution required: Special
Whether promoter/promoter group are interested in the agenda/resolution?: No

| Category | Mode of voting | No. of share held (1) | No of votes polled <br> (2) | \% of votes polled on outstanding shares(3) $=[(2)$ $/(1)] * 100$ | No of Votes-in favour (4) | No. votes of Against <br> (5) | \% of votes in favour on votes polled $\begin{gathered} (6)=[(4) /(2) \\ ]^{*} 100 \end{gathered}$ | \% of votes against on votes polled $\begin{gathered} (7)=[(5) /(2)) \\ * 100 \end{gathered}$ |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Promoter and Promoter group | E-voting | 3503495 | 3477145 | 99.2479 | 3477145 | -- | 100 | -- |
|  | Poll |  | -- | -- | -- | -- | -- | -- |
|  | Postal <br> Ballot |  |  |  |  |  |  |  |
|  | Total |  | 3477145 | 99.2479 | 3477145 | -- | 100 | -- |
| Public <br> Institutiona Holder | E-voting | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
|  | Poll |  | 0 | 0 | 0 | 0 | 0 | 0 |
|  | Postal <br> Ballot |  | NA | NA | NA | NA | NA | NA |
|  | Total | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Publicother | E-voting | 1612805 | 258988 | 16.0582 | 258988 | 0 | 100 | 0 |
|  | Poll |  | 50 | 0.0031 | 50 | 0 | 100 | 0 |
|  | Postal Ballot |  | 0 | 0 | 0 | 0 | 0 | 0 |
|  | Total | 1612805 | 259038 | 16.0613 | 259038 | 0 | 100 | 0 |
| Total |  | 5116300 | 3736183 | 73.0251 | 3736183 | 0 | 100.00 | 0.0000 |

In view of the above results, the Agenda No. 6 is passed as Special Resolution.

Agenda No. 7: Payment of remuneration to Mr. Madhusudan Bagla, Managing Director. Resolution required: Special
Whether promoter/promoter group are interested in the agenda/resolution?: Yes

| Category | Mode of voting | No. of share held (1) | No of votes polled (2) | \% of votes polled on outstanding shares(3)=[(2) $/(1)]^{*} 100$ | No of Votes-in favour <br> (4) | No. votes of Against (5) | \% of votes in favour on votes polled $\begin{gathered} (6)=[(4) /(2) \\ ] * 100 \end{gathered}$ | \% of votes against on votes polled $\begin{gathered} (7)=[(5) /(2)) \\ * 100 \end{gathered}$ |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Promoter and Promoter group | E-voting | 3503495 | -- | -- | -- | -- | -- | -- |
|  | Poll |  | -- | -- | -- | -- | -- | -- |
|  | Postal <br> Ballot |  |  |  |  |  |  |  |
|  | Total |  | -- | -- | -- | -- | -- | -- |
| Public <br> Institutiona Holder | E-voting | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
|  | Poll |  | 0 | 0 | 0 | 0 | 0 | 0 |
|  | Postal <br> Ballot |  | NA | NA | NA | NA | NA | NA |
|  | Total | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Publicother | E-voting | 1612805 | 258988 | 16.0582 | 258988 | 0 | 100 | 0 |
|  | Poll |  | 50 | 0.0031 | 50 | 0 | 100 | 0 |
|  | Postal Ballot |  | 0 | 0 | 0 | 0 | 0 | 0 |
|  | Total | 1612805 | 259038 | 16.0613 | 259038 | 0 | 100 | 0 |
| Total |  | 5116300 | 259038 | 16.0613 | 259038 | 0 | 100.00 | 0.0000 |

In view of the above results, the Agenda No. 7 is passed as Special Resolution.

Agenda No. 8: Payment of remuneration to Mr. Ashok Kumar Pathak, Whole Time Director. Resolution required: Special
Whether promoter/promoter group are interested in the agenda/resolution?: No

| Category | Mode of voting | No. of share held (1) | No of votes polled (2) | \% of votes polled on outstanding shares(3)=[(2) $/(1)]^{*} 100$ | No of Votes-in favour <br> (4) | No. votes of Against (5) | \% of votes in favour on votes polled $\begin{gathered} (6)=[(4) /(2) \\ ]^{*} 100 \end{gathered}$ | \% of votes against on votes polled $\begin{gathered} (7)=[(5) /(2)) \\ * 100 \end{gathered}$ |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Promoter <br> and <br> Promoter <br> group | E-voting | 3503495 | 3477145 | 99.2479 | 3477145 | -- | 100 | -- |
|  | Poll |  | -- | -- | -- | -- | -- | -- |
|  | Postal Ballot |  |  |  |  |  |  |  |
|  | Total |  | 3477145 | 99.2479 | 3477145 | -- | 100 | -- |
| Public <br> Institutional Holder | E-voting | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
|  | Poll |  | 0 | 0 | 0 | 0 | 0 | 0 |
|  | Postal <br> Ballot |  | NA | NA | NA | NA | NA | NA |
|  | Total | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Publicother | E-voting | 1612805 | 258988 | 16.0582 | 258988 | 0 | 100 | 0 |
|  | Poll |  | 50 | 0.0031 | 50 | 0 | 100 | 0 |
|  | Postal <br> Ballot |  | 0 | 0 | 0 | 0 | 0 | 0 |
|  | Total | 1612805 | 259038 | 16.0613 | 259038 | 0 | 100 | 0 |
| Total |  | 5116300 | 3736183 | 73.0251 | 3736183 | 0 | 100.00 | 0.0000 |

In view of the above results, the Agenda No. 8 is passed as Special Resolution.

Agenda No. 9: To ratify and confirm the remuneration payable to the Cost Auditors of the Company for the financial year ending March 31, 2024.
Resolution required: Ordinary
Whether promoter/promoter group are interested in the agenda/resolution?: No

| Category | Mode of voting | No. of share held (1) | No of votes polled <br> (2) | \% of votes polled on outstanding shares(3) $=[(2)$ $/(1)]^{*} 100$ | No of Votes-in favour <br> (4) | No. votes of Against (5) | \% of votes in favour on votes polled $\begin{gathered} (6)=[(4) /(2) \\ ]^{*} 100 \end{gathered}$ | \% of votes against on votes polled $\begin{gathered} (7)=[(5) /(2)) \\ * 100 \end{gathered}$ |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Promoter <br> and <br> Promoter group | E-voting | 3503495 | 3477145 | 99.2479 | 3477145 | -- | 100 | -- |
|  | Poll |  | -- | -- | -- | -- | -- | -- |
|  | Postal Ballot |  |  |  |  |  |  |  |
|  | Total |  | 3477145 | 99.2479 | 3477145 | -- | 100 | -- |
| Public <br> Institutional Holder | E-voting | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
|  | Poll |  | 0 | 0 | 0 | 0 | 0 | 0 |
|  | Postal Ballot |  | NA | NA | NA | NA | NA | NA |
|  | Total | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Publicother | E-voting | 1612805 | 258988 | 16.0582 | 258988 | 0 | 100 | 0 |
|  | Poll |  | 50 | 0.0031 | 50 | 0 | 100 | 0 |
|  | Postal Ballot |  | 0 | 0 | 0 | 0 | 0 | 0 |
|  | Total | 1612805 | 259038 | 16.0613 | 259038 | 0 | 100 | 0 |
| Total |  | 5116300 | 3736183 | 73.0251 | 3736183 | 0 | 100.00 | 0.0000 |

In view of the above results, the Agenda No. 9 is passed as Ordinary Resolution.

## For HINDUSTAN ADHESIVES LIMITED

MADHUSU Digitaly signed by
DAN BAGLA Date: 2023.0.:23

## MADHUSUDAN BAGLA

Managing Director
DIN- 01425646

# MUKESH AGARWAL \& CO. 

(COMPANY SECRETARIES)

3029, Sant Nagar, Rani Bagh, Opp. M2K Pitampura, Delhi-110034
Tel. No. : 011-42458279, 47060535 Email : magarwalandco@gmail.com
Ref. No.
Dated

## CONSOLIDATED SCRUTINIZER REPORT FOR REMOTE E-VOTING \& VOTING (ELECTRONICALLY) DURING $35^{\text {th }}$ ANNUAL GENERAL MEETING FOR HINDUSTAN ADHESIVES LIMITED <br> [Pursuant to section 108 of the Companies Act, 2013 and Rule 20(3) (xii) of The Companies (Management and Administration) Rules, 2014]

To,
The Chairman of $35^{\text {th }}$ Annual General Meeting of the Members of
"HINDUSTAN ADHESIVES LIMITED" held on 23rd September, 2023 at 2:00 P .M through Video Conferencing and Other Audio Visual Means."

Subject: Passing of Resolution(s) through remote e-voting AND voting electronically by the members during the $35^{\text {th }}$ Annual General Meeting of Hindustan Adhesives Limited ("The Company") held on Saturday, 23rd of September, 2023 at 2:00 P.M. through Video Conferencing ("VC") / Other Audio Visual Means (OAVM")

1. I, Mukesh Kumar Agarwal, Practicing Company Secretary (M. No. 5991 and COP No. 3851), have been appointed by the Board of Directors of HINDUSTAN ADHESIVES LIMITED ("Company") as a Scrutinizer for the purpose of scrutinizing the process of voting through electronic means ('e-voting') i.e. remote e-voting and voting electronically by members during the Annual General Meeting on the resolutions contained in the Notice for the 35th Annual General Meeting of the Members of the Company, as the Scrutinizer for the process of scrutinizing Annual General Meeting ("AGM") held on Saturday, 23 rd of September, 2023 at 2:00 P.M. through VC/OAVM.
2. The Ministry of Corporate Affairs ("MCA") vide its General Circular Nos14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020, 20/2020 dated 5th May, 2020, 2/2022 dated 5th May, 2022, 10/2022 dated 28th December, 2022 and other relevant circulars ("MCA Circulars") read with the Securities and Exchange Board of India ("SEBI") Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 5th January 2023 and other relevant circulars issued by the SEBI, Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")has granted relaxation in respect of sending physical copies of annual report to shareholders and requirement of proxy for general meetings held through electronic mode.
3. In compliance with the provisions of the Companies Act, 2013 ("the Act"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and MCA Circulars and SEBI Circulars, the 35th Annual General Meeting ("Meeting" or "AGM") of the Company was held through VC / OAVM on Saturday, September 23, 2023 at 2:00 P.M.
4. The Company engaged Link Intime India Private Limited as the Service Provider for extending the facility of electronic voting to the shareholders of the Company. The Service Provider provided a system for recording the votes of the shareholders electronically on all the Nine (9) items mentioned in the notice. The Company had also uploaded all the items of the business to be transacted on the website of the Company and also its Service Provider to facilitate their shareholders to cast their votes through remote e-voting and e-voting during the AGM. The Remote e-Voting facility was kept open from $20^{\text {th }}$ September, 2023 (09:00 A.M.) to $22^{\text {nd }}$ September, 2023 (05:00 P.M.) and e-voting during the AGM being open for 15 minutes after meeting concluded. Further, as per SEBI circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December, 92020 Company enabled e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants.
5. As on the cut off there were 10039 Shareholders of the Company. The Notice was sent through email to shareholders whose email id was made available by the depositories and RTA.
6. Pursuant to the Applicable Circulars, the Notice sent through email contained the detailed procedure to be followed by the shareholders to cast their votes electronically.
7. The cut off date (Record date) for the purposes of identifying the Shareholders who will be entitled to vote on the resolutions placed for the approval of the shareholders was $16^{\text {th }}$ September 2023.
8. Particulars of all Votes cast by electronic mode have been entered in the register separately maintained for the purpose in electronic mode.
9. At the 35th Annual general meeting of the company held through VC / OAVM, on Saturday, 23rd of September, 2023 at 2:00 P.M, after considering all the items of business, the facility to vote electronically was provided to facilitate those members who were attending the meeting through VC / OAVM but could not participate in the remote e-voting to record their votes.
10. Thereafter, the remote e-voting and e-voting by the members at the AGM, results were unblocked by me at around 3:23 P.M. on $23^{\text {rd }}$ September, 2023 in the presence of two witnesses who are not in the employment of the Company on the Instavote e-voting System and the voting summary statement was downloaded from https://instavote.linkintime.co.in/ pursuant to Rule 20(4)(xii) of the Companies (Management and Administration) Amendment Rules, 2015. After unblocking the votes cast, the total votes cast both through remote e-voting and by voting through electronic means at the annual general meeting, were consolidated and the final Scrutinizer's Report was prepared.
11. The management of the Company is responsible to ensure the compliances with the requirements of provisions of Companies Act, 2013, MCA Circulars and Rules relating to voting on the resolutions contained in the Notice to the 35th Annual General Meeting of the members of the Company.
12. My responsibility as a scrutinizer for the voting process is restricted to make Scrutinizer's Report of the votes casted "in favour" or "against" the resolutions stated below, based on the scrutiny of the reports generated from the e-voting (both remote e-voting and e-voting during the AGM) system
provided by $\mathrm{M} / \mathrm{s}$ Link Intime India Private Limited, the authorized agency to provide e-voting facilities as appointed by the Company.

As a Scrutinizer, the report of the e-voting carried by the shareholders was duly complied. The result of e-voting is as under :-

## RESOLUTION 1:

To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended $31^{\text {st }}$ March, 2023 which comprises of the Balance Sheet as at $31^{\text {st }}$ March, 2023 the Statement of Profit and Loss for the year ended together with the Reports of Directors and Auditors thereon.

| Particulars |  |  |  |  |  | Voting at the <br> AGM |  |
| :--- | :---: | :--- | :--- | :---: | :--- | :--- | :--- |
|  | Number | Votes | Number | Votes | Number | Votes | Percentage <br> (\%) |
| Assent | 299 | 3736133 | 31 | 50 | 330 | 3736183 | 100 |
| Dissent | - | - | - | - | 0 | 0 | 0 |
| Total | 299 | 3736133 | $\mathbf{3 1}$ | $\mathbf{5 0}$ | $\mathbf{3 3 0}$ | $\mathbf{3 7 3 6 1 8 3}$ | 100 |

## RESOLUTION 2:

Appointment of a Director in place of Mr. Ashok Kumar Pathak (DIN 09283908), who retire by rotation and being eligible offers herself for re-appointment.

| Particulars |  |  |  | Remote e-voting |  | VGM |  |
| :--- | :---: | :--- | :--- | :---: | :--- | :--- | :--- |
|  | Number | Votes | Number | Votes | Number | Votes | (\%) |

## RESOLUTION 3:

Appointment of Statutory Auditor of the Company.

| Particulars |  |  |  |  |  | Voting at the <br> AGM |  |
| :--- | :---: | :--- | :--- | :---: | :--- | :--- | :--- |
|  | Number | Votes | Number | Votes | Number | Votes | Percentage <br> (\%) |
| Assent | 299 | 3736133 | 31 | 50 | 330 | 3736183 |  |
| Dissent | - | - | - | - | 0 | 0 | 0 |
| Total | 299 | 3736133 | 31 | 50 | 330 | 3736183 | 100 |

## RESOLUTION 4:

Re-appointment of Mrs. Urmila Goenka as Whole-Time Director.

| Particulars | Remote e-voting | Voting at the <br> AGM | Total | Percentage <br> $(\%)$ |
| :--- | :--- | :--- | :--- | :--- |


|  | Number | Votes | Number | Votes | Number | Votes |  |
| :--- | :---: | :--- | :---: | :---: | :---: | :---: | :---: |
| Assent | 299 | 3736133 | 31 | 50 | 330 | 3736183 | 100 |
| Dissent | - | - | - | - | 0 | 0 | 0 |
| Total | 299 | 3736133 | 31 | 50 | 330 | 3736183 | 100 |

## RESOLUTION 5:

Re-Appointment of Mr. Suresh Shridhar Ajila as Whole-Time Director.

| Particulars | Remote e-voting |  |  | Voting at the <br> AGM |  |  |  |  |  |  | Total <br> (\%) |  |
| :--- | :---: | :--- | :--- | :---: | :--- | :--- | :--- | :---: | :---: | :---: | :---: | :---: |
|  | Number | Votes | Number | Votes | Number | Votes |  |  |  |  |  |  |
| Assent | 299 | 3736133 | 31 | 50 | 330 | 3736183 | 100 |  |  |  |  |  |
| Dissent | - | - | - | - | 0 | 0 | 0 |  |  |  |  |  |
| Total | 299 | 3736133 | 31 | 50 | 330 | 3736183 | 100 |  |  |  |  |  |

## RESOLUTION 6:

Re-appointment of Mr. Sudeep Pande as a Non-Executive Independent director.

| Particulars |  |  |  | Remote e-voting |  | Voting at the <br> AGM | Porcentage <br> (\%) |  |
| :--- | :---: | :--- | :--- | :---: | :--- | :--- | :--- | :---: |
|  | Number | Votes | Number | Votes | Number | Votes |  |  |
| Assent | 299 | 3736133 | 31 | 50 | 330 | 3736183 | 100 |  |
| Dissent | - | - | - | - | 0 | 0 | 0 |  |
| Total | 299 | 3736133 | 31 | 50 | 330 | 3736183 | 100 |  |

## RESOLUTION 7:

Payment of remuneration to Mr. Madhusudan Bagla, Managing Director.

| Particulars | Remote e-voting |  | Voting at the AGM |  | Total |  | Percentage (\%) |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  | Number | Votes | Number | Votes | Number | Votes |  |
| Assent | 289 | 258988 | 31 | 50 | 320 | 259038 | 100 |
| Dissent | - | - | - | - | 0 | 0 | 0 |
| Total | 289 | 258988 | 31 | 50 | 320 | 259038 | 100 |

Note: Promoter and Promoter Group are interested in this resolution, Therefore, the Votes cast by them i.e. 3477145 are Invalid Votes.

## RESOLUTION 8:

Payment of remuneration to Mr. Ashok Kumar Pathak, Whole Time Director.

| Particulars | Remote e-voting |  |  | Voting at the <br> AGM |  | Potal <br> (\%) |  |
| :--- | :---: | :--- | :--- | :---: | :---: | :---: | :---: |
|  | Number | Votes | Number | Votes | Number | Votes |  |
| Assent | 299 | 3736133 | 31 | 50 | 330 | 3736183 | 100 |
| Dissent | - | - | - | - | 0 | 0 | 0 |


| Total | 299 | 3736133 | 31 | 50 | 330 | 3736183 | 100 |
| :--- | :--- | :--- | :--- | :--- | :--- | :--- | :--- |

## RESOLUTION 9:

To ratify and confirm the remuneration payable to the Cost Auditors of the Company for the financial year ending March 31, 2024.

| Particulars | Remote e-voting |  |  | Voting at the <br> AGM |  | Total <br> Percentage <br> (\%) |  |
| :--- | :---: | :--- | :--- | :---: | :--- | :--- | :--- |
|  | Number | Votes | Number | Votes | Number | Votes |  |
| Assent | 299 | 3736133 | 31 | 50 | 330 | 3736183 | 100 |
| Dissent | - | - | - | - | 0 | 0 | 0 |
| Total | 299 | 3736133 | $\mathbf{3 1}$ | 50 | 330 | $\mathbf{3 7 3 6 1 8 3}$ | 100 |

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

Thanking You
Yours Faithfully

| MUKESH | Digitally signed by <br> MUKESH KUMAR |
| :--- | :--- |
| KUMAR | AGARWAL |
| AGARWAL |  |
| Date: 2023.09 .23 |  |
| 17:57:05 +05'30' |  |

Mukesh Kumar Agarwal
(Company Secretaries)
FCS 5991
CP No. 3851
UDIN: F005991E001070791

Place: New Delhi
Place: New Delhi
Date: 23.09.2023
Date: 23.09.2023

