



# SALZER ELECTRONICS LTD

Regd. Office : Samichettipalayam, Jothipuram (Post)  
Coimbatore -641 047. CIN : L03210TZ1985PLC001535  
Phone No.0422-4233600/ 614/696  
E-Mail : [baskarasubramanian@salzergroup.com](mailto:baskarasubramanian@salzergroup.com)  
web site : <https://www.salzergroup.net/>

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September 11, 2023

To

THE CORPORATE RELATIONSHIP DEPT  
BSE Limited  
I Floor, New Trading Ring,  
Rotunda Building,  
P.J.Towers, Dalal Street,  
Fort, Mumbai - 400 001.  
**SCRIP CODE: 517059**

M/s. National Stock Exchange of India Ltd.,  
Exchange Plaza, C-1, Block G,  
Bandra Kurla Complex,  
Bandra (E),Mumbai – 400 051  
Tel :+91 22 26598235/36, 26598346  
Fax : +91 22 26598237/38  
Symbol: **SALZERELEC**

Dear Sir,

Sub : Compliance under Reg.44(3) of SEBI (LODR) Regulations 2015 – Voting result & Scrutinizer's Report –reg.

We are forwarding herewith the Scrutinizer's Report as submitted by the Scrutinizer Mr.G.Vasudevan, (FCS.No.6699 CP 6522) Practicing Company Secretary in respect of the resolutions placed before the Members for their approval at their Annual General Meeting held on 09.09.2023.

This is for exchange's information and dissemination to all the shareholders.

Thanking you

Yours faithfully  
For SALZER ELECTRONICS LIMITED

K M MURUGESAN  
COMPANY SECRETARY

Encl: as above

# G.V. AND ASSOCIATES

Company Secretaries

Partners :

**G. Vasudevan**, B.Com, LL.B, FCS

**L. Bharathi**, B.A.(CS), FCS

**V. Nithya**, B.Com, ACS

**N. Srividhya**, B.Com, ACS



**Coimbatore Office :**

'G.V. Enclave' 18/30, Ramani Street,  
K.K. Pudur, Saibaba Colony  
(Opp. Road to Saibaba Colony  
Hotel Annapoorna Road - 4th Right)  
Coimbatore - 641 038.

**Chennai Office :** New No. 161-3, Old No. 72-3,  
Second Floor, Jayalakshmi S1, Lake View Road,  
West Mambalam, Chennai - 600 033.

## Scrutinizer's Report -Combined

To

The Chairman,

38<sup>th</sup> Annual General Meeting of the Equity Shareholders of Salzer Electronics Limited held on 09<sup>th</sup> day of September 2023 at 11.30 A.M. through Video Conferencing (VC)/ Other Audio Visual Means (OAVM) facility provided by the National Securities Depository Limited (NSDL).

Dear Sir,

1. We, **G. V. AND ASSOCIATES** Company Secretaries, have been appointed as scrutinizers by the Board of Directors of Salzer Electronics Limited (the Company) for the purpose of scrutinizing the e-voting process
  - (i) under the provisions of Section 108 of the Companies Act, 2013 (the Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (Rules) and the SEBI (Listing Obligations and Disclosure Requirements), 2015 and
  - (ii) provided by the National Securities Depository Limited on the day of the Annual General Meeting which ends 15 minutes after the closing time of the Annual General Meeting.
2. The management of the Company is responsible to ensure the compliance with the requirements of the Act and Rules relating to e-voting and poll at AGM on the resolutions contained in the Notice to the AGM of the Equity Shareholders of the Company. Our responsibility as scrutinizers, for the e-voting process as below:
  - (i) For remote e-voting period from 04.09.2023 (9.00 A.M) to 08.09.2023 (05.00 P.M).
  - (ii) For the poll at AGM- e-voting facility provided by the National Securities Depository Limited on the day of the Annual General Meeting which ended 15 minutes after the closing time of the Annual General Meeting.

is restricted to make a Scrutinizer's report of the votes cast "IN FAVOUR" or "AGAINST" for the resolutions stated above, based on the reports generated from the e-voting system provided by National Securities Depository Limited and is to scrutinize and verify the same as per the information provided by the Company and its Registrar/Transfer Agents and to report the votes cast in "FAVOUR" or "AGAINST" the resolutions as contained in the Notice to the Annual General Meeting.



**CONSOLIDATED SCRUTINIZER'S REPORT**

Date of Annual General Meeting	09.09.2023
Total number of shareholders on record date	25280
No. of Shareholders present in the meeting in person through Video Conferencing	102
Promoters and Promoters Group:	10
Public:	92

Resolution required: (Ordinary / Special)	<b>Resolution No. 1- Ordinary Resolution</b>  Consideration of Audited Standalone and Consolidated Financial statements of the Company for the Financial year ended March 31,2023, and the reports of the Board of Directors along with annexure and Auditors thereon.
Whether promoter / Promoter Group Interested in the agenda / resolution?	No

Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	% of voters Polled on Outstanding Shares (3)=[(2)/(1)]* 100	No. of Votes - in Favour (4)	No. of Votes - in against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]* 100	% of votes in against on votes polled (7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	5859835	5859835	100	5859835	0	100	0
	Poll at AGM		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>	<b>5859835</b>	<b>5859835</b>	<b>100</b>	<b>5859835</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public Institutions	E-Voting	2108920	211133	10.01	211133	0	100	0
	Poll at AGM		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>	<b>2108920</b>	<b>211133</b>	<b>10.01</b>	<b>211133</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public Non Institutions	E-Voting	8713982	951949	10.92	951949	0	100	0
	Poll at AGM		301	0.003	301	0	100	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>	<b>8713982</b>	<b>952250</b>	<b>10.92</b>	<b>952250</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>Total</b>		<b>16682737</b>	<b>7023218</b>	<b>42.10</b>	<b>7023218</b>	<b>0</b>	<b>100</b>	<b>0</b>





Resolution required: (Ordinary / Special)					Resolution No. 2- Ordinary Resolution			
					To declare a dividend on Equity Shares for the financial year 2022-2023.			
Whether promoter / Promoter Group Interested in the agenda / resolution?					No			
Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	% of voters Polled on Outstanding 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	5859835	5859835	100	5859835	0	100	0
	Poll at AGM		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>	<b>5859835</b>	<b>5859835</b>	<b>100</b>	<b>5859835</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public Institutions	E-Voting	2108920	211133	10.01	211133	0	100	0
	Poll at AGM		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>	<b>2108920</b>	<b>211133</b>	<b>10.01</b>	<b>211133</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public Non Institutions	E-Voting	8713982	951958	10.93	951958	0	100	0
	Poll at AGM		301	0.003	301	0	100	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>	<b>8713982</b>	<b>952259</b>	<b>10.92</b>	<b>952259</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>Total</b>		<b>16682737</b>	<b>7023227</b>	<b>42.10</b>	<b>7023227</b>	<b>0</b>	<b>100</b>	<b>0</b>

  


Resolution required: (Ordinary / Special)					Resolution No. 3- Ordinary Resolution*			
					To re-appoint a Director in the place of Dr.Mrs.Rajeshkumar Thilagam (DIN: 00006783) who retires by rotation at this Annual General Meeting and being eligible has offered herself for re-appointment			
Whether promoter / Promoter Group Interested in the agenda / resolution?					Yes			
Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	% of voters Polled on Outstanding Shares (3)=[(2)/(1)]* 100	No. of Votes - in Favour (4)	No. of Votes - in against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]* 100	% of votes in against on votes polled (7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	5859835	5085571	86.79	5085571	0	100	0
	Poll at AGM		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>	<b>5859835</b>	<b>5085571</b>	<b>86.79</b>	<b>5085571</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public Institutions	E-Voting	2108920	211133	10.01	181631	29502	86.02	13.98
	Poll at AGM		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>	<b>2108920</b>	<b>211133</b>	<b>10.01</b>	<b>181631</b>	<b>29502</b>	<b>86.02</b>	<b>13.98</b>
Public Non Institutions	E-Voting	8713982	951949	10.92	951949	0	100	0
	Poll at AGM		301	0.003	301	0	100	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>	<b>8713982</b>	<b>952250</b>	<b>10.92</b>	<b>952250</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>Total</b>		<b>16682737</b>	<b>6248954</b>	<b>0</b>	<b>6219452</b>	<b>29502</b>	<b>99.53</b>	<b>0.47</b>

\* Votes cast by all the Related Parties amounting to 774264 shares were not considered.



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Resolution required: (Ordinary / Special)					Resolution No. 4- Ordinary Resolution *			
					To re-appoint a Director in the place of Mr.D.Vishnu Rangaswamy (DIN: 00793090) who retires by rotation at this Annual General Meeting and being eligible has offered himself for re-appointment.			
Whether promoter / Promoter Group Interested in the agenda / resolution?					Yes			
Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	% of voters Polled on Outstanding Shares (3)=[(2)/(1)]* 100	No. of Votes - in Favour (4)	No. of Votes - in against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]* 100	% of votes in against on votes polled (7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	5859835	4494987		4494987	0	100	0
	Poll at AGM		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>	<b>5859835</b>	<b>4494987</b>		<b>4494987</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public Institutions	E-Voting	2108920	211133	0	181631	29502	86.02	13.97
	Poll at AGM		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>	<b>2108920</b>	<b>211133</b>	<b>0</b>	<b>181631</b>	<b>29502</b>	<b>86.02</b>	<b>13.97</b>
Public Non Institutions	E-Voting	8713982	951949	10.92	951949	0	100	0
	Poll at AGM		301	0.003	301	0	100	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>	<b>8713982</b>	<b>952250</b>	<b>0</b>	<b>952250</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>Total</b>		<b>16682737</b>	<b>5658370</b>	<b>0</b>	<b>5628868</b>	<b>29502</b>	<b>99.48</b>	<b>0.52</b>

\* Votes cast by all the Related Parties amounting to 1364848 shares were not considered.





Resolution required: (Ordinary / Special)					Resolution No. 5- Special Resolution			
					To consider and approve the re-appointment of Mr.P.Ramachandran, (DIN: 01043572) as a Whole time Director.			
Whether promoter / Promoter Group Interested in the agenda / resolution?					No			
Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	% of voters Polled on Outstanding Shares (3)=[(2)/(1)]* 100	No. of Votes - in Favour (4)	No. of Votes - in against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]* 100	% of votes in against on votes polled (7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	5859835	5859835	100	5859835	0	100	0
	Poll at AGM		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>	<b>5859835</b>	<b>5859835</b>	<b>100</b>	<b>5859835</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public Institutions	E-Voting	2108920	211133	10.01	211133	0	100	0
	Poll at AGM		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>	<b>2108920</b>	<b>211133</b>	<b>10.01</b>	<b>211133</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public Non Institutions	E-Voting	8713982	951949	10.92	951949	0	100	0
	Poll at AGM		301	0.003	301	0	100	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>	<b>8713982</b>	<b>952250</b>	<b>10.92</b>	<b>952250</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>Total</b>		<b>16682737</b>	<b>7023218</b>	<b>42.10</b>	<b>7023218</b>	<b>0</b>	<b>100</b>	<b>0</b>

*De*



# G.V. AND ASSOCIATES

..... Continuation Sheet

Company Secretaries

Resolution required: (Ordinary / Special)					Resolution No. 6- Special Resolution			
					To consider and approve the appointment of Mrs.Priya Bhansali (DIN: 00195848) as a Non-Executive and Independent Director.			
Whether promoter / Promoter Group Interested in the agenda / resolution?					No			
Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	% of voters Polled on Outstanding Shares (3)=[(2)/(1)]* 100	No. of Votes - in Favour (4)	No. of Votes - in against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]* 100	% of votes in against on votes polled (7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	5859835	5859835	100	5859835	0	100	0
	Poll at AGM		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>	<b>5859835</b>	<b>5859835</b>	<b>100</b>	<b>5859835</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public Institutions	E-Voting	2108920	211133	10.01	211133	0	100	0
	Poll at AGM		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>	<b>2108920</b>	<b>211133</b>	<b>10.01</b>	<b>211133</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public Non Institutions	E-Voting	8713982	951949	10.92	951949	0	100	0
	Poll at AGM		301	0.003	301	0	100	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>	<b>8713982</b>	<b>952250</b>	<b>10.92</b>	<b>952250</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>Total</b>		<b>16682737</b>	<b>7023218</b>	<b>42.10</b>	<b>7023218</b>	<b>0</b>	<b>100</b>	<b>0</b>





# G.V. AND ASSOCIATES

..... Continuation Sheet

Company Secretaries

Resolution required: (Ordinary / Special)					Resolution No. 7- Special Resolution			
					To consider and approve the appointment of Mr.Sharat Chandra Bhargava (DIN: 00008146) as a Non-Executive and Independent Director.			
Whether promoter / Promoter Group Interested in the agenda / resolution?					No			
Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	% of voters Polled on Outstanding Shares (3)=[(2)/(1)]* 100	No. of Votes - in Favour (4)	No. of Votes - in against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]* 100	% of votes in against on votes polled (7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	5859835	5859835	100	5859835	0	100	0
	Poll at AGM		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>	<b>5859835</b>	<b>5859835</b>	<b>100</b>	<b>5859835</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public Institutions	E-Voting	2108920	211133	10.01	211133	0	100	0
	Poll at AGM		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>	<b>2108920</b>	<b>211133</b>	<b>10.01</b>	<b>211133</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public Non Institutions	E-Voting	8713982	951949	10.92	951949	0	100	0
	Poll at AGM		301	0.003	301	0	100	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>	<b>8713982</b>	<b>952250</b>	<b>10.92</b>	<b>952250</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>Total</b>		<b>16682737</b>	<b>7023218</b>	<b>42.10</b>	<b>7023218</b>	<b>0</b>	<b>100</b>	<b>0</b>



Resolution required: (Ordinary / Special)					Resolution No. 8- Ordinary Resolution			
					To ratify the remuneration payable to Mr. A.R.Ramasubramania Raja (M.No. 32458) appointed as Cost Auditors of the Company for Financial Year 2023-24.			
Whether promoter / Promoter Group Interested in the agenda / resolution?					No			
Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	% of voters Polled on Outstanding Shares (3)=[(2)/(1)]* 100	No. of Votes - in Favour (4)	No. of Votes - in against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]* 100	% of votes in against on votes polled (7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	5859835	5859835	100	5859835	0	100	0
	Poll at AGM		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>	<b>5859835</b>	<b>5859835</b>	<b>100</b>	<b>5859835</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public Institutions	E-Voting	2108920	211133	10.01	211133	0	100	0
	Poll at AGM		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>	<b>2108920</b>	<b>211133</b>	<b>10.01</b>	<b>211133</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public Non Institutions	E-Voting	8713982	951949	10.92	951949	0	100	0
	Poll at AGM		301	0.003	301	0	100	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>	<b>8713982</b>	<b>952250</b>	<b>10.92</b>	<b>952250</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>Total</b>		<b>16682737</b>	<b>7023218</b>	<b>42.10</b>	<b>7023218</b>	<b>0</b>	<b>100</b>	<b>0</b>

Thanking you,

Place: Coimbatore  
 Date: 09.09.2023  
 ICSI UDIN: F006699E000975810

Yours faithfully,  
**For G.V. AND ASSOCIATES**  
**COMPANY SECRETARIES**

*(Signature)*  
 Partner  
 Vasudevan Gopu (Scrutinizer)  
 Partner,  
 G.V. And Associates  
 M. No. FCS 6699  
 CP No.6522  
 Scrutinizers