SPICE ISLANDS INDUSTRIES LIMITED

(Earlier known as Spice Islands Apparels Limited)

Regd. Office: Unit No. 3043-3048, 3rd Floor, Bhandup Industrial Estate, Pannalal Silk Mills Compound, L.B.S. Marg, Bhandup (West), Mumbai – 400 078.

Tel.: +91 (22) 6740 0800, 2282 3128 Fax: +91 (22) 22826167, Email-id: sales@spiceislandsindia.com CIN NO: L11045MH1988PLC050197

Date: August 20, 2024

To
The Manager (Listing)
Bombay Stock Exchange Ltd.,
25th Floor, Phiroze Jeejeebhoy Towers,
Dalal Street, Fort, Mumbai - 400 001

Script Code: 526827

Sub: Voting Results of the 36th Annual General Meeting held on August 19, 2024 along with Scrutinizer's Report.

Dear Sir/Madam,

Pursuant to Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith the results of the voting on the proposed resolutions along with the Consolidated Report on the voting issued by Mr. Alok Khairwar, Practicing Company Secretary, Scrutinizer of the 36th Annual General Meeting of the Company held on August 19, 2024.

In this regard, kindly note that all the five (5) resolutions placed before the shareholders as per the notice of the Annual General Meeting have been passed by requisite majority.

Kindly take the same on your record.

Thanking you,

Yours faithfully

For Spice Islands Industries Limited

Arti Lalwani Digitally signed by Arti Lalwani Date: 2024.08.20 17:30:27 +05'30'

(Arti Lalwani)
Company Secretary and Compliance Officer
Membership no. A59871

Place: Mumbai

Encl: As above

In accordance with the SEBI Listing Regulation, the voting details of resolutions passed at the 36th Annual General Meeting of the Company are furnished below:

Date of the AGM	August 19, 2024
Total number of shareholders on record date (August 12, 2024)	2171
No. of shareholders present in the meeting either in person or through proxy:	Not Applicable
Promoters and Promoter Group:	
Public:	
No. of Shareholders attended the meeting through Video Conferencing:	
Promoters and Promoter Group:	1
Promoters and Promoter Group (Not holding Share in Company):	0
Public:	43

Resolution 1: To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended on March 31, 2024 together with the reports of the Board of Directors and Auditors thereon.

Resolution re	equired: (Ordinary/ Spe	cial)	Ordinary					
-	promoter/ promoter the agenda/resolution?	No						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	Polled on outstanding	No. of Votes–in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*10	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter	E-Voting	2687390	2687390	100	2687390	0	100	0
and	Poll	0	0	0	0	0	0	0
Promoter Group	Postal Ballot (if applicable)	0	0	0	0	0	0	0

	Total	2687390	2687390	100	2687390	0	100	0
Public-	E-Voting	0	0	0	0	0	0	0
Institutions	Poll	0	0	0	0	0	0	0
11150100115	Postal Ballot	(if 0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public-	E-Voting		40102	2.4868	37052	3050	92.3944	7.6056
Non	Poll	1612610	0	0	0	0	0	0
Institutions	Postal Ballot	(if 1012010	0	0	0	0	0	0
	Total	1612610	40102	2.4868	37052	3050	92.3944	7.6056
Total		4300000	2727492	63.4300	2724442	3050	99.8882	0.1118

Details of Invalid Votes							
Category	No. of Votes						
Promoter/ Promoter group	0						
Public Institution	0						
Public Non- Institution	0						

Resolution No. 2: To appoint a Director in place of Mr. Sandeep Jamnadas Merchant (DIN 05210128) who retires by rotation and being eligible, offers himself for re-appointment.

Resolution re	equired: (Ordinary/ Spe	Ordinary						
Whether p	promoter/ promoter	group are	No					
interested in	the agenda/resolution?							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes 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)]*10 0	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter	E-Voting	2687390	0	0	0	0	0	0
and	Poll	0	0	0	0	0	0	0
Promoter Group	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	2687390	0	0	0	0	0	0
Public-	E-Voting	0	0	0	0	0	0	0

Institutions	Poll			0	0	0	0	0	0	0
	Postal	Ballot	(if	0	0	0	0	0	0	0
	Total			0	0	0	0	0	0	0
Public-	E-Voting	ξ			40102	2.4868	37352	2750	93.1425	6.8575
Non	Poll			1612610	0	0	0	0	0	0
Institutions	Postal	Ballot	(if		0	0	0	0	0	0
	Total			1612610	40102	2.4868	37352	2750	93.1425	6.8575
Total				4300000	40102	0.9326	37352	2750	93.1425	6.8575

Details of Invalid Votes							
Category	No. of Votes						
Promoter/ Promoter group	0						
Public Institution	0						
Public Non- Institution	0						

Resolution No. 3: To appoint Statutory Auditors and fix their remuneration

Resolution r	equired: (Ordinary/ Spe	cial)	Ordinary					
	promoter/ promoter the agenda/resolution?	No						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes 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)]*10 0	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter	E-Voting	2687390	2687390	100	2687390	0	100	0
and	Poll	0	0	0	0	0	0	0
Promoter Group	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	2687390	2687390	100	2687390	0	100	0
Public-	E-Voting	0	0	0	0	0	0	0
Institutions	Poll	0	0	0	0	0	0	0
	Postal Ballot (if	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public-	E-Voting		40102	2.4868	36349	3753	90.6414	9.3586
	Poll		0	0	0	0	0	0

Non	Postal	Ballot	(if	1612610	0	0	0	0	0	0
Institutions	Total			1612610	40102	2.4868	36349	3753	90.6414	9.3586
Total				4300000	2727492	63.4300	2723739	3753	99.8624	0.1376

Details of Invalid Votes							
Category	No. of Votes						
Promoter/ Promoter group	0						
Public Institution	0						
Public Non- Institution	0						

Resolution No. 4: Appointment of Mr. Kalpesh Thakorbhai Mistry (DIN: 07599056) as an Independent Director.

Resolution re	equired: (O	rdinary/ Spe	cial)	Special							
Whether p	Whether promoter/ promoter group are				No						
interested in the agenda/resolution?											
Category	Mode of V	oting	No. of shares held (1)	No. of votes polled (2)	% of Votes 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)]*10	% of Votes against on votes polled (7)=[(5)/(2)]*100		
Promoter	E-Voting		2687390	2687390	100	2687390	0	100	0		
and	Poll		0	0	0	0	0	0	0		
Promoter Group		Ballot (if		0	0	0	0	0	0		
	Total		2687390	2687390	100	2687390	0	100	0		
Public-	E-Voting		0	0	0	0	0	0	0		
Institutions	Poll	D II : (1)	0	0	0	0	0	0	0		
		Ballot (if	·	0	0	0	0	0	0		
D 111	Total E Vating		0	0	0	0	0	0	0		
Public-	E-Voting Poll			36994	2.2940	34244	2750	92.5664	7.4336		
Non		Ballot (if	1612610	0	U	0	0	0	0		
Institutions	Total	Danot (II	1612610	36994	2.2940	34244	2750	92.5664	7.4336		
Total	10001		4300000	2724384	63.3578	2721634	2750 2750	92.3004 99.8991	0.1009		

Details of Invalid Votes							
Category	No. of Votes						
Promoter/ Promoter group	0						
Public Institution	0						
Public Non- Institution	3108						

Resolution No. 5: Issue of Warrants Convertible into Equity Shares to the Proposed Allottees, on a Preferential Basis.

Resolution required: (Ordinary/ Special)				Special					
Whether p		/resolution?	group are	No					
Category	Mode of V	Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes 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)]*10 0	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter	E-Voting		2687390	2687390	100	2687390	0	100	0
and	Poll		0	0	0	0	0	0	0
Promoter Group	Postal applicable	Ballot (if e)	0	0	0	0	0	0	0
	Total		2687390	2687390	100	2687390	0	100	0
Public-	E-Voting		0	0	0	0	0	0	0
Institutions	Poll		0	0	0	0	0	0	0
	Postal	Ballot (if	·	0	0	0	0	0	0
D 111	Total E Vating		0	0	0	0	0	0	0
Public-	E-Voting Poll			40102	2.4868	37852	2250	94.3893	5.6107
Non	Postal	Ballot (if	1612610	0	0	0	0	0	0
Institutions	Total	Danot (II	1612610	40102	2.4868	37852	2250	94.3893	5.6107
Total			4300000	2727492	63.4300	2725242	2250	99.9175	0.0825

Details of Invalid Votes					
Category	No. of Votes				
Promoter/ Promoter group	0				
Public Institution	0				
Public Non- Institution	0				

For Spice Islands Industries Limited



(Arti Lalwani) Company Secretary and Compliance Officer Membership no. A59871

Place: Mumbai Encl: As above



F214 B wing, Express Zone Mall, Western Express Highway, Near Oberoi Mall, Malad East, Mumbai - 400 097.

Consolidated Report of Scrutinizer on E - Voting Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014]

To.

The Chairman

Spice Islands Industries Limited

Unit 3043-3048, 3rd Fl, Bhandup Industrial Estate, Pannalal Silk Mills Compd, L.B.S. Marg, Bhandup-W, Mumbai, Maharashtra, India, 400078

Ref: 36th Annual General Meeting held on Monday, August 19, 2024 at 11.35 A.M.

Sub: Consolidated Scrutinizer's Report on e-voting conducted through Video Conferencing (VC)/Other Audio Visual Means (OAVM) pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

Dear Sir/Madam,

We Alok Khairwar& Associates, Company Secretaries, have been appointed as the Scrutinizer by the Board of Director of Spice Islands Industries Limited held on July 23, 2024 pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) rules, 2014 (Amendment Rules, 2015) in respect of the below mentioned resolutions proposed at the 36th Annual General Meeting of the Equity Shareholders of the Company held on Monday, August 19, 2024at 11.35A.M. through Video Conferencing (VC)/Other Audio Visual Means (OAVM) and concluded at 12.20 P.M.

We were also appointed as scrutinizer to scrutinize the remote e-voting process during the said AGM.

The compliance with the provisions of the Companies Act, 2013 and the Rules made there under relating to voting through electronic means (by remote e-



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voting) by the shareholders on the resolutions proposed in the Notice of 36th Annual General Meeting of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process through electronic means (by remote e-voting) in the meeting are conducted in a faith and transparent manner and render Scrutinizer's Report of the total votes cast in favour or against if any, to the Chairman on the resolutions, based on the reports generated from the electronic voting system provided by Central Depository Services (India) Limited (CDSL)

The Notice dated July 23, 2024Convening Annual General Meeting (AGM) of the Company along with Statement setting out material fact under Section 102 of the Companies Act, 2013 were sent to the Shareholder on July 25, 2024in respect of the below mentioned resolutions to be passed at the said Annual General Meeting of the Company to be held on Monday, August 19, 2024at 11.30 A.M. through Video Conferencing (VC)/Other Audio Visual Means (OAVM) through electronic mode to those Members whose email addresses are registered with the Company /Depositories, in compliance with the General Circulars No. 14/2020 dated April 8, 2020, No. 17/2020 dated April 13, 2020, No. 20/2020 dated May 5, 2020, No. 02/2021 dated January 13, 2021, No. 21/2021 dated December 14, 2021, No. 2/2022 dated May 5, 2022, No. 10/2022 dated December 28, 2022 and subsequent circulars issued in this regard, the latest being 09/2023 dated September 25, 2023 issued by the Ministry of Corporate Affairs (collectively referred to as 'MCA Circulars') and SEBI Circulars dated May 12, 2020, January 15, 2021, May 13, 2022, January 05, 2023, October 06, 2023 and October 07, 2023 ('SEBI Circulars').

In accordance with the Notice of 36thAnnual General Meeting sent to the shareholders and the 'Advertisement' published pursuant to Rule 20(4)(V) of the Companies (Management and Administration) Rules, 2014 (Amendment Rules 2015) on July26, 2024, the remote e-voting commenced on August 16, 2024, 09:00 A.M. and ended on August 18, 2024, 05:00 P.M.

The shareholders of the Company holding shares as on the Cut-off date of Friday, August 12, 2024were entitled to vote on the resolution as contained in the Notice of 36th Annual General Meeting of the Company.



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The votes on remote e-voting were unblocked at 5.31 p.m. on August 19, 2024, the e-voting results/list of equity shareholders who have voted for and against downloaded from the e-voting website of **CDSL** (https://www.evoting.cdsl.com/) and the same are being handed over to the Chairman/Company Secretary.

The results of the scrutiny of voting by remote e-voting and through e-voting facility provided during AGM in respect of resolutions contained in Notice dated July 23, 2024 are as under;

(1) Resolution

To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended on March 31, 2024 together with the reports of the Board of Directors and Auditors thereon. (Ordinary Resolution)

(i) Voted in **favour**of the resolution:

Mode	of	Numbers of	Number of votes	% of total number
Voting		members voted in	cast (Shares) - E	of valid votes cast
		E-voting	Voting	
Remote	e-	46	3221	0.12%
voting				
e- Voting	in	14	2721221	99.77%
AGM				
Total		60	2724442	99.89%

(ii) Voted **against** the resolution:

Mode	of	Numbers of	Number of votes	% of total number
Voting		members voted in	cast (Shares) - E	of valid votes cast
		E-voting	Voting	
Remote	e-	3	3050	0.11%
voting				
e- Voting	in	-	-	-
AGM				
Total		3	3050	0.11%



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(iii) Invalid Votes:

Mode	of	Numbers of	Number of votes	% of total number
Voting		members voted in	cast (Shares) - E	of valid votes cast
		E-voting	Voting	
Remote	e-	-	-	-
voting				
e- Voting	in	-	-	-
AGM				
Total		-	-	-

Result: We report that the numbers of votes cast in favour of the aforesaid Resolution are more than the number of votes cast against accordingly the resolution be considered as passed with requisite majority.

Invalid Votes: There were no invalid votes.

(2) Resolution

To appoint a director in place of Mr. Sandeep Jamnadas Merchant (DIN 05210128) who retires by rotation and being eligible, offers himself for reappointment. (Ordinary Resolution)

Voted in **favour** of the resolution: (i)

Mode	of	Numbers of	Number of votes	% of total number
Voting		members voted in	cast (Shares) - E	of valid votes cast
		E-voting	Voting	
Remote	e-	46	3521	8.78%
voting				
e- Voting	in	13	33831	84.36%
AGM				
Total		59	37352	93.14%

(ii) Voted **against** the resolution:

Mode	of	Numbers	of	Number	of	votes	% of total number
Voting		members voted	in	cast (Sh	ares)	– E	of valid votes cast
		E-voting		Voting			
Remote	e-	3			2750)	6.86%
voting							



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e- Voting in	-	-	-
AGM			
Total	3	2750	6.86%

Invalid Votes: (ii)

Mode	of	Numbers of	Number of votes	% of total number
Voting		members voted in	cast (Shares) – E	of valid votes cast
		E-voting	Voting	
Remote	e-	-	-	-
voting				
e- Voting	in	-	-	-
AGM				
Total		-	-	-

Result: We report that the numbers of votes cast in favour of the aforesaid Resolution are more than the number of votes cast against accordingly the resolution be considered as passed with requisite majority.

Invalid Votes: There were no invalid votes.

(3) Resolution

To appoint Statutory Auditors and fix their remuneration. (Ordinary Resolution)

(i) Voted in **favour** of the resolution:

Mode	of	Numbers of	Number of votes	% of total number
Voting		members voted in	cast (Shares) - E	of valid votes cast
		E-voting	Voting	
Remote	e-	47	4021	0.15%
voting				
e- Voting	in	13	2719718	99.71%
AGM				
Total		60	2723739	99.86%



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(ii) Voted against the resolution:

Mode	of	Numbers of	Number of votes	% of total number
Voting		members voted in	cast (Shares) – E	of valid votes cast
		E-voting	Voting	
Remote	e-	2	2250	0.08%
voting				
e- Voting	in	1	1503	0.06%
AGM				
Total		3	3753	0.14%

(iii) Invalid Votes:

Mode	of	Numbers of	Number of votes	% of total number
Voting		members voted in	cast (Shares) - E	of valid votes cast
		E-voting	Voting	
Remote	e-	-	-	-
voting				
e- Voting	in	-	-	-
AGM				
Total		-	-	-

Result: We report that the numbers of votes cast in favour of the aforesaid Resolution are more than the number of votes cast against accordingly the resolution be considered as passed with requisite majority.

Invalid Votes: There were no invalid votes.

(4) Resolution

Appointment of Mr. Kalpesh Thakorbhai Mistry (DIN: 07599056) as an Independent Director. (Special Resolution)

(i) Voted in **favour** of the resolution:

Mode	of	Numbers of	Number of votes cast	% of total number
Voting		members voted in	(Shares) – E Voting	of valid votes cast
		E-voting		
Remote	e-	46	3521	0.13%
voting				



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e-Voting	in	14	2718113	99.77%
AGM				
Total		60	2721634	99.99%

(ii) Voted **against** the resolution:

Mode	of	Numbers of	Number of votes	% of total number
Voting		members voted in	cast (Shares) - E	of valid votes cast
		E-voting	Voting	
Remote	e-	3	2750	0.1%
voting				
e- Voting	in	-	-	-
AGM				
Total		3	2750	0.1%

(iii) Invalid Votes:

Mode	of	Numbers of	Number of votes	% of total number
Voting		members voted in	cast (Shares) - E	of valid votes cast
		E-voting	Voting	
Remote	e-	-	-	-
voting				
e- Voting	in	1	3108	-
AGM				
Total		1	3108	-

Result: We report that the number of votes cast in favour of the resolution was not less than three times the number of the votes, if any, cast against the resolution by members so entitled and voting, we report that the Special Resolution with regard to Resolution No 4 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

Invalid Votes: There were 3108 invalid votes and hence were not taken in to consideration while issuing this report



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(5) Resolution

Issue of Warrants Convertible into Equity Shares to the Proposed Allottees, on a Preferential Basis (Special Resolution)

(ii) Voted in **favour** of the resolution:

Mode	of	Numbers of	Number of votes cast	% of total number
Voting		members voted in	(Shares) – E Voting	of valid votes cast
		E-voting		
Remote	e-	47	4021	0.15%
voting				
e-Voting	in	14	2721221	99.77%
AGM				
Total		61	2725242	99.92%

(ii) Voted against the resolution:

Mode	of	Numbers of	Number of votes	% of total number
Voting		members voted in	cast (Shares) - E	of valid votes cast
		E-voting	Voting	
Remote	e-	2	2250	0.08%
voting				
e- Voting	in	-	-	-
AGM				
Total		2	2250	0.08%

(iii) Invalid Votes:

Mode	of	Numbers of	Number of votes	% of total number
Voting		members voted in	cast (Shares) - E	of valid votes cast
		E-voting	Voting	
Remote	e-	-	-	-
voting				
e- Voting	in	-	-	-
AGM				
Total		-	-	-



F214 B wing, Express Zone Mall, Western Express Highway, Near Oberoi Mall, Malad East, Mumbai - 400 097.

Result: We report that the number of votes cast in favour of the resolution was not less than three times the number of the votes, if any, cast against the resolution by members so entitled and voting, we report that the Special Resolution with regard to Resolution No 5 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

Invalid Votes: There were no invalid votes.

All the relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid 36thAnnual General Meeting and the same shall be handed over to the Chairman/Company Secretary for safe keeping.

For Alok Khairwar& Associates **Company Secretaries**

Khairwar

Alok Omprakash Omprakash Khairwar Date: 2024.08.20 14:41:31 +05'30'

CS Alok Khairwar (Proprietor) FCS: 10031 **CP No: 12880**

P. R. No: 1761/2022

UDIN: F010031F001003045

Place: Mumbai

Dated: August 20, 2024

Arti Lalwani Digitally signed by Arti Lalwani Date: 2024.08.20 17:37:04 +05'30'