

SEPL/SE/Sep/24-25
24th September 2024

The General Manager,
Corporate Relations/Listing Department
BSE Limited

Floor 25, P.J. Towers,
Dalal Street,
Mumbai – 400 001

Scrip Code: 501423

The Manager,
Listing Compliances Department
National Stock Exchange of India Limited

Exchange Plaza, Plot No. C/1, G Block,
Bandra – Kurla Complex, Bandra (E),
Mumbai – 400 051

Scrip Code: SHAILY

Sub: Voting Results and Scrutinizers Report for the 44th Annual General Meeting held on 21st September 2024.

Dear Sir/Madam,

Dear Sir,

We wish to inform you that the 44th Annual General Meeting of the Company was held on Saturday, 21st September 2024. In this regard, please find attached herewith the following:

- 1) Voting Results of the 44th Annual General Meeting in compliance with Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- 2) Consolidated Scrutinizer's Report in compliance with Rule 20 of Companies (Management and Administration) Rules, 2014.

Kindly take the same on records.

Thanking You

Yours truly,
For Shaily Engineering Plastics Limited

Dimple Mehta
Company Secretary & Compliance Officer
M. No. F13184

ENCL: A/a

Disclosure as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Date of AGM	Saturday, 21 st September 2024
Total number of shareholders on record date/ cut-off date (i.e. the cut-off date for determining shareholders entitled to e-voting – 14 th September 2024)	14,859
No. of shareholders present in the meeting in person or through proxy	
- Promoters and Promoter group	N.A.
- Public	N.A.
No. of shareholders attended the meeting through video conferencing	
- Promoters and Promoter group	3
- Public	30

Mode of Voting for all the resolutions enlisted below: Remote e-voting conducted between Wednesday, 18th September 2024 to Friday, 20th September 2024, (both days inclusive) and e-Voting at the 44th Annual General Meeting.

Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended 31st March 2024 together with the Reports of the Board of Directors and Auditors thereon				
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	18993355	18993355	100.0000	18993355	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		18993355	18993355	100.0000	18993355	0	100.0000
Public-Institutions	E-Voting	6975299	6975299	100.0000	6975299	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		6975299	6975299	100.0000	6975299	0	100.0000
Public- Non Institutions	E-Voting	187148	187148	100.0000	187083	65	99.9653	0.0347
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		187148	187148	100.0000	187083	65	99.9653
Total		26155802	26155802	100.0000	26155737	65	99.9998	0.0002
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							<input type="button" value="Add Notes"/>	

Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Mr. Laxman Sanghvi (DIN: 00022977) as a director, who retires by rotation and being eligible, offers himself for re-appointment.				
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	18993355	18993355	100.0000	18993355	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		18993355	18993355	100.0000	18993355	0	100.0000
Public-Institutions	E-Voting	6975299	6975299	100.0000	6975299	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		6975299	6975299	100.0000	6975299	0	100.0000
Public- Non Institutions	E-Voting	187148	187148	100.0000	187083	65	99.9653	0.0347
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		187148	187148	100.0000	187083	65	99.9653
Total		26155802	26155802	100.0000	26155737	65	99.9998	0.0002
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							<input type="button" value="Add Notes"/>	

Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Declaration of Dividend				
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	18993355	18993355	100.0000	18993355	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		18993355	18993355	100.0000	18993355	0	100.0000
Public-Institutions	E-Voting	6975299	6975299	100.0000	6975299	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		6975299	6975299	100.0000	6975299	0	100.0000
Public- Non Institutions	E-Voting	187128	187128	100.0000	185663	1465	99.2171	0.7829
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		187128	187128	100.0000	185663	1465	99.2171
Total		26155782	26155782	100.0000	26154317	1465	99.9944	0.0056
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							<input type="button" value="Add Notes"/>	

Resolution (4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Ratification of remuneration to be paid to Cost Auditors.				
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	18993355	18993355	100.0000	18993355	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		18993355	18993355	100.0000	18993355	0	100.0000
Public-Institutions	E-Voting	6975299	6975299	100.0000	6975299	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		6975299	6975299	100.0000	6975299	0	100.0000
Public- Non Institutions	E-Voting	187048	187048	100.0000	186983	65	99.9652	0.0348
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		187048	187048	100.0000	186983	65	99.9652
Total		26155702	26155702	100.0000	26155637	65	99.9998	0.0002
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							<input type="button" value="Add Notes"/>	

Resolution (5)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Rescission of resolution passed at 43rd Annual General Meeting of the Company with regard to Alteration of Capital Clause of the Memorandum of Association 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	18993355	18993355	100.0000	18993355	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		18993355	18993355	100.0000	18993355	0	100.0000
Public-Institutions	E-Voting	6975299	6975299	100.0000	6975299	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		6975299	6975299	100.0000	6975299	0	100.0000
Public- Non Institutions	E-Voting	187048	187048	100.0000	186983	65	99.9652	0.0348
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		187048	187048	100.0000	186983	65	99.9652
Total		26155702	26155702	100.0000	26155637	65	99.9998	0.0002
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							<input type="button" value="Add Notes"/>	

Resolution (6)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Change in Remuneration of Ms. Kinjal Bhavsar, Executive Director of Shaily (UK) Limited w.e.f. 1st July 2024				
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	18993355	7069815	37.2226	7069815	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		18993355	7069815	37.2226	7069815	0	100.0000
Public-Institutions	E-Voting	6975299	6975299	100.0000	2551034	4424265	36.5724	63.4276
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		6975299	6975299	100.0000	2551034	4424265	36.5724
Public- Non Institutions	E-Voting	187048	187048	100.0000	186983	65	99.9652	0.0348
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		187048	187048	100.0000	186983	65	99.9652
Total		26155702	14232162	54.4132	9807832	4424330	68.9132	31.0868
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	11923540
Public Insitutions	0
Public - Non Insitutions	0

Resolution (7)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Change in Remuneration of Mr. Mahendra Sanghvi, (DIN:00084162), Executive Chairman, effective from 1st April 2024				
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	18993355	18993355	100.0000	18993355	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		18993355	18993355	100.0000	18993355	0	100.0000
Public-Institutions	E-Voting	6975299	6975299	100.0000	5717250	1258049	81.9642	18.0358
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		6975299	6975299	100.0000	5717250	1258049	81.9642
Public- Non Institutions	E-Voting	187048	187048	100.0000	185583	1465	99.2168	0.7832
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		187048	187048	100.0000	185583	1465	99.2168
Total		26155702	26155702	100.0000	24896188	1259514	95.1846	4.8154
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							<input type="button" value="Add Notes"/>	

Resolution (8)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Change in Remuneration of Mr. Amit Sanghvi, (DIN: 00022444) Managing Director, effective from 1st April 2024				
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	18993355	18993355	100.0000	18993355	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		18993355	18993355	100.0000	18993355	0	100.0000
Public-Institutions	E-Voting	6975299	6975299	100.0000	5717250	1258049	81.9642	18.0358
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		6975299	6975299	100.0000	5717250	1258049	81.9642
Public- Non Institutions	E-Voting	187048	187048	100.0000	185583	1465	99.2168	0.7832
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		187048	187048	100.0000	185583	1465	99.2168
Total		26155702	26155702	100.0000	24896188	1259514	95.1846	4.8154
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							<input type="button" value="Add Notes"/>	

Resolution (9)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-Appointment of Mr. Mahendra Sanghvi (DIN: 00084162) as Executive Chairman effective from 1st April 2025 for a period of three (3) years from 01st April 2025 to 31st March 2028				
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	18993355	18993355	100.0000	18993355	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		18993355	18993355	100.0000	18993355	0	100.0000
Public-Institutions	E-Voting	6975299	6975299	100.0000	5715465	1259834	81.9386	18.0614
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		6975299	6975299	100.0000	5715465	1259834	81.9386
Public- Non Institutions	E-Voting	187048	187048	100.0000	186983	65	99.9652	0.0348
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		187048	187048	100.0000	186983	65	99.9652
Total		26155702	26155702	100.0000	24895803	1259899	95.1831	4.8169
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							<input type="button" value="Add Notes"/>	

Resolution (10)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-Appointment of Mr. Laxman Sanghvi (DIN: 00022977) as an Executive Director effective from 1st April 2025 for a period of three (3) years from 01st April 2025 to 31st March 2028				
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	18993355	18993355	100.0000	18993355	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		18993355	18993355	100.0000	18993355	0	100.0000
Public-Institutions	E-Voting	6975299	6975299	100.0000	5717250	1258049	81.9642	18.0358
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		6975299	6975299	100.0000	5717250	1258049	81.9642
Public- Non Institutions	E-Voting	187048	187048	100.0000	186983	65	99.9652	0.0348
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		187048	187048	100.0000	186983	65	99.9652
Total		26155702	26155702	100.0000	24897588	1258114	95.1899	4.8101
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							<input type="button" value="Add Notes"/>	

Resolution (11)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-Appointment of Mr. Shailesh Ayyangar (DIN: 00268076) as an Independent Director				
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	18993355	18993355	100.0000	18993355	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		18993355	18993355	100.0000	18993355	0	100.0000
Public-Institutions	E-Voting	6975299	6975299	100.0000	6975299	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		6975299	6975299	100.0000	6975299	0	100.0000
Public- Non Institutions	E-Voting	187048	187048	100.0000	186983	65	99.9652	0.0348
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		187048	187048	100.0000	186983	65	99.9652
Total		26155702	26155702	100.0000	26155637	65	99.9998	0.0002
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							<input type="button" value="Add Notes"/>	

Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time and as per MCA General Circular ("GC") No. 14/2020 dated 08.04.2020, GC No. 17/2020 dated 13.04.2020, GC No. 20/2020 dated 05.05.2020, resting with GC No. 09/2023 dated 25.09.2023("MCA Circulars")]

The Chairman,
44th Annual General Meeting of the Members of
Shaily Engineering Plastics Limited
held on Saturday, September 21, 2024, at 10:00 A.M. IST
through Video Conferencing / Other Audio-Visual Means ("VC / OAVM")

Dear Sir,

I, S. Samdani, Partner, Samdani Shah & Kabra, Company Secretaries, have been appointed as a Scrutinizer by the Board of Directors of **Shaily Engineering Plastics Limited** ("Company"), for the purpose of scrutinizing the e-voting process conducted for transacting the business as mentioned in the Notice dated July 27, 2024, convening 44th Annual General Meeting ("AGM") of the Members of the Company which was held on Saturday, September 21, 2024, at 10:00 A.M. IST through VC / OAVM.

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 Rules made thereunder read with MCA Circulars; (ii) The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with circulars issued thereunder and (iii) Secretarial Standard - 2 on General Meetings issued by the Institute of the Company Secretaries of India, if any, relating to remote e-voting prior to the date of AGM and during the AGM.

My responsibility as a Scrutinizer is restricted to give a Report on votes cast by the Members of the Company.

I submit my report as under:

1. The Company had availed the e-voting facility offered by National Securities Depository Limited ("NSDL") for providing remote e-voting facility to the Members of the Company, prior to AGM as well as during the AGM.
2. Prior to the date of AGM, the remote e-voting facility remained open for three days from September 18, 2024, 9:00 A.M. (IST) to September 20, 2024, 5:00 P.M. (IST) both days inclusive and was disabled for voting thereafter.
3. Further, the Company had also provided remote e-voting facility to the members who attended the AGM through VC / OAVM and had not voted on resolutions through remote e-voting prior to the date of AGM, to cast their votes during the AGM.



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4. After the completion of the e-voting process at the AGM, the votes cast through remote e-voting prior to the date of AGM as well as during the AGM were unblocked and downloaded from the e-voting website of NSDL (www.evoting.nsdl.com) on September 21, 2024, at 11:12 A.M. in the presence of two witnesses – Megha Dave and Mitashri Mav, who are not in the employment of the Company.
5. I have scrutinized and reviewed the votes cast by the members through remote e-voting, prior to the date of AGM as well as during the AGM, based on the data downloaded from the NDSL website.

The result of the remote e-voting prior to the date of AGM and during the AGM is as under:

Resolution / Business No. 1:

Adoption of the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended 31st March 2024, together with the Reports of the Board of Directors and Auditors thereon. **(Ordinary Resolution)**

Voting Description	No. of Members	No. of votes cast	% of total number of valid votes cast
Voted in Favour	83	2,61,55,737	100.00
Voted Against	2	65	00.00
Total	85	2,61,55,802	100.00
Invalid Votes	0	0	-

Resolution / Business No. 2:

Re-appointment of Mr. Laxman Sanghvi (DIN: 00022977) as a Director who retires by rotation and being eligible offers himself for re-appointment. **(Ordinary Resolution)**

Voting Description	No. of Members	No. of votes cast	% of total number of valid votes cast
Voted in Favour	83	2,61,55,737	100.00
Voted Against	2	65	00.00
Total	85	2,61,55,802	100.00
Invalid Votes	0	0	-



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Resolution / Business No. 3:

Declaration of Dividend. (Ordinary Resolution)

Voting Description	No. of Members	No. of votes cast	% of total number of valid votes cast
Voted in Favour	82	2,61,54,317	99.99
Voted Against	3	1,465	00.01
Total	85	2,61,55,782	100.00
Invalid Votes	0	0	-

Resolution / Business No. 4:

Ratification of remuneration to be paid to Cost Auditors. (Ordinary Resolution)

Voting Description	No. of Members	No. of votes cast	% of total number of valid votes cast
Voted in Favour	82	2,61,55,637	100.00
Voted Against	2	65	00.00
Total	84	2,61,55,702	100.00
Invalid Votes	0	0	-

Resolution / Business No. 5:

Rescission of resolution passed at 43rd Annual General Meeting of the Company with regard to Alteration of Capital Clause of the Memorandum of Association of the Company. (Ordinary Resolution)

Voting Description	No. of Members	No. of votes cast	% of total number of valid votes cast
Voted in Favour	82	2,61,55,637	100.00
Voted Against	2	65	00.00
Total	84	2,61,55,702	100.00
Invalid Votes	0	0	-



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Resolution / Business No. 6:

Change in Remuneration of Ms. Kinjal Bhavsar, Executive Director of Shaily (UK) Limited w.e.f. 1st July 2024. **(Ordinary Resolution)**

Voting Description	No. of Members	No. of votes cast	% of total number of valid votes cast
Voted in Favour	66	98,07,832	68.91
Voted Against	12	44,24,330	31.09
Total	78	1,42,32,162	100.00
Invalid Votes	6	1,19,23,540	-

Resolution / Business No. 7:

Change in Remuneration of Mr. Mahendra Sanghvi, (DIN:00084162), Executive Chairman, effective from 1st April 2024. **(Special Resolution)**

Voting Description	No. of Members	No. of votes cast	% of total number of valid votes cast
Voted in Favour	80	2,48,96,188	95.18
Voted Against	4	12,59,514	4.82
Total	84	2,61,55,702	100.00
Invalid Votes	0	0	-

Resolution / Business No. 8:

Change in Remuneration of Mr. Amit Sanghvi, (DIN: 00022444) Managing Director, effective from 1st April 2024. **(Special Resolution)**

Voting Description	No. of Members	No. of votes cast	% of total number of valid votes cast
Voted in Favour	80	2,48,96,188	95.18
Voted Against	4	12,59,514	4.82
Total	84	2,61,55,702	100.00
Invalid Votes	0	0	-



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702, Ocean, Sarabhai Compound, Near Centre Square Mall, Dr. Vikram Sarabhai Road, Vadodara-390023.

Ph: +91 265 2988933-2311933, 9723462962. E-mail: cssamdani@gmail.com

Resolution / Business No. 9:

Re-appointment of Mr. Mahendra Sanghvi (DIN: 00084162) as Executive Chairman effective from 1st April 2025 for a period of three (3) years from 01st April 2025 to 31st March 2028. **(Special Resolution)**

Voting Description	No. of Members	No. of votes cast	% of total number of valid votes cast
Voted in Favour	78	2,48,95,803	95.18
Voted Against	6	12,59,899	4.82
Total	84	2,61,55,702	100.00
Invalid Votes	0	0	-

Resolution / Business No. 10:

Re-appointment of Mr. Laxman Sanghvi (DIN: 00022977) as an Executive Director effective from 1st April 2025 for a period of three (3) years from 01st April 2025 to 31st March 2028 **(Special Resolution)**

Voting Description	No. of Members	No. of votes cast	% of total number of valid votes cast
Voted in Favour	81	2,48,97,588	95.19
Voted Against	3	12,58,114	4.81
Total	84	2,61,55,702	100.00
Invalid Votes	0	0	-

Resolution No. 11:

Re-appointment of Mr. Shailesh Ayyangar (DIN: 00268076) as an Independent Director **(Special Resolution)**

Voting Description	No. of Members	No. of votes cast	% of total number of valid votes cast
Voted in Favour	82	2,61,55,637	100.00
Voted Against	2	65	00.00
Total	84	2,61,55,702	100.00
Invalid Votes	0	0	-



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Notes:

1. All the figures shown in percentage have been rounded off to 2 (two) decimal points.
2. Register(s) and all other records relating to Remote e-voting as conducted for AGM are under my safe custody and will be handed over to the Chairman / Company Secretary / Person duly authorized by the Board for preserving records safely, after the Chairman signs the minutes.
3. All the resolutions are passed with requisite majority.

Thanking you,
Yours Faithfully,



S. Samdani
Partner
Samdani Shah & Kabra
Company Secretaries
CP No. 2863

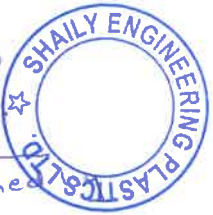


ICSI Peer Review # 1079/2021
ICSI UDIN: F003677F001292681

Place: Vadodara | Date: September 23, 2024

Dimple Menta.


counter signed
Company Secretary
(M. No. F 13184)
Shaily Engineering
Practices Ltd.



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