



August 23, 2024

To  
The Manager  
The Department of Corporate Services  
BSE Limited  
Floor 25, P. J. Towers,  
Dalal Street, Mumbai – 400 001

To  
The Manager  
The Listing Department  
National Stock Exchange of India Limited  
Exchange Plaza, Bandra Kurla Complex,  
Bandra (East), Mumbai – 400 051

**Scrip Code: 539450**

**Scrip Symbol: SHK**

Dear Sir/ Madam,

**Sub: Voting Results and Scrutiniser's Report – 68<sup>th</sup> Annual General Meeting**

We wish to inform you that the 68th Annual General Meeting of the Company ("AGM") was duly held on Thursday, August 22, 2024 at 4:00 pm IST through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM").

As required under Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and Section 108 of the Companies Act, 2013 read with the Rules framed thereunder, the Company had provided e-voting facility to the Members to cast their votes electronically in respect of all businesses mentioned in the Notice of AGM.

Mr. Sachin Sharma (Membership No. 12788/CP. No. 20423), Designated Partner, M/s. Sharma and Trivedi LLP, Company Secretaries, Mumbai had been appointed as the Scrutiniser for conducting the entire e-voting process in a fair and transparent manner. As per the Scrutinizer's Report, all resolutions contained in the Notice convening the AGM have been duly passed by the Members with requisite majority.

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, we enclose herewith the consolidated voting results of the business transacted at the AGM in the prescribed format. Further, consolidated report of the Scrutinizer on remote e-voting and e-voting during the AGM is also enclosed.

The aforesaid reports are being uploaded on the website of the Company at [www.keva.co.in](http://www.keva.co.in) and on the website of CDSL at [www.evoting.cdsl.com](http://www.evoting.cdsl.com).

You are requested to take the same on record.

For **S H Kelkar and Company Limited**

**Rohit Saraogi**  
**Company Secretary & Compliance Officer**

*Encl: As above*



**S H Kelkar and Company Limited**

Lal Bahadur Shastri Marg, Mulund (West), Mumbai - 400 080. Tel: +91 22 6606 7777  
Regd. Office: Devkaran Mansion, 36, Mangaldas Road, Mumbai - 400 002. (INDIA)  
Phone: (022) 2206 96 09 & 2201 91 30 / Fax: (022) 2208 12 04  
[www.keva.co.in](http://www.keva.co.in)

CIN No. L74999MH1955PLC009593

Voting results	
Record date	14-08-2024
Total number of shareholders on record date	47189
<b>No. of shareholders present in the meeting either in person or through proxy</b>	
a) Promoters and Promoter group	0
b) Public	0
<b>No. of shareholders attended the meeting through video conferencing</b>	
a) Promoters and Promoter group	15
b) Public	23
<b>No. of resolution passed in the meeting</b>	<b>5</b>
Disclosure of notes on voting results	<a href="#">Add Notes</a>

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, approve and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the year ended 31 March 2024 alongwith the Report of 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	80261108	80260133	99.9988	80260133	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>80261108</b>	<b>80260133</b>	<b>99.9988</b>	<b>80260133</b>	<b>0</b>	<b>100.0000</b>
Public- Institutions	E-Voting	12719037	9332782	73.3765	9332782	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>12719037</b>	<b>9332782</b>	<b>73.3765</b>	<b>9332782</b>	<b>0</b>	<b>100.0000</b>
Public- Non Institutions	E-Voting	45440656	508922	1.1200	508916	6	99.9988	0.0012
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>45440656</b>	<b>508922</b>	<b>1.1200</b>	<b>508916</b>	<b>6</b>	<b>99.9988</b>
<b>Total</b>		<b>138420801</b>	<b>90101837</b>	<b>65.0927</b>	<b>90101831</b>	<b>6</b>	<b>100.0000</b>	<b>0.0000</b>
Whether resolution is Pass or Not.								Yes
Disclosure of notes on resolution								<a href="#">Add Notes</a>

\* this fields are optional

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

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Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				2. To confirm interim dividend on equity shares declared during the financial year ended 31 March 2024 as final dividend for financial year ended 31 March 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	80261108	80260133	99.9988	80260133	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>80261108</b>	<b>80260133</b>	<b>99.9988</b>	<b>80260133</b>	<b>0</b>	<b>100.0000</b>
Public- Institutions	E-Voting	12719037	9369036	73.6615	9369036	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>12719037</b>	<b>9369036</b>	<b>73.6615</b>	<b>9369036</b>	<b>0</b>	<b>100.0000</b>
Public- Non Institutions	E-Voting	45440656	508922	1.1200	508922	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>45440656</b>	<b>508922</b>	<b>1.1200</b>	<b>508922</b>	<b>0</b>	<b>100.0000</b>
<b>Total</b>		<b>138420801</b>	<b>90138091</b>	<b>65.1189</b>	<b>90138091</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							<a href="#">Add Notes</a>	

\* this fields are optional

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

Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To appoint a Director in place of Mr. Ramesh Vaze (DIN: 00509751), Non-Executive, Non-Independent 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	80261108	51811053	64.5531	51811053	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>80261108</b>	<b>51811053</b>	<b>64.5531</b>	<b>51811053</b>	<b>0</b>	<b>100.0000</b>
Public-Institutions	E-Voting	12719037	9369036	73.6615	3107127	6261909	33.1638	66.8362
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>12719037</b>	<b>9369036</b>	<b>73.6615</b>	<b>3107127</b>	<b>6261909</b>	<b>33.1638</b>
Public- Non Institutions	E-Voting	45440656	508922	1.1200	508246	676	99.8672	0.1328
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>45440656</b>	<b>508922</b>	<b>1.1200</b>	<b>508246</b>	<b>676</b>	<b>99.8672</b>
<b>Total</b>		<b>138420801</b>	<b>61689011</b>	<b>44.5663</b>	<b>55426426</b>	<b>6262585</b>	<b>89.8481</b>	<b>10.1519</b>
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							<input type="button" value="Add Notes"/>	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	28449080
Public Insitutions	0
Public- Non Insitutions	0

Resolution (4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To pay remuneration by way of commission to Mr. Ramesh Vaze (DIN: 00509751) as a Non-Executive Director and Chairman of the Board				
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	80261108	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		80261108	0	0.0000	0	0	0.0000
Public-Institutions	E-Voting	12719037	9369036	73.6615	7556198	1812838	80.6508	19.3492
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		12719037	9369036	73.6615	7556198	1812838	80.6508
Public- Non Institutions	E-Voting	45440656	508922	1.1200	496238	12684	97.5077	2.4923
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		45440656	508922	1.1200	496238	12684	97.5077
<b>Total</b>		138420801	9877958	7.1362	8052436	1825522	81.5192	18.4808
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							Add Notes	

\* this fields are optional

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

Resolution (5)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To ratify the remuneration payable to M/s. Kishore Bhatia & Associates, Cost Accountants, appointed as Cost Auditors of the Company for the Financial Year 2024-25				
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	80261108	80260133	99.9988	80260133	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		80261108	80260133	99.9988	80260133	0	100.0000
Public-Institutions	E-Voting	12719037	9369036	73.6615	9369036	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		12719037	9369036	73.6615	9369036	0	100.0000
Public- Non Institutions	E-Voting	45440656	508922	1.1200	508872	50	99.9902	0.0098
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		45440656	508922	1.1200	508872	50	99.9902
<b>Total</b>		138420801	90138091	65.1189	90138041	50	99.9999	0.0001
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							<a href="#">Add Notes</a>	

\* this fields are optional

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

# SHARMA AND TRIVEDI LLP

(Registered with Limited Liability)

Company Secretaries, LLPIN: AAW-6850; UIN: L2021MH011000  
C-316, 3<sup>rd</sup> Floor, Avior Corporate Park, Nirmal Galaxy, L.B.S. Marg,  
Mulund (W), Mumbai – 400 080  
Tel: (+91 22) 2591 3041, email id- csllp108@gmail.com

## REPORT OF SCRUTINIZER

*[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 (4) (xii) of the Companies (Management and Administration) Rules, 2014]*

23<sup>rd</sup> August, 2024

To,

**The Chairman**

**S H KELKAR AND COMPANY LIMITED**

68<sup>th</sup> (Sixty-Eighth) Annual General Meeting (AGM) of the Equity Shareholders of **S H KELKAR AND COMPANY LIMITED (CIN: L74999MH1955PLC009593)** held on **Thursday, August 22, 2024 at 04:00 p.m. through Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”)**.

Dear Sir,

**Sub.: Consolidated Scrutinizer’s Report on e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 (‘Act’) read with the Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended by the Companies (Management and Administration) Amendment Rules, 2015 and e-voting at the 68<sup>th</sup> AGM of S H KELKAR AND COMPANY LIMITED held on Thursday, August 22, 2024 at 04:00 p.m. through Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”)**

I, Sachin Sharma (FCS:12788; CP:20423), Designated Partner of M/s. Sharma and Trivedi LLP, Practising Company Secretary was appointed as the Scrutinizer by the Board of Directors of S H KELKAR AND COMPANY LIMITED (the ‘Company’) vide resolution dated 27<sup>th</sup> May, 2024, pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, amended till date to scrutinize and report on the electronic voting (‘remote e-voting’) and the e-voting during the Annual General Meeting of the Company in respect of the resolutions proposed to be passed at the 68<sup>th</sup> (Sixty-Eighth) Annual General Meeting of the shareholders of the Company to be held on Thursday, August 22, 2024 at 04:00 p.m. through Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”) and I submit my report as under:

1. The Compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means (‘remote e-voting’) and e-voting by the shareholders on the resolutions proposed in the notice of the 68<sup>th</sup> Annual General Meeting of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process both through remote e-voting and e-voting during the AGM is conducted in a fair and transparent manner and submit the consolidated Scrutinizer’s Report of the total votes cast in favour or against, if any, to the Chairman on the resolutions, based on the report generated electronically.
2. As per the Notice of 68<sup>th</sup> Annual General Meeting of the Shareholders and the ‘Advertisement’ published pursuant to Rule 20(4)(v) of the Companies (Management and Administration) Rules, 2014 (Amendment Rules, 2015) on July 27, 2024, in English Newspapers vide. “Financial Express” and in Marathi (Vernacular) Newspaper “Mumbai Lakshadeep”, the remote e-voting opened at 09:00 a.m. on Monday, 19<sup>th</sup> August, 2024 and remained open until 05:00 p.m. on Wednesday, 21<sup>st</sup> August, 2024.
3. The Shareholders holding the Equity Shares of the Company as on Wednesday, 14<sup>th</sup> August, 2024 viz. the “cut-off date”, were entitled to vote on the resolutions stated in the Notice of the 68<sup>th</sup> Annual General Meeting of the Company.
4. The Notice of AGM dated May 27, 2024 along with Statement setting out material facts under Section 102 of the Act, was sent to the shareholders in respect of the below mentioned resolutions for passing at the AGM of the Company by e-mail in compliance with the MCA Circular Number 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 05, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 02/2021 dated January 13, 2021, 10/2021 dated June 23, 2021, 20/2021 dated December 08, 2021, 21/2021 dated December 14, 2021, 03/2022 dated May 05, 2022, 11/2022 dated December 28, 2022 and General Circular No.09/2023 dated September 25, 2023 (collectively referred to as “MCA Circulars”) and Securities and Exchange Board of India (SEBI) Circular Number SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 05, 2023 and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023 (collectively referred to as “SEBI Circulars”).

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# SHARMA AND TRIVEDI LLP

(Registered with Limited Liability)

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C-316, 3<sup>rd</sup> Floor, Avior Corporate Park, Nirmal Galaxy, L.B.S. Marg,  
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5. As required under the MCA Circulars, the Company had also provided e-voting facility during the AGM to the members attending the said meeting through VC / OAVM and who had not cast their vote earlier through remote e-voting.
6. The votes on remote e-voting and e-voting during the meeting were unblocked, in the presence of two witnesses who are not the employees of the Company, after conclusion of voting at the AGM and the e-voting results / list of Equity Shareholders who voted for and against were downloaded from the e-voting website of Central Depository Services (India) Limited (“CDSL”) i.e. [www.evotingindia.com](http://www.evotingindia.com) and the same are being handed over to the Chairman.
7. I have scrutinized and reviewed the remote e-voting prior and during the AGM and votes cast therein based on the data downloaded from the CDSL e-voting system and the summary of the e-voting process is as follows:

## A. Ordinary Business:

### Resolution No.1: Ordinary Resolution

**To receive, consider, approve and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the year ended 31 March 2024 alongwith the Report of Board of Directors and Auditors thereon:**

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

Mode of voting	Number of shareholders voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	157	9,01,01,830	100.00
E-voting at AGM	1	1	0.00
<b>Total</b>	<b>158</b>	<b>9,01,01,831</b>	<b>100.00</b>

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

Mode of voting	Number of shareholders voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	1	6	100.00
E-voting at AGM	--	--	--
<b>Total</b>	<b>1</b>	<b>6</b>	<b>100.00</b>

- (iii) **Invalid** votes:

Total Number of shareholders whose votes were declared invalid	Total number of votes cast by them
--	--

### Summary of Total valid votes for Resolution No.1

Particulars	Number of votes cast by them	% of total number of valid votes cast
Votes in favour	9,01,01,831	100.00
Votes against	6	0.00
<b>Total</b>	<b>9,01,01,837</b>	<b>100.00</b>

*Note: i) One (1) Folio holding 36,254 Equity Shares of Face Value of Rs.10/- each of the Company, has not voted for the above resolution.*

*ii) Based on the aforesaid result, we report that, the aforesaid Ordinary Resolution at Item No.1, as contained in the Notice of AGM dated May 27, 2024 has been passed with requisite majority by the Members of the Company in accordance with the provisions of the Companies Act, 2023. ...3*

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## Resolution No.2: Ordinary Resolution

**To confirm interim dividend on equity shares declared during the financial year ended 31 March 2024 as final dividend for financial year ended 31 March 2024:**

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

Mode of voting	Number of shareholders voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	159	9,01,38,090	100.00
E-voting at AGM	1	1	0.00
<b>Total</b>	<b>160</b>	<b>9,01,38,091</b>	<b>100.00</b>

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

Mode of voting	Number of shareholders voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	--	--	--
E-voting at AGM	--	--	--
<b>Total</b>	<b>--</b>	<b>--</b>	<b>--</b>

(iii) **Invalid** votes:

Total Number of shareholders whose votes were declared invalid	Total number of votes cast by them
--	--

## Summary of Total valid votes for Resolution No.2

Particulars	Number of votes cast by them	% of total number of valid votes cast
Votes in favour	9,01,38,091	100.00
Votes against	--	--
<b>Total</b>	<b>9,01,38,091</b>	<b>100.00</b>

*Note: i) Based on the aforesaid result, we report that, the aforesaid Ordinary Resolution at Item No.2, as contained in the Notice of AGM dated May 27, 2024 has been passed with requisite majority by the Members of the Company in accordance with the provisions of the Companies Act, 2023.*

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# SHARMA AND TRIVEDI LLP

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Tel: (+91 22) 2591 3041, email id- csllp108@gmail.com

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## Resolution No.3: Ordinary Resolution

**To appoint a Director in place of Mr. Ramesh Vaze (DIN: 00509751), Non-Executive, Non-Independent Director, who retires by rotation and being eligible offers himself for re-appointment:**

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

Mode of voting	Number of shareholders voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	150	5,54,26,425	100.00
E-voting at AGM	1	1	0.00
<b>Total</b>	<b>151</b>	<b>5,54,26,426</b>	<b>100.00</b>

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

Mode of voting	Number of shareholders voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	7	62,62,585	100.00
E-voting at AGM	--	--	--
<b>Total</b>	<b>7</b>	<b>62,62,585</b>	<b>100.00</b>

(iii) **Invalid** votes:

Total Number of shareholders whose votes were declared invalid#	Total number of votes cast by them
2	#2,84,49,080

## Summary of Total valid votes for Resolution No.3

Particulars	Number of votes cast by them	% of total number of valid votes cast
Votes in favour	5,54,26,426	89.85
Votes against	62,62,585	10.15
<b>Total</b>	<b>6,16,89,011</b>	<b>100.00</b>

*Note: #i) Two (2) Folios holding in aggregate 2,84,49,080 Equity Shares of Face Value of Rs.10/- each of the Company, considered invalid, being interested in the above resolution.*

*ii) Based on the aforesaid result, we report that, the aforesaid Ordinary Resolution at Item No.3, as contained in the Notice of AGM dated May 27, 2024 has been passed with requisite majority by the Members of the Company in accordance with the provisions of the Companies Act, 2023.*

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# SHARMA AND TRIVEDI LLP

(Registered with Limited Liability)

Company Secretaries, LLPIN: AAW-6850; UIN: L2021MH011000  
C-316, 3<sup>rd</sup> Floor, Avior Corporate Park, Nirmal Galaxy, L.B.S. Marg,  
Mulund (W), Mumbai – 400 080  
Tel: (+91 22) 2591 3041, email id- csllp108@gmail.com

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## **B. Special Business:**

### **Resolution No.4: Special Resolution**

#### **To pay remuneration by way of commission to Mr. Ramesh Vaze (DIN: 00509751) as a Non-Executive Director and Chairman of the Board:**

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

Mode of voting	Number of shareholders voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	131	80,52,435	100.00
E-voting at AGM	1	1	0.00
<b>Total</b>	<b>132</b>	<b>80,52,436</b>	<b>100.00</b>

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

Mode of voting	Number of shareholders voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	10	18,25,522	100.00
E-voting at AGM	--	--	--
<b>Total</b>	<b>10</b>	<b>18,25,522</b>	<b>100.00</b>

(iii) **Invalid** votes:

Total Number of shareholders whose votes were declared invalid	Total number of votes cast by them
--	--

### **Summary of Total valid votes for Resolution No.4**

Particulars	Number of votes cast by them	% of total number of valid votes cast
Votes in favour	80,52,436	81.52
Votes against	18,25,522	18.48
<b>Total</b>	<b>98,77,958</b>	<b>100.00</b>

*Note: i) 18 (Eighteen) folios holding in aggregate 8,02,60,133 Equity Shares of face value of Rs.10/- each of the Company, being interested persons, not voted in the above resolution.*

*ii) Based on the aforesaid result, we report that, the aforesaid Special Resolution at Item No.4, as contained in the Notice of AGM dated May 27, 2024 has been passed with requisite majority by the Members of the Company in accordance with the provisions of the Companies Act, 2023.*

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## Resolution No.5: Ordinary Resolution

**To ratify the remuneration payable to M/s. Kishore Bhatia & Associates, Cost Accountants, appointed as Cost Auditors of the Company for the Financial Year 2024-25:**

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

Mode of voting	Number of shareholders voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	158	9,01,38,040	100.00
E-voting at AGM	1	1	0.00
<b>Total</b>	<b>159</b>	<b>9,01,38,041</b>	<b>100.00</b>

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

Mode of voting	Number of shareholders voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	1	50	100.00
E-voting at AGM	--	--	--
<b>Total</b>	<b>1</b>	<b>50</b>	<b>100.00</b>

(iii) **Invalid** votes: #

Total Number of shareholders whose votes were declared invalid	Total number of votes cast by them
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## Summary of Total valid votes for Resolution No.5

Particulars	Number of votes cast by them	% of total number of valid votes cast
Votes in favour	9,01,38,041	99.99994
Votes against	50	0.00006
<b>Total</b>	<b>9,01,38,091</b>	<b>100.00000</b>

*Note: i) Based on the aforesaid result, we report that, the aforesaid Ordinary Resolution at Item No.5, as contained in the Notice of AGM dated May 27, 2024 has been passed with requisite majority by the Members of the Company in accordance with the provisions of the Companies Act, 2023.*

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# SHARMA AND TRIVEDI LLP

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Mulund (W), Mumbai – 400 080  
Tel: (+91 22) 2591 3041, email id- csllp108@gmail.com  
: 7 :

8. All relevant records of voting are available only in the electronic format and there was no physical voting. The relevant records will remain in my custody until the Chairman considers, approves and signs the minutes of 68<sup>th</sup> Annual General Meeting and the same shall be sent / handed over thereafter to the Chairman/ Company Secretary for safe keeping.

Thanking You,

Yours Faithfully,

For **SHARMA AND TRIVEDI LLP**  
**Company Secretaries**



**Sachin Sharma**  
**Designated Partner**  
FCS:12788; CP:20423  
UDIN: F012788F001031267

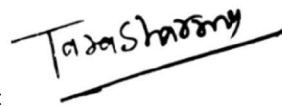
## Witnesses:

Signature:



**1. Name:** Mrs. Veena Sharma  
**Wife of:** Mr. Sachin Hukumchand Sharma  
**Address:** 86, Parihar Nagar, Bhadwasia Road  
Jodhpur, Rajasthan – 342 001  
**Occupation:** Service

Signature:



**2. Name:** Mrs. Tara Sharma  
**Wife of:** Mr. Hukumchand Sharma  
**Address:** Plot No.136, Baldev Nagar, Mata Ka  
Than, Jodhpur, Rajasthan – 342 001  
**Occupation:** Housewife

Counter signed  
For **S H KELKAR AND COMPANY LIMITED**

**Ramesh Vaze**  
**Chairman & Non-Executive Director**  
**DIN:00509751**