

Date: 7th November, 2024

**BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai — 400 001
Scrip Code: 531548**

**National Stock Exchange of India Ltd. (NSE)
Exchange Plaza,
Bandra Kurla Complex, Bandra (E),
Mumbai — 400 051
Symbol: SOMANYCERA**

Dear Sir/Madam,

Subject: Postal Ballot- Scrutinizer's Report and Voting Results.

This is in continuation to our earlier communication vide letter dated 7th October, 2024, regarding submission of Notice of Postal Ballot seeking approval of the Members in respect of Appointment of Mr. Zubair Ahmed (DIN: 00182990) as Non-Executive Independent Director of the Company for a term of 05 (five) consecutive years, we hereby submit the below mentioned documents:

1. Scrutinizer's Report for Postal Ballot through remote e-voting dated 7th November, 2024 issued pursuant to the applicable provisions of the Companies Act, 2013 read with rules made thereunder;
2. Voting Results in the format prescribed under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Based on the Report, we confirm that the resolution as contained in the Postal Ballot Notice was passed by the Members with requisite majority.

Further, the Voting Results and the Scrutinizer's Report are being uploaded on the Company's website www.somanyceramics.com and website of CDSL at www.evotingindia.com.

Further, voting results will also be submitted in XBRL mode as required.

This is for your information & records.

Thanking you,

Yours Faithfully,
For Somany Ceramics Limited

**Ambrish Julka
Sr. GM (Legal) & Company Secretary
M. No. F4484**

Encl: As above





Pinchaa & Co.
Company Secretaries

108, 1st Floor, Shree Mansion, G-23, Kamla Marg, Behind Rajdhani Hospital, C-Scheme, Jaipur 302001, Rajasthan
Tel.: 91-0141 4106355 | Email: ppincha@gmail.com | akshit@pinchaa.com | www.pinchaa.com

REPORT OF SCRUTINIZER ON POSTAL BALLOT THROUGH REMOTE E-VOTING PROCESS

[Pursuant to Section 108 and Section 110 of the Companies Act, 2013 and Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, amended as on date, and circular issued by the Ministry of Corporate Affairs (MCA) and Securities and Exchange Board of India (SEBI) from time to time]

To,
The Chairperson,
Somany Ceramics Limited
2, Red Cross Place, Kolkata,
West Bengal-700001

Dear Sir,

I, Akshit Kumar Jangid, Partner of M/s. Pinchaa & Co., Company Secretaries having office at 108, 1st Floor, Shree Mansion, G-23, Kamla Marg, C-Scheme, Jaipur, Rajasthan-302001, have been appointed as a Scrutinizer for the purpose of conducting the Postal Ballot process through remote e-voting of the Equity Shareholders of **SOMANY CERAMICS LIMITED** in a fair and transparent manner and ascertaining the requisite majority on voting via Postal Ballot through remote e-voting process carried out as per the Notice of Postal Ballot dated September 27th, 2024.

In connection to above, I submit my report as under:

- In accordance with MCA and SEBI Circulars, the Company has sent the notice for Postal Ballot to the members in electronic form only. Physical copies of the notice along with Postal Ballot Form and pre-paid business reply envelope were not sent to members for this Postal Ballot. Accordingly, the communication of assent or dissent of the Members took place through the remote e-voting system only.
- The company has completed the dispatch of notice of Postal Ballot on 07th October, 2024 electronically to all the members whose name appeared in the Register of members/record of depositories as on Friday, 27th September, 2024 the cut-off date. The Shareholders of the company holding the shares as on the "cut off" date were entitled to cast their vote on the resolutions through remote e-voting as contained in notice.
- The remote e-voting period has commenced from Tuesday, 08th October, 2024 at 9.00 a.m. (IST) and ended on Wednesday, 06th November, 2024 at 5.00 p.m. (IST) and the remote e-voting module was disabled thereafter.
- For the purpose of remote e-voting facility to be provided to its members, the company has availed the services of Central Depository Services (India) Limited ("CDSL").
- After the conclusion of the e-voting period, the votes cast by the members through remote e-voting facility, were downloaded from the e-voting website of the CDSL in presence of two





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witnesses viz. Ms. Deepika Sharma and Ms. Divakshi Pradhan who are not in the employment of the Company.

Resolution No. 1: Special Resolution

Appointment of Mr. Zubair Ahmed (DIN: 00182990) as Non-Executive Independent Director of the company for a term of 05 (Five) consecutive years:

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Abstained/ Invalid (No. of shares)
	No. of shares	Percentage of valid votes cast	No. of shares	Percentage of valid votes cast	
Postal Ballot through remote e-voting process	32839252	99.9978	708	0.0022	-
TOTAL	32839252	99.9978	708	0.0022	-

I have handed over the complete papers/ registers/ records related to Postal Ballot through remote e-voting process for safe custody to Company Secretary. You may accordingly declare the result of the voting by Postal Ballot through remote e-voting process.

Thanking you,
Yours faithfully,

For Pinchaa & Co.

Company Secretaries

Firm's U.C.N. P2016RJ051800

Firm's PR Certificate No. 832/2020



Akshit Kr. Jangid

Partner

M. No. FCS 11285

C. P. No.: 16300



UDIN: F011285F001932215

Dated: 07.11.2024

Place: Jaipur



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Witness:

Deepika Sharma

Ms. Deepika Sharma
Address: 108, 1st Floor, Shree Mansion,
G-23, Kamla Marg, C-Scheme,
Jaipur -302 001 (Rajasthan)

Divakshi Pradhan

Ms. Divakshi Pradhan
Address: 108, 1st Floor, Shree Mansion,
G-23, Kamla Marg, C-Scheme,
Jaipur -302 001 (Rajasthan)



Countersigned by:





SOMANY CERAMICS LIMITED

Date of AGM/EGM	November 06, 2024 (last date for e-voting through postal ballot)
Date of Declaration of Results by the Chairman	November 07, 2024
Total number of shareholders on record date (i.e. 27.09.2024 - Cut-off date for voting purpose)	29,834
No. of shareholders present in the meeting either in person or through Proxy:	NOT APPLICABLE
Promoters and Promoters Group:	
Public:	
No. of Shareholders attended the meeting through Video Conferencing:	NOT APPLICABLE
Promoters and Promoters Group:	
Public:	



Agenda No. 1:

Appointment of Mr. Zubair Ahmed (DIN: 00182990) as Non-Executive Independent Director of the Company for a term of 05 (five) consecutive years.								
Resolution Required : (Ordinary/Special)							Special	
Whether promoter/ promoter group are interested in the Agenda/resolution							No	
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
Promoters and Promoter Group	E-voting	2,25,58,791	2,25,58,791	100.0000	2,25,58,791	-	100.0000	0.0000
	Poll		-	0.0000	-	-	0.0000	0.0000
	Postal Ballot (if applicable)		-	0.0000	-	-	0.0000	0.0000
	Total		2,25,58,791	100.0000	2,25,58,791	-	100.0000	0.0000
Public-Institutions	E-voting	1,03,74,433	99,59,805	96.0034	99,59,805	-	100.0000	0.0000
	Poll		-	0.0000	-	-	0.0000	0.0000
	Postal Ballot (if applicable)		-	0.0000	-	-	0.0000	0.0000
	Total		99,59,805	96.0034	99,59,805	-	100.0000	0.0000
Public-Non Institutions	E-voting	80,70,396	3,21,364	3.9820	3,20,656	708	99.7797	0.2203
	Poll		-	0.0000	-	-	0.0000	0.0000
	Postal Ballot (if applicable)		-	0.0000	-	-	0.0000	0.0000
	Total		3,21,364	3.9820	3,20,656	708	99.7797	0.2203
Total		4,10,03,620	3,28,39,960	80.0904	3,28,39,252	708	99.9978	0.0022