

Date: September 26, 2023

To Listing Department BSE Limited 25 <sup>th</sup> Floor, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai, Maharashtra 400001	To Listing Department, National Stock Exchange of India Limited Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E), Mumbai, Maharashtra 400051
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**Scrip Code: 540497**

**Scrip ID: SCHAND**



Dear Sir,

**Re: Voting Results pursuant to Regulation 44(3) of The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

It is hereby informed that the 52<sup>nd</sup> Annual General Meeting of the Company was held on Tuesday, September 26, 2023 at 11:30 A.M. through video conferencing.

In compliance with Regulation 44(3) of The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the details regarding voting results (remote e-voting and e-voting during the meeting) of the business transacted at the Annual General Meeting alongwith the Scrutinizers Report are enclosed herewith.

**For S Chand And Company Limited**



**Jagdeep Singh**  
**Company Secretary & Compliance Officer**  
**Membership No. A15028**  
**Address: A-27, 2<sup>nd</sup> Floor,**  
**Mohan Co-operative Industrial Estate,**  
**New Delhi-110044**

**Encl: as above**

**Voting Results for Annual General Meeting of the Company held on 26.09.2023**

<b>Date of the AGM</b>	26.09.2023
<b>Total number of shareholders on cut-off date (19.09.2023)</b>	42,880*
<b>No. of shareholders present in the meeting either in person or through proxy:</b> Promoters and Promoter Group: Public:	N.A. N.A.
<b>No. of Shareholders attended the meeting through Video Conferencing</b> Promoters and Promoter Group: Public	6 101

\* including 22 equity shares as held in Unclaimed Suspense Account on which voting rights are frozen.

**Agenda- wise disclosure**

**ITEM NO. 1:** To receive, consider and adopt the Standalone Audited Financial Statements of the Company for the financial year ended March 31, 2023 and the Reports of Directors and Auditors thereon.

Resolution required: (Ordinary / Special)				Ordinary				
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
<b>Promoter and Promoter Group</b>	<b>E-Voting</b>	1,65,73,932	1,65,73,932	100.0000	1,65,73,932	0	100.0000	0.0000
	<b>Poll</b>		0	0.0000	0	0	0.0000	0.0000
	<b>Postal Ballot (if applicable)</b>							
	<b>Total</b>	<b>1,65,73,932</b>	<b>1,65,73,932</b>	<b>100.0000</b>	<b>1,65,73,932</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
<b>Public-Institutions</b>	<b>E-Voting</b>	31,59,637	17,42,099	55.1360	17,42,099	0	100.0000	0.0000
	<b>Poll</b>		0	0.0000	0	0	0.0000	0.0000

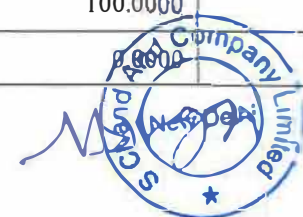


	Postal Ballot (if applicable)							
	Total	31,59,637	17,42,099	55.1360	17,42,099	0	100.0000	0.0000
Public- Non Institutions	E-Voting	1,54,83,767*	1,89,394	1.2232	1,89,244	150	99.9208	0.0792
	Poll		12	0.0001	12	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total		1,54,83,767	1,89,406	1.2233	1,89,256	150	99.9208
	Total	3,52,17,336	1,85,05,437	52.5464	1,85,05,287	150	99.9992	0.0008

\* including 22 equity shares as held in Unclaimed Suspense Account on which voting rights are frozen.

ITEM NO. 2: To receive, consider and adopt the Consolidated Audited Financial Statements of the Company for the financial year ended March 31, 2023 and the Report of Auditors thereon.

Resolution required: (Ordinary / Special)				Ordinary				
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
Promoter and Promoter Group	E-Voting	1,65,73,932	1,65,73,932	100.0000	1,65,73,932	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)							
	Total		1,65,73,932	1,65,73,932	100.0000	1,65,73,932	0	100.0000
Public-Institutions	E-Voting	31,59,637	17,42,099	55.1360	17,42,099	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000

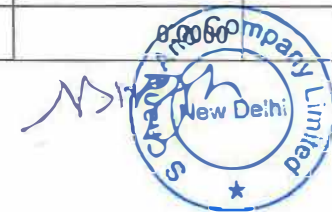


	Postal Ballot (if applicable)							
	Total	31,59,637	17,42,099	55.1360	17,42,099	0	100.0000	0.0000
Public- Non Institutions	E-Voting	1,54,83,767*	1,89,394	1.2232	1,89,244	150	99.9208	0.0792
	Poll		12	0.0001	12	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total		1,54,83,767	1,89,406	1.2233	1,89,256	150	99.9208
	Total	3,52,17,336	1,85,05,437	52.5464	1,85,05,287	150	99.9992	0.0008

\* including 22 equity shares as held in Unclaimed Suspense Account on which voting rights are frozen.

ITEM NO. 3: To declare a final dividend of Rs. 3/- per equity share for the financial year ended March 31, 2023

Resolution required: (Ordinary / Special)				Ordinary				
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
Promoter and Promoter Group	E-Voting	1,65,73,932	1,65,73,932	100.0000	1,65,73,932	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)							
	Total		1,65,73,932	1,65,73,932	100.0000	1,65,73,932	0	100.0000
	E-Voting	31,59,637	17,42,099	55.1360	17,42,099	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000

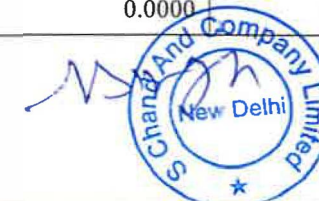


Public-Institutions	Postal Ballot (if applicable)							
	Total	31,59,637	17,42,099	55.1360	17,42,099	0	100.0000	0.0000
Public- Non Institutions	E-Voting	1,54,83,767*	1,89,394	1.2232	1,89,244	150	99.9208	0.0792
	Poll		12	0.0001	12	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total	1,54,83,767	1,89,406	1.2233	1,89,256	150	99.9208	0.0792
	Total	3,52,17,336	1,85,05,437	52.5464	1,85,05,287	150	99.9992	0.0008

\* including 22 equity shares as held in Unclaimed Suspense Account on which voting rights are frozen.

ITEM NO. 4: To appoint a director in place of Ms. Savita Gupta (DIN: 00053988), who retires by rotation, and being eligible, offers herself for re-appointment

Resolution required: (Ordinary / Special)				Ordinary				
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
Promoter and Promoter Group	E-Voting	1,65,73,932	1,65,73,932	100.0000	1,65,73,932	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)							
	Total	1,65,73,932	1,65,73,932	100.0000	1,65,73,932	0	100.0000	0.0000
	E-Voting	31,59,637	17,42,099	55.1360	17,06,525	35,574	97.9580	2.0420
	Poll		0	0.0000	0	0	0.0000	0.0000



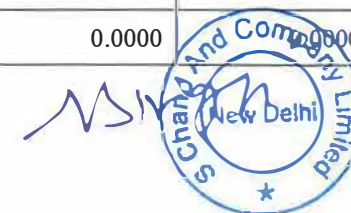


Public-Institutions	Postal Ballot (if applicable)							
	Total	31,59,637	17,42,099	55.1360	17,06,525	35,574	97.9580	2.0420
Public- Non Institutions	E-Voting	1,54,83,767*	1,89,394	1.2232	1,89,089	305	99.8390	0.1610
	Poll		12	0.0001	12	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total	1,54,83,767	1,89,406	1.2233	1,89,101	305	99.8390	0.1610
	Total	3,52,17,336	1,85,05,437	52.5464	1,84,69,558	35,879	99.8061	0.1939

\* including 22 equity shares as held in Unclaimed Suspense Account on which voting rights are frozen.

ITEM NO. 5: To consider and approve regularization and re-appointment of Mr. Rajagopalan Chandrashekar (DIN:03634002) as an Independent Director of the Company

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
Promoter and Promoter Group	E-Voting	1,65,73,932	1,65,73,932	100.0000	1,65,73,932	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)							
	Total	1,65,73,932	1,65,73,932	100.0000	1,65,73,932	0	100.0000	0.0000
Public-Institutions	E-Voting	31,59,637	17,42,099	55.1360	17,06,525	35,574	97.9580	2.0420
	Poll		0	0.0000	0	0	0.0000	0.0000

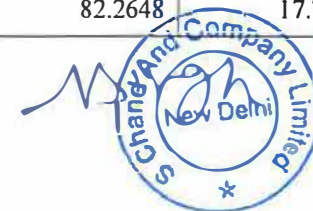


	Postal Ballot (if applicable)							
	Total	31,59,637	17,42,099	55.1360	17,06,525	35,574	97.9580	2.0420
Public- Non Institutions	E-Voting	1,54,83,767*	1,89,394	1.2232	1,89,111	283	99.8506	0.1494
	Poll		12	0.0001	12	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total		1,54,83,767	1,89,406	1.2233	1,89,123	283	99.8506
	Total	3,52,17,336	1,85,05,437	52.5464	1,84,69,580	35,857	99.8062	0.1938

\* including 22 equity shares as held in Unclaimed Suspense Account on which voting rights are frozen.

ITEM NO. 6: To consider and approve S Chand - Employees Stock Option Plan 2023

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
Promoter and Promoter Group	E-Voting	1,65,73,932	1,65,73,932	100.0000	1,65,73,932	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)							
	Total		1,65,73,932	1,65,73,932	100.0000	1,65,73,932	0	100.0000
	E-Voting	31,59,637	17,42,099	55.1360	14,33,135	3,08,964	82.2648	17.7352

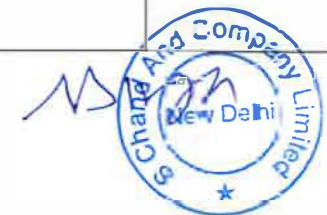


Public- Institutions	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)							
	Total	31,59,637	17,42,099	55.1360	14,33,135	3,08,964	82.2648	17.7352
Public- Non Institutions	E-Voting	1,54,83,767*	1,89,394	1.2232	1,84,909	4,485	97.6319	2.3681
	Poll		12	0.0001	12	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total	1,54,83,767	1,89,406	1.2233	1,84,921	4,485	97.6321	2.3679
	Total	3,52,17,336	1,85,05,437	52.5464	1,81,91,988	3,13,449	98.3062	1.6938

\* including 22 equity shares as held in Unclaimed Suspense Account on which voting rights are frozen.

ITEM NO. 7: Extension of S Chand - Employees Stock Option Plan 2023 to the employees of Company's Associate Company(ies), Group Company(ies), Subsidiary Company(ies) and holding company [present or future]

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
Promoter and Promoter Group	E-Voting	1,65,73,932	1,65,73,932	100.0000	1,65,73,932	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)							





	<b>Total</b>	<b>1,65,73,932</b>	<b>1,65,73,932</b>	<b>100.0000</b>	<b>1,65,73,932</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
<b>Public- Institutions</b>	<b>E-Voting</b>	31,59,637	17,42,099	55.1360	14,33,135	3,08,964	82.2648	17.7352
	<b>Poll</b>		0	0.0000	0	0	0.0000	0.0000
	<b>Postal Ballot (if applicable)</b>							
	<b>Total</b>	<b>31,59,637</b>	<b>17,42,099</b>	<b>55.1360</b>	<b>14,33,135</b>	<b>3,08,964</b>	<b>82.2648</b>	<b>17.7352</b>
<b>Public- Non Institutions</b>	<b>E-Voting</b>	1,54,83,767*	1,89,394	1.2232	1,84,909	4,485	97.6319	2.3681
	<b>Poll</b>		12	0.0001	12	0	100.0000	0.0000
	<b>Postal Ballot (if applicable)</b>							
	<b>Total</b>	<b>1,54,83,767</b>	<b>1,89,406</b>	<b>1.2233</b>	<b>1,84,921</b>	<b>4,485</b>	<b>97.6321</b>	<b>2.3679</b>
	<b>Total</b>	<b>3,52,17,336</b>	<b>1,85,05,437</b>	<b>52.5464</b>	<b>1,81,91,988</b>	<b>3,13,449</b>	<b>98.3062</b>	<b>1.6938</b>

\* including 22 equity shares as held in Unclaimed Suspense Account on which voting rights are frozen.

For S Chand And Company Limited



**Jagdeep Singh**  
**Company Secretary & Compliance Officer**  
**Membership No. A15028**  
**A-27, 2<sup>nd</sup> Floor,**  
**Mohan Co-operative Industrial Estate,**  
**New Delhi-110044**

## **R.S. Bhatia**

M.A., F.C.S.

Company Secretary in Practice

CP No.: 2514

Peer Review No. 1496/2021

J-17 (Basement), Lajpat Nagar III,

New Delhi-110024,

Ph. 011-41078605 M: 09811113545

PAN. AAFP5130M

GST No.- 07AAFP5130M1ZX

Email: [bhatia\\_r\\_s@hotmail.com](mailto:bhatia_r_s@hotmail.com)


Service Category:-Company Secretary in Practice

The Chairman,  
S CHAND AND COMPANY LIMITED,  
CIN: L22219DL1970PLC005400  
A-27, 2nd Floor,  
Mohan Co-operative Industrial Estate,  
New Delhi 110044

Dear Sir,

I, R.S. BHATIA, Practicing Company Secretary, appointed as a Scrutinizer by the Board of Directors of S Chand And Company Limited pursuant to Sections 108 and 109 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, for the 52<sup>nd</sup> Annual General Meeting of the Company held on 26<sup>th</sup> September, 2023.

In this regard I am pleased to submit my Report, which is comprehensive and self-explanatory in all respects.

R.S. Bhatia

Company Secretary in Practice

CP No.- 2514

Date: 26/09/2023

Place: New Delhi

Peer Review No.:1496/2021

UDIN: F002599E001088882

## R.S.Bhatia

M.A., F.C.S.

Company Secretary in Practice

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Email: [bhatia\\_rs@hotmail.com](mailto:bhatia_rs@hotmail.com)

Service Category:-Company Secretary in Practice

### FORM No. MGT-13

#### Report of Scrutinizer

[Pursuant to Section 109 of The Companies Act, 2013 and Rule 21(2) of The Companies  
(Management and Administration) Rules, 2014]

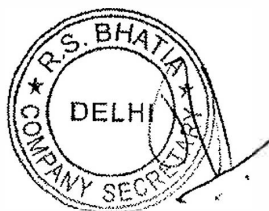
Name of the Company	S Chand And Company Limited
Meeting	52 <sup>nd</sup> Annual General Meeting
Day, Date & Time	Tuesday, 26 <sup>th</sup> September, 2023 at 11:30 A.M.
Deemed Venue	Registered Office: A-27, 2nd Floor, Mohan Co-operative Industrial Estate, New Delhi- 110044
Mode	Video Conferencing ("VC")

#### 1. Appointment as Scrutinizer

I, was appointed as the Scrutinizer for Scrutinizing the remote e-voting process which commenced on Friday, September 22, 2023 at 09:00 A.M. and ended on Monday, September 25, 2023 at 05:00 P.M. as well as the e-voting process during the 52<sup>nd</sup> Annual General Meeting ("AGM") on the resolutions contained in the Notice of AGM dated August 11, 2023 ("Notice") of S Chand And Company Limited ("the Company") held on 26<sup>th</sup> September, 2023 at 11:30 A.M. through video conferencing. The AGM of the Company was convened through video conferencing as per the provisions of Section 108 of The Companies Act, 2013 read with Rule 20 of The Companies (Management and Administration) Rules, 2014 (as amended from time to time) and General Circular No. 10/ 2022 dated December 28, 2022 ("MCA Circular") issued by the Ministry of Corporate Affairs and Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 issued by the Securities and Exchange Board of India.

As the Scrutinizer, I have scrutinized:

- (i) process of e-voting remotely, before the AGM, using an electronic voting system on the dates referred to in the Notice calling the AGM ("remote e-voting"); and
- (ii) process of e-voting at the AGM through electronic voting system ("e-voting").



## **R.S.Bhatia**

M.A., F.C.S.

Company Secretary in Practice

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Peer Review No. 1496/2021

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Service Category:-Company Secretary in Practice

My responsibility as a scrutinizer was to ensure that the remote e-voting process as well as the e-voting voting process during the AGM was conducted in a fair and transparent manner and submit a report on the voting on the resolutions based on the reports generated from the electronic voting system of Link Intime India Private Limited ("Link Intime") (agency for providing the remote e-voting facility and e-voting system during the AGM).

### **2. Dispatch of Notice of AGM**

2.1 The Company informed that on the basis of the list of members and Beneficial Owners made available by Link Intime, the Registrar and Transfer Agent of the Company, the Company completed dispatch of Notice of AGM on September 01, 2023 electronically to shareholders whose email id is available with Link Intime or the Company.

2.2 Pursuant to MCA Circular as mentioned above issued by the Ministry of Corporate Affairs and as per the provisions of Rule 20 of The Companies (Management & Administration) Rules, 2014, and Regulation 47 of The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, newspaper advertisements with respect to dispatch of Notice of AGM were published in Financial Express (English newspaper) and Jansatta (Hindi newspaper) on September 02, 2023 specifying the date and time of the AGM, availability of the notice on Company's website and website of the Stock Exchange, manner of registration of e-mail ids by the members (both physical and demat) who wants to register their e-mail ids with the Company, manner of voting through remote-voting or through e-voting system at the AGM etc.

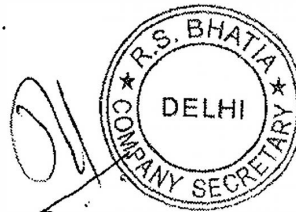
As informed by the management, the Notice of the 52<sup>nd</sup> AGM were published on the website of the Company at [www.schandgroup.com](http://www.schandgroup.com) and on the website of Link Intime at <https://instavote.linkintime.co.in>. The same was also submitted to BSE Limited and National Stock Exchange of India Limited on September 01, 2023.

### **3 Cut-off Date**

Voting rights of the members were reckoned as on Tuesday, September 19, 2023, being the cut-off date for the purpose of deciding the entitlement of members for remote e-voting and e-voting during the AGM.

### **4 Process of Remote e-voting and e-voting during the AGM**

4.1 The remote e-voting period commenced on Friday, September 22, 2023 at 09:00 A.M. and ended on Monday, September 25, 2023 at 05:00 P.M. through e-voting platform on the designated portal webpage provided by Link Intime.



## **R.S.Bhatia**

M.A., F.C.S.

Company Secretary in Practice

CP No.: 2514

Peer Review No. 1496/2021

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Service Category:-Company Secretary in Practice

**4.2** The Company also provided e-voting facility to the members who attended through VC/OAVM during the AGM to enable those members to cast their votes, who had not cast their votes earlier through remote e-voting.

**4.3** After the time fixed for closure of the e-voting by the Chairman, the electronic system recording the e-voting (e-votes) was locked by Link Intime under my instructions.

**4.4** The e-voting system was scrutinized on test check basis. The e-votes were reconciled with the records maintained by the Company / RTA and the authorizations lodged with the Company/ RTA on test check basis.

**4.5** The e-votes cast were unblocked on Tuesday, September 26, 2023 after the conclusion of the AGM.

### **5 Attendance during AGM**

As reported by Link Intime 107 members attended the AGM through VC/OAVM. No physical presence of members was allowed at a common venue as per the MCA Circular.

### **6 Counting Process**

After completion of e-voting during the AGM, the data of remote e-voting and e-voting during the meeting was diligently scrutinized. Records were maintained containing the summary of results of remote e-voting and e-voting during AGM.

### **7 Results**

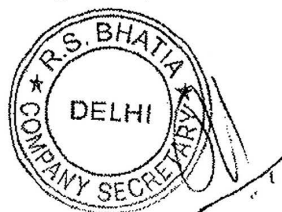
**7.1** Based on the records made available by the Link Intime, I observed that:

a) 207 members cast their votes through remote e-voting which was kept open from Friday, September 22, 2023 at 09:00 A.M. and ended on Monday, September 25, 2023 at 05:00 P.M. (One member holding 1 equity share was abstained from voting in favor or against for resolutions as set out in item Nos. 1 to 3 of the Notice of the AGM dated August 11, 2023).

b) 9 members cast their votes through e-voting during the AGM;

**7.2** Consolidated results with respect to each item as set out in the Notice of the AGM dated August 11, 2023 is enclosed as Annexure.

**7.3** Based on the aforesaid results, I report that 7 Resolutions as set out in item Nos.1 to 7 of the Notice of the AGM dated August 11, 2023 have been passed with the requisite majority.





## R.S.Bhatia

M.A., F.C.S.

Company Secretary in Practice

CP No.: 2514

Peer Review No. 1496/2021

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Service Category:-Company Secretary in Practice

- 8 The electronic data related to remote e-voting and e-voting done during the AGM have been handed over to Mr. Jagdeep Singh, Company Secretary and Compliance Officer, for preserving safely.

  
R.S. Bhatia  
Company Secretary in Practice



CP No.- 2514

Date: 26/09/2023

Place: New Delhi

Peer Review No.:1496/2021

UDIN: F002599E001088882

# R.S.Bhatia

M.A., F.C.S.  
Company Secretary in Practice  
CP No.: 2514  
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## Annexure

### Resolution No.:- 1 Ordinary Resolution:

Adoption of the Standalone Audited Financial Statements of the Company for the financial year ended March 31, 2023 and the Reports of Directors and Auditors thereon

	Remote e-Voting		E-Voting at AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	190	1,85,05,275	9	12	199	1,85,05,287	99.9992
Dissent	16	150	0	0	16	150	0.0008
<b>Total</b>	<b>206</b>	<b>1,85,05,425</b>	<b>9</b>	<b>12</b>	<b>215</b>	<b>1,85,05,437</b>	<b>100</b>

### Resolution No.:- 2 Ordinary Resolution

Adoption of the Consolidated Audited Financial Statements of the Company for the financial year ended March 31, 2023 and the Report of Auditors thereon

	Remote e-Voting		E-Voting at AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	190	1,85,05,275	9	12	199	1,85,05,287	99.9992
Dissent	16	150	0	0	16	150	0.0008
<b>Total</b>	<b>206</b>	<b>1,85,05,425</b>	<b>9</b>	<b>12</b>	<b>215</b>	<b>1,85,05,437</b>	<b>100</b>

### Resolution No.:- 3 Ordinary Resolution

Declaration of final dividend of Rs. 3/- per equity share for the financial year ended March 31, 2023.

	Remote e-Voting		E-Voting at AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	190	1,85,05,275	9	12	199	1,85,05,287	99.9992
Dissent	16	150	0	0	16	150	0.0008
<b>Total</b>	<b>206</b>	<b>1,85,05,425</b>	<b>9</b>	<b>12</b>	<b>215</b>	<b>1,85,05,437</b>	<b>100</b>

### Resolution No.:-4 Ordinary Resolution

Appointment of a director in place of Ms. Savita Gupta (DIN: 00053988), who retires by rotation, and being eligible, offers herself for re-appointment.



## R.S.Bhatia

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Service Category:-Company Secretary in Practice

	Remote e-Voting		E-Voting at AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	184	1,84,69,546	9	12	193	1,84,69,558	99.81
Dissent	22	35,879	0	0	22	35,879	0.19
<b>Total</b>	<b>206</b>	<b>1,85,05,425</b>	<b>9</b>	<b>12</b>	<b>215</b>	<b>1,85,05,437</b>	<b>100</b>

### Resolution No.:- 5 Special Resolution

Consideration and approval of regularization and re-appointment of Mr. Rajagopalan Chandrashekar (DIN:03634002) as an Independent Director of the Company

	Remote e-Voting		E-Voting at AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	185	1,84,69,568	9	12	194	1,84,69,580	99.81
Dissent	21	35,857	0	0	21	35,857	0.19
<b>Total</b>	<b>206</b>	<b>1,85,05,425</b>	<b>9</b>	<b>12</b>	<b>215</b>	<b>1,85,05,437</b>	<b>100</b>

### Resolution No.:- 6 Special Resolution

Consideration and approval of S Chand - Employees Stock Option Plan 2023

	Remote e-Voting		E-Voting at AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	179	1,81,91,976	9	12	188	1,81,91,988	98.31
Dissent	27	3,13,449	0	0	27	3,13,449	1.69
<b>Total</b>	<b>206</b>	<b>1,85,05,425</b>	<b>9</b>	<b>12</b>	<b>215</b>	<b>1,85,05,437</b>	<b>100</b>

### Resolution No.:- 7 Special Resolution

Extension of S Chand - Employees Stock Option Plan 2023 to the employees of Company's Associate Company(ies), Group Company(ies), Subsidiary Company(ies) and holding company [present or future]



# R.S.Bhatia

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Service Category:-Company Secretary in Practice

	Remote e-Voting		E-Voting at AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	179	1,81,91,976	9	12	188	1,81,91,988	98.31
Dissent	27	3,13,449	0	0	27	3,13,449	1.69
<b>Total</b>	<b>206</b>	<b>1,85,05,425</b>	<b>9</b>	<b>12</b>	<b>215</b>	<b>1,85,05,437</b>	<b>100</b>



(R.S. BHATIA)

Scrutinizer

Company Secretary in Practice

CP No.: 2514

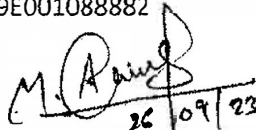
Place: New Delhi

Date: 26/09/2023

Peer Review No.:1496/2021

UDIN: F002599E001088882

Witness 1

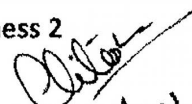


26/09/23

Name: Mohd Anas

Address: Laxmi Nagar  
New Delhi

Witness 2



Name: Nityasha Sinha  
Address: B-802, Greenfield Colony  
Faridabad.



Name: Jagdeep Singh

Designation: Company Secretary & Compliance Officer

M.No.: A15028

Duly Authorized by Chairman of the 52<sup>nd</sup> AGM