

Date: 14<sup>th</sup> September, 2022

To,

Dept. of Corporate Services,

BSE Limited,

Phiroze Jeejeebhoy Towers,

Dalal Street, Mumbai – 400 001

Company Code: 533161

To,

The Listing Department,

National Stock Exchange of India Limited,

Exchange Plaza, Bandra Kurla Complex,

Bandra (East), Mumbai 400051

**Company Code: EMMBI** 

Dear Sir/Madam,

Sub: Disclosure of Voting Results of the 28<sup>th</sup> Annual General Meeting of the Company as per Regulation 44(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

In terms of the provisions of Regulation 44(3) of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015, please find enclosed outcome of voting held through remote evoting and e-voting during the 28<sup>th</sup> AGM of the Company. Please also find attached Scrutinizer's Report issued by Mr. Sanjay Dholakia, Practicing Company Secretary for remote e-voting and e-voting during AGM, as conducted by the Company through NSDL.

Kindly take the above on your records

Thanking you,

Yours faithfully,

For Emmbi Industries Limited

Kaushal Patvi

**Company Secretary and Compliance Officer** 

Encl: As above



### **Details of Voting Results**

(Combined results of votes cast by Remote E-voting and the E-Voting process at the AGM as provided by NSDL)

| Date of the AGM   | 28th Annual General Meeting of the Company held on 13th September, 2022  |
|---|--|
| Total number of shareholders on record date   | 6th September, 2022 was cut-off date for reckoning the voting rights of the Shareholders.<br>Total Number of Shareholders: 12064 |
| No. of shareholders present in the meeting either in person or through proxy:<br>Promoters and Promoter Group:<br>Public: | Not Applicable   |
| No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public:                 | 08<br>54   |

### Agenda-wise disclosure:

Mode of voting for all resolutions: Remote E-voting and the E-Voting process at the AGM as provided by NSDL.

Item No. 1 - Adoption of Audited Financial Statements of the Company for the financial year ended March 31, 2022 together with the reports of the Board of Directors and Auditors thereon.

| Resolution red                | quired: (Ordinary/Special)               |                            | Ordinary Reso       | lution   |                                      |                                  |  |  |
|-------------------------------|--|----------------------------|---------------------|--|--------------------------------------|----------------------------------|--|--|
| Whether pron<br>agenda/resolu | noter/ promoter group are interest tion? | ed in the                  | No                  |  |                                      |                                  |  |  |
| Category                      | Mode of Voting                           | No. of shares held (Total) | No. of votes polled | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 | No. of<br>Votes- in<br>favour<br>(4) | No. of Votes –<br>against<br>(5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |
|                               | E-Voting                                 |                            | 10296767            | 99.82  | 10296767                             | 0                                | 100.00   | 0.00   |
| Promoter and                  | Poll                                     |                            | 0                   | 0.00   | 0                                    | 0                                | 0.00   | 0.00   |
| Promoter                      | Postal Ballot (if applicable)            |                            | 0                   | 0.00   | 0                                    | 0                                | 0.00   | 0.00   |
|                               | Total                                    | 10315217                   | 10296767            | 99.82  | 10296767                             | 0                                | 100.00   | 0.00   |
| × tigar 1                     | E-Voting                                 |                            | 23067               | 1.44   | 23067                                | 0                                | 100.00   | 0.00   |
| Public-                       | Poll                                     |                            | 0                   | 0.00   | 0                                    | 0                                | 0.00   | 0.00   |
| Institutions                  | Postal Ballot (if applicable)            |                            | 0                   | 0.00   | 0                                    | 0                                | 0.00   | 0.00   |
|                               | Total                                    | 1602068                    | 23067               | 1.44   | 23067                                | 0                                | 100.00   | 0.00   |
|                               | E-Voting                                 |                            | 147766              | 2.56   | 147766                               | 0                                | 100.00   | 0.00   |
| Public- Non                   | Poll                                     |                            | 0                   | 0.00   | 0                                    | 0                                | 0.00   | 0.00   |
| Public- Non<br>Institutions   | Postal Ballot (if applicable)            |                            | 0                   | 0.00   | 0                                    | . 0                              | 0.00   | 0.00   |
|                               | Total                                    | 5772965                    | 147766              | 2.56   | 147766                               | 0                                | 100.00   | 0.00   |
| Total                         |  | 17690250                   | 10467600            | 59.17  | 10467600                             | 0                                | 100.00   | 0.00   |

Item No. 2 - Declaration and Approval of Payment of Dividend of Re. 0.60 per Equity Share of the Company for the financial year ended March 31, 2022.

| Resolution rec                | uired: (Ordinary/Special)         |                            | Ordinary Reso           | lution   |                                      |                                  |  |   |
|-------------------------------|-----------------------------------|----------------------------|-------------------------|--|--------------------------------------|----------------------------------|--|---|
| Whether prom<br>agenda/resolu | oter/ promoter group are interest | ed in the                  | No                      |  |                                      |                                  | Lo. 6 XI 1 1   | % of Votes  |
| Category                      | Mode of Voting                    | No. of shares held (Total) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 | No. of<br>Votes- in<br>favour<br>(4) | No. of Votes –<br>against<br>(5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % or votes<br>against on votes<br>polled<br>(7)=[(5)/(2)]*100 |
|                               | E-Voting                          |                            | 10296767                | 99.82  | 10296767                             | 0                                | 100.00   | 0.00  |
| Promoter<br>and<br>Promoter   | Poll                              |                            | 0                       | 0.00   | 0                                    | 0                                | 0.00   | 0.00  |
|                               | Postal Ballot (if applicable)     |                            | 0                       | 0.00   | 0                                    | 0                                | 0.00   | 0.00  |
|                               | Total                             | 10315217                   | 10296767                | 99.82  | 10296767                             | 0                                | 100.00   | 0.00  |
|                               | E-Voting                          |                            | 23067                   | 1.44   | 23067                                | 0                                | 100.00   | 0.00  |
| Public-                       | Poll                              |                            | 0                       | 0.00   | 0                                    | 0                                | 0.00   | 0.00  |
| Institutions                  | Postal Ballot (if applicable)     |                            | 0                       | 0.00   | 0                                    | 0                                | 0.00   | 0.00  |
|                               | Total                             | 1602068                    | 23067                   | 1.44   | 23067                                | 0                                | 100.00   | 0.00  |
|                               | E-Voting                          | 700000                     | 147766                  | 2.56   | 147766                               | 0                                | 100.00   | 0.00  |
| Dublic Non                    | Poll                              |                            | 0                       | 0.00   | 0                                    | 0                                | 0.00   | 0.00  |
| Institutions                  | Postal Ballot (if applicable)     |                            | 0                       | 0.00   | 0                                    | 0                                | 0.00   | 0.00  |
|                               | Total                             | 5772965                    | 147766                  | 2.56   | 147766                               | 0                                | 100.00   | 0.00  |
| Total                         |                                   | 17690250                   | 10467600                | 59.17  | 10467600                             | 0                                | 100.00   | 0.00  |

Item No. 3 - Re-appointment of Mr. Krishnan I. Subramanian (DIN 06614842) who retires by rotation and, being eligible, offers himself for re-appointment.

| Resolution red                | quired: (Ordinary/Special)               |                            | Ordinary Reso       | lution   |                                      |                           |  |  |
|-------------------------------|--|----------------------------|---------------------|--|--------------------------------------|---------------------------|--|--|
| Whether pron<br>agenda/resolu | noter/ promoter group are interest tion? | ed in the                  | No                  |  |                                      |                           |  |  |
| Category                      | Mode of Voting                           | No. of shares held (Total) | No. of votes polled | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 | No. of<br>Votes- in<br>favour<br>(4) | No. of Votes –<br>against | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |
| - ·                           | E-Voting                                 |                            | 10296767            | 99.82  | 10296767                             | 0                         | 100.00   | 0.00   |
| Promoter and                  | Poll                                     |                            | 0                   | 0.00   | 0                                    | 0                         | 0.00   | 0.00   |
| Promoter                      | Postal Ballot (if applicable)            |                            | 0                   | 0.00   | 0                                    | 0                         | 0.00   | 0.00   |
| Group                         | Total                                    | 10315217                   | 10296767            | 99.82  | 10296767                             | 0                         | 100.00   | 0.00   |
|                               | E-Voting                                 |                            | 23067               | 1.44   | 0                                    | 23067                     | 0.00   | 100.00   |
| Public-                       | Poll                                     |                            | 0                   | 0.00   | 0                                    | 0                         | 0.00   | 0.00   |
| Institutions                  | Postal Ballot (if applicable)            |                            | 0                   | 0.00   | 0                                    | 0                         | 0.00   | 0.00   |
|                               | Total                                    | 1602068                    | 23067               | 1.44   | 0                                    | 23067                     | 0.00   | 100.00   |
|                               | E-Voting                                 |                            | 147746              | 2.56   | 147746                               | 0                         | 100.00   | 0.00   |
| Public- Non                   | Poll                                     | 1                          | 0                   | 0.00   | 0                                    | 0                         | 0.00   | 0.00   |
| Institutions                  | Postal Ballot (if applicable)            |                            | 0                   | 0.00   | 0                                    | 0                         | 0.00   | 0.00   |
|                               | Total                                    | 5772965                    | 147746              | 2.56   | 147746                               | 0                         | 100.00   | 0.00   |
| Total                         |  | 17690250                   | 10467580            | 59.17  | 10444513                             | 23067                     | 99.78  | 0.22   |

Item No. 4 - Re-appointment of M/s. R. Daliya & Associates, Chartered Accountants as the Statutory Auditors of the Company and to fix their remuneration for a second term of five years.

| Resolution red                | quired: (Ordinary/Special)                |  | Ordinary Reso          | lution   |                                      |                                  |  |   |
|-------------------------------|---|--|------------------------|--|--------------------------------------|----------------------------------|--|---|
| Whether pron<br>agenda/resolu | noter/ promoter group are interest ation? | ed in the                                  | No                     |  |                                      |                                  |  |   |
| Category                      | Mode of Voting                            | No. of<br>shares<br>held<br>(Total)<br>(1) | No. of<br>votes polled | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 | No. of<br>Votes- in<br>favour<br>(4) | No. of Votes –<br>against<br>(5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes<br>against on votes<br>polled<br>(7)=[(5)/(2)]*100 |
| D                             | E-Voting                                  |  | 10296767               | 99.82  | 10296767                             | 0                                | 100.00   | 0.00  |
| Promoter<br>and               | Poll                                      |  | 0                      | 0.00   | 0                                    | 0                                | 0.00   | 0.00  |
| Promoter                      | Postal Ballot (if applicable)             |  | 0                      | 0.00   | 0                                    | 0                                | 0.00   | 0.00  |
|                               | Total                                     | 10315217                                   | 10296767               | 99.82  | 10296767                             | 0                                | 100.00   | 0.00  |
|                               | E-Voting                                  |  | 23067                  | 1.44   | 0                                    | 23067                            | 0.00   | 100.00  |
| Public-                       | Poll                                      |  | 0                      | 0.00   | 0                                    | 0                                | 0.00   | 0.00  |
| Institutions                  | Postal Ballot (if applicable)             |  | 0                      | 0.00   | 0                                    | 0                                | 0.00   | 0.00  |
|                               | Total                                     | 1602068                                    | 23067                  | 1.44   | 0                                    | 23067                            | 0.00   | 100.00  |
|                               | E-Voting                                  |  | 147746                 | 2.56   | 147746                               | 0                                | 100.00   | 0.00  |
| Public- Non                   | Poll                                      |  | 0                      | 0.00   | 0                                    | 0                                | 0.00   | 0.00  |
| nstitutions                   | Postal Ballot (if applicable)             | Name of the last of the                    | 0                      | 0.00   | 0                                    | 0                                | 0.00   | 0.00  |
|                               | Total                                     | 5772965                                    | 147746                 | 2.56   | 147746                               | 0                                | 100.00   | 0.00  |
| Total                         |   | 17690250                                   | 10467580               | 59.17  | 10444513                             | 23067                            | 99.78  | 0.22  |

Item No. 5 - Appointment of Mr. Rama A. Krishnan (DIN: 00546256) as an Independent Director of the Company for a second consecutive term.

| Resolution red                | quired: (Ordinary/Special)         |                            | Special Resolu      | tion   |                                      |                        |  |   |
|-------------------------------|------------------------------------|----------------------------|---------------------|--|--------------------------------------|------------------------|--|---|
| Whether pron<br>agenda/resolu | noter/ promoter group are interest | ed in the                  | No                  |  |                                      |                        |  |   |
| Category                      | Mode of Voting                     | No. of shares held (Total) | No. of votes polled | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 | No. of<br>Votes- in<br>favour<br>(4) | No. of Votes – against | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes<br>against on votes<br>polled<br>(7)=[(5)/(2)]*100 |
| D                             | E-Voting                           |                            | 10296767            | 99.82  | 10296767                             | 0                      | 100.00   | 0.00  |
| Promoter                      | Poll                               |                            | 0                   | 0.00   | 0                                    | 0                      | 0.00   | 0.00  |
|                               | Postal Ballot (if applicable)      |                            | 0                   | 0.00   | 0                                    | 0                      | 0.00   | 0.00  |
|                               | Total                              | 10315217                   | 10296767            | 99.82  | 10296767                             | 0                      | 100.00   | 0.00  |
|                               | E-Voting                           |                            | 23067               | 1.44   | 23067                                | 0                      | 100.00   | 0.00  |
| Public-                       | Poll                               |                            | 0                   | 0.00   | 0                                    | 0                      | 0.00   | 0.00  |
| Institutions                  | Postal Ballot (if applicable)      |                            | 0                   | 0.00   | 0                                    | 0                      | 0.00   | 0.00  |
|                               | Total                              | 1602068                    | 23067               | 1.44   | 23067                                | 0                      | 100.00   | 0.00  |
|                               | E-Voting                           |                            | 147746              | 2.56   | 147746                               | 0                      | 100.00   | 0.00  |
| Public- Non                   | Poll                               |                            | 0                   | 0.00   | 0                                    | 0                      | 0.00   | 0.00  |
| nstitutions                   | Postal Ballot (if applicable)      |                            | 0                   | 0.00   | 0                                    | 0                      | 0.00   | 0.00  |
|                               | Total                              | 5772965                    | 147746              | 2.56   | 147746                               | 0                      | 100.00   | 0.00  |
| Total                         |                                    | 17690250                   | 10467580            | 59.17  | 10467580                             | 0                      | 100.00   | 0.00  |

Item No. 6 - Approval of increase in remuneration of Mr. Makrand M. Appalwar (DIN:00171950), Chairman & Managing Director of the Company.

| Resolution re                 | quired: (Ordinary/Special)                   |  | Special Resolu      | tion   |                                      |                        |  |  |
|-------------------------------|--|--|---------------------|--|--------------------------------------|------------------------|--|--|
| Whether pron<br>agenda/resolu | noter/ promoter group are interest<br>ation? | ed in the                                  | Yes                 |  |                                      |                        |  |  |
| Category                      | Mode of Voting                               | No. of<br>shares<br>held<br>(Total)<br>(1) | No. of votes polled | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 | No. of<br>Votes- in<br>favour<br>(4) | No. of Votes – against | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |
|                               | E-Voting                                     |  | 10296767            | 99.82  | 10296767                             | 0                      | 100.00   | 0.00   |
| romoter                       | Poll   |  | 0                   | 0.00   | 0                                    | 0                      | 0.00   | 0.00   |
|                               | Postal Ballot (if applicable)                |  | 0                   | 0.00   | 0                                    | 0                      | 0.00   | 0.00   |
| Group                         | Total  | 10315217                                   | 10296767            | 99.82  | 10296767                             | 0                      | 100.00   | 0.00   |
|                               | E-Voting                                     |  | 23067               | 1.44   | 23067                                | 0                      | 100.00   | 0.00   |
| Public-                       | Poll   |  | 0                   | 0.00   | 0                                    | 0                      | 0.00   | 0.00   |
| Institutions                  | Postal Ballot (if applicable)                |  | 0                   | 0.00   | 0                                    | 0                      | 0.00   | 0.00   |
|                               | Total  | 1602068                                    | 23067               | 1.44   | 23067                                | 0                      | 100.00   | 0.00   |
|                               | E-Voting                                     |  | 147266              | 2.55   | 146895                               | 371                    | 99.75  | 0.25   |
| Public- Non                   | Poll   |  | 0                   | 0.00   | 0                                    | 0                      | 0.00   | 0.00   |
| Institutions                  | Postal Ballot (if applicable)                |  | 0                   | 0.00   | 0                                    | 0                      | 0.00   | 0.00   |
|                               | Total  | 5772965                                    | 147266              | 2.55   | 146895                               | 371                    | 99.75  | 0.25   |
| Total                         |  | 17690250                                   | 10467100            | 59.17  | 10466729                             | 371                    | 100.00   | 0.00   |

Item No. 7 - Approval of increase in remuneration of Mrs. Rinku M. Appalwar (DIN:00171976), CFO & Executive Director of the Company.

| Resolution red                | quired: (Ordinary/Special)               |                                | Special Resolu      | tion   |                                      |                           |  |   |
|-------------------------------|--|--------------------------------|---------------------|--|--------------------------------------|---------------------------|--|---|
| Whether pron<br>agenda/resolu | noter/ promoter group are interest tion? | ed in the                      | Yes                 |  |                                      |                           |  |   |
| Category                      | Mode of Voting                           | No. of shares held (Total) (1) | No. of votes polled | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 | No. of<br>Votes- in<br>favour<br>(4) | No. of Votes –<br>against | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes<br>against on votes<br>polled<br>(7)=[(5)/(2)]*100 |
|                               | E-Voting                                 |                                | 10296767            | 99.82  | 10296767                             | 0                         | 100.00   | 0.00  |
| Promoter and                  | Poll                                     |                                | 0                   | 0.00   | 0                                    | 0                         | 0.00   | 0.00  |
| romoter                       | Postal Ballot (if applicable)            |                                | 0                   | 0.00   | 0                                    | 0                         | 0.00   | 0.00  |
| Group                         | Total                                    | 10315217                       | 10296767            | 99.82  | 10296767                             | 0                         | 100.00   | 0.00  |
|                               | E-Voting                                 |                                | 23067               | 1.44   | 23067                                | 0                         | 100.00   | 0.00  |
| Public-                       | Poll                                     |                                | 0                   | 0.00   | 0                                    | 0                         | 0.00   | 0.00  |
| Institutions                  | Postal Ballot (if applicable)            |                                | 0                   | 0.00   | 0                                    | 0                         | 0.00   | 0.00  |
|                               | Total                                    | 1602068                        | 23067               | 1.44   | 23067                                | 0                         | 100.00   | 0.00  |
|                               | E-Voting                                 |                                | 147266              | 2.55   | 146895                               | 371                       | 99.75  | 0.25  |
| Public- Non                   | Poll                                     |                                | 0                   | 0.00   | 0                                    | 0                         | 0.00   | 0.00  |
| nstitutions                   | Postal Ballot (if applicable)            |                                | 0                   | 0.00   | 0                                    | 0                         | 0.00   | 0.00  |
|                               | Total                                    | 5772965                        | 147266              | 2.55   | 146895                               | 371                       | 99.75  | 0.25  |
| Total                         |  | 17690250                       | 10467100            | 59.17  | 10466729                             | 371                       | 100.00   | 0.00  |

Note: All the aforesaid resolutions were passed with requisite majority.



**COMPANY SECRETARIES** 

BCOM LLB FCS

GP 15, 2nd Floor, Raghuleela Mall, Behind Poinsur Bus Depot, Kandivali (West), Mumbai - 400 067. (\*\*): 2807 3233 / 49713233 / 98700 31365 • E-mail : sanjayrd65@gmail.com / sanjay@srdholakia.com

#### **SCRUTINIZER REPORT**

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

To,
The Chairman
of 28th Annual General Meeting
of Emmbi Industries Limited
held on Tuesday, 13th September, 2022
Through Video Conferencing / Other Audio Visual means

Dear Sir,

We, Sanjay Dholakia & Associates, Practicing Company Secretaries, represented by Mr. Sanjay Dholakia, (Membership No.: FCS-2655), Proprietor, was appointed as the Scrutinizer for the purpose of the remote e-voting process and e-voting process during the Annual General Meeting ("AGM") pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 read with MCA General Circular No. 14/2020 dated 8th April, 2020; 17/2020 dated 13th April, 2020; 20/2020 dated 5th May, 2020; 02/2021 dated 13th January, 2021; 03/2022 dated 05th May, 2022 respectively issued by Ministry of Corporate Affairs ("MCA"), Government of India (hereinafter referred to as "MCA Circulars") read with SEBI Circular dated 12th May, 2020,15th January, 2021 & 13th May 2022 in respect of the resolutions proposed at the AGM of Emmbi Industries Limited held on Tuesday, 13th September, 2022 at 11.30 a.m. through Video Conferencing / Other Audio Visual means (VC/OAVM).

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means on the resolutions contained in the notice of the 28th AGM of the Members of the Company. Our responsibility as a scrutinizer for the remote e-voting process prior to AGM and e-voting process at the AGM is restricted to ensure that both the e-voting processes are conducted in a fair and transparent manner and to make a Scrutinizer's Report of the votes cast "in favour" or "against" on the resolutions contained in the notice of 28th AGM, based on the reports generated from the e-voting platform / system provided by the National Securities Depository Limited (NSDL) the authorized agency to provide e-voting facilities, engaged by the Company.



BCOM LLB FCS

#### **COMPANY SECRETARIES**

GP 15, 2nd Floor, Raghuleela Mall, Behind Poinsur Bus Depot, Kandivali (West), Mumbai - 400 067. ©: 2807 3233 / 49713233 / 98700 31365 • E-mail: sanjayrd65@gmail.com / sanjay@srdholakia.com

As informed to us by the Management, the notice dated 16<sup>th</sup> May, 2022 convening the 28<sup>th</sup> AGM of the Company through VC/OAVM held on 13<sup>th</sup> September, 2022 along with the statement setting out material facts under Section 102 of the Companies Act, 2013 and MCA Circular / SEBI Circular were duly sent to the Members of the Company through electronic mode to those Members whose email addresses were registered with the Company / Depositories, in compliance with the MCA Circulars.

The Members of the Company holding shares on the record date ("Cut off" date) of 06<sup>th</sup> September, 2022 were entitled to vote on the resolutions as set out in the notice of said AGM. In this regard, we hereby submit my report as under:

- 1. The Company had availed the e-voting facility offered by National Securities Depository Limited (NSDL), for conducting remote e-voting prior to AGM and e-voting during the AGM by the Members of the Company.
- 2. The remote e-voting prior to AGM period remained open from Saturday, 10th September, 2022 (9.00 a.m. IST) to Monday, 12th September, 2022 (5.00 p.m. IST) and NSDL e-Voting System, was disabled thereafter.
- 3. The Company had also provided e-voting facility to the Members present / logged-in at the AGM through VC and who had not cast their vote earlier.
- 4. We have also received a complete record of votes cast through electronic mode, upto 5:00 p.m. on 12<sup>th</sup> September, 2022 from NSDL e-Voting System, the agency appointed for providing and supervising electronic platform. The votes cast were unblocked on 13<sup>th</sup> September, 2022 at 12.35 p.m. (IST) in the presence of two witnesses who are not in the employment of the Company.
- 5. We have scrutinized the votes cast through both remote e-voting and e-voting during the AGM processes for the purpose of this report.
- 6. The particulars of all the electronic votes cast by the Members through both remote evoting and e-voting during the AGM has been recorded in the separate registers maintained for the purpose.
- 7. The result of the voting through both remote e-voting and e-voting during the AGM is as per annexure attached herewith.



BCOM LLB FCS

### **COMPANY SECRETARIES**

GP 15, 2nd Floor, Raghuleela Mall, Behind Poinsur Bus Depot, Kandivali (West), Mumbai - 400 067. (C): 2807 3233 / 49713233 / 98700 31365 • E-mail: sanjayrd65@gmail.com / sanjay@srdholakia.com

### **Recommendation:**

All the resolutions having secured requisite majority of votes, may be considered to have been passed. The Chairman may accordingly declare the result of voting.

Thanking you,

Yours truly,

#### FOR SANJAY DHOLAKIA & ASSOCIATES

SANJAY

Digitally signed by SANJAY RASIKLAL

**RASIKLAL** 

DHOLAKIA Date: 2022.09.14

**DHOLAKIA** 

14:25:39 +05'30'

### SANJAY R DHOLAKIA

**Practicing Company Secretary** 

**Proprietor** 

Membership No. FCS 2655

**CP No. 1798** 

UDIN: F002655D000970094

Place: Mumbai

Date: 14th September, 2022

**BCOM LLB FCS** 

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### **COMPANY SECRETARIES**

GP 15, 2nd Floor, Raghuleela Mall, Behind Poinsur Bus Depot, Kandivali (West), Mumbai - 400 067.

(3): 2807 3233 / 49713233 / 98700 31365 • E-mail: sanjayrd65@gmail.com / sanjay@srdholakia.com

## Annexure to the Scrutinizer's Report Result of Remote e-voting prior to AGM and E-voting during the AGM:

| Reso.               |  |                        |                                     |                             | ting in Favou<br>(Assent) | r                | <b>V</b>                        | oted Again<br>(Dissent) | st               | Total                       |                      |
|---------------------|--|------------------------|-------------------------------------|-----------------------------|---------------------------|------------------|---------------------------------|-------------------------|------------------|-----------------------------|----------------------|
| No.<br>/Item<br>No. | Heading of Resolution  | Type of<br>Resolution  | Type of<br>Voting                   | No. of<br>Members<br>Voting | No. of<br>Votes<br>Cast   | % of valid votes | No. of<br>Membe<br>rs<br>Voting | No. of<br>Votes<br>Cast | % of valid votes | No. of<br>Members<br>Voting | No. of<br>Votes Cast |
| 1                   | To receive, consider and adopt<br>the Audited Financial Statements<br>of the Company for the financial | Ordinary<br>Resolution | Remote E-<br>Voting prior<br>to AGM | 87                          | 10467589                  | 99.97            | , · ·                           | <b></b>                 |                  | 87                          | 10467589             |
|                     | year ended 31st March, 2022,<br>together with the Reports of the<br>Board of Directors and the         |                        | E-Voting during the AGM             | 2                           | 11                        | 0.00             | -                               | -                       | Ī                | 2                           | 11                   |
|                     | Auditors thereon.  | 9                      | Total                               | 89                          | 10467600                  | 100.00           |                                 |                         |                  | 89                          | 10467600             |

Total Votes Cast in favour: 10467600 (100% of total valid votes)

Total Votes cast Against: Nil (Nil % of total valid votes)

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## Annexure to the Scrutinizer's Report Result of Remote e-voting prior to AGM and E-voting during the AGM:

| Reso.               |   | 6                      |                                     | Voting in Favour (Assent)   |                         |                  | V                               | oted Again<br>(Dissent) | st               | Total                       |                      |
|---------------------|---|------------------------|-------------------------------------|-----------------------------|-------------------------|------------------|---------------------------------|-------------------------|------------------|-----------------------------|----------------------|
| No.<br>/Item<br>No. | Heading of Resolution   | Type of<br>Resolution  | Type of<br>Voting                   | No. of<br>Members<br>Voting | No. of<br>Votes<br>Cast | % of valid votes | No. of<br>Membe<br>rs<br>Voting | No. of<br>Votes<br>Cast | % of valid votes | No. of<br>Members<br>Voting | No. of<br>Votes Cast |
| 2                   | To declare payment of Dividend of Re. 0.60 per Equity Share for the financial year ended 31st | Ordinary<br>Resolution | Remote E-<br>Voting prior<br>to AGM | 87                          | 10467589                | 100.00           |                                 |                         | ,<br>            | 87                          | 10464589             |
|                     | March, 2022.  |                        | E-Voting during the AGM             | 2                           | 11                      | 0.00             |                                 |                         |                  | 2                           | 11                   |
|                     |   |                        | Total                               | 89                          | 10467600                | 100.00           |                                 |                         | . <b></b>        | 89                          | 10467600             |

Total Votes Cast in favour: 10467600 (100% of total valid votes)

Total Votes cast Against: Nil (Nil% of total valid votes)

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**COMPANY SECRETARIES** 

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## Annexure to the Scrutinizer's Report Result of Remote e-voting prior to AGM and E-voting during the AGM:

| Reso.               |   |                        |                                     | Vo                          | oting in Favou<br>(Assent) | r                | V                               | oted Again<br>(Dissent) | st               | Total                       |                      |
|---------------------|---|------------------------|-------------------------------------|-----------------------------|----------------------------|------------------|---------------------------------|-------------------------|------------------|-----------------------------|----------------------|
| No.<br>/Item<br>No. | Heading of Resolution   | Type of<br>Resolution  | Type of<br>Voting                   | No. of<br>Members<br>Voting | No. of<br>Votes Cast       | % of valid votes | No. of<br>Membe<br>rs<br>Voting | No. of<br>Votes<br>Cast | % of valid votes | No. of<br>Members<br>Voting | No. of<br>Votes Cast |
| 3                   | To appoint a Director in place of Mr. Krishnan I. Subramanian (DIN 06614842) who retires by | Ordinary<br>Resolution | Remote E-<br>Voting prior<br>to AGM | 85                          | 10444502                   | 100.00           | 1                               | 23067                   | 100.00           | 86                          | 10467569             |
| ,                   | rotation and, being eligible, offers himself for reappointment.                             |                        | E-Voting<br>during the<br>AGM       | 2                           | 11                         | 0.00             |                                 |                         | 0.00             | 2                           | ,11                  |
|                     |   |                        | Total                               | 87                          | 10444513                   | 100.00           | ,1                              | 23067                   | 100.00           | 88                          | 10467580             |

Total Votes Cast in favour: 10444513 (99.78% of total valid votes)

Total Votes cast Against: 23067 (0.22% of total valid votes)

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#### **COMPANY SECRETARIES**

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# Annexure to the Scrutinizer's Report Result of Remote e-voting prior to AGM and E-voting during the AGM:

| Reso.               |  |                        | Voting in Favour (Assent)           |                             |                      | \                      | oted Again<br>(Dissent)         | st                      | Total                  |                             |                      |
|---------------------|--|------------------------|-------------------------------------|-----------------------------|----------------------|------------------------|---------------------------------|-------------------------|------------------------|-----------------------------|----------------------|
| No.<br>/Item<br>No. | Heading of Resolution  | Resolution             | Resolution Voting                   | No. of<br>Members<br>Voting | No. of<br>Votes Cast | % of<br>valid<br>votes | No. of<br>Membe<br>rs<br>Voting | No. of<br>Votes<br>Cast | % of<br>valid<br>votes | No. of<br>Members<br>Voting | No. of<br>Votes Cast |
| 4                   | To re-appoint M/s. R. Daliya & Associates, Chartered Accountants as the statutory      | Ordinary<br>Resolution | Remote E-<br>Voting prior<br>to AGM | 85                          | 10444502             | 100.00                 | . 1                             | 23067                   | 100.00                 | 86                          | 10467569             |
|                     | auditors of the Company and to fix their remuneration for a second term of five years. |                        | E-Voting during the AGM             | 2                           | 11                   | 0.00                   |                                 |                         |                        | 2                           | 11                   |
|                     |  |                        | Total                               | 87                          | 10444513             | 100.00                 | 1                               | 23067                   | 100.00                 | 88                          | 10467580             |

Total Votes Cast in favour: 10444513 (99.78% of total valid votes)

Total Votes cast Against: 23067 (0.22% of total valid votes)

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## Annexure to the Scrutinizer's Report Result of Remote e-voting prior to AGM and E-voting during the AGM:

| Reso.               | Heading of Resolution   | Type of<br>Resolution | Type of<br>Voting                   | Voting in Favour<br>(Assent) |                      |                  | Voted Against<br>(Dissent)      |                         |                  | Total                       |                      |
|---------------------|---|-----------------------|-------------------------------------|------------------------------|----------------------|------------------|---------------------------------|-------------------------|------------------|-----------------------------|----------------------|
| No.<br>/Item<br>No. |   |                       |                                     | No. of<br>Members<br>Voting  | No. of<br>Votes Cast | % of valid votes | No. of<br>Membe<br>rs<br>Voting | No. of<br>Votes<br>Cast | % of valid votes | No. of<br>Members<br>Voting | No. of<br>Votes Cast |
| 5                   | To appoint Mr. Rama A. Krishnan (DIN: 00546256) as an Independent Director of the | Special<br>Resolution | Remote E-<br>Voting prior<br>to AGM | 86                           | 10467569             | 100.00           |                                 |                         |                  | 86                          | 10467569             |
|                     | Company for a second consecutive term.  |                       | E-Voting during the AGM             | 2                            | 11                   | 0.00             |                                 |                         | ,                | 2                           | 11                   |
|                     | × ,   | ,                     | Total                               | 88                           | 10467580             | 100.00           |                                 |                         |                  | 88                          | 10467580             |

Total Votes Cast in favour: 10467580 (100.00 % of total valid votes)

Total Votes cast Against: Nil (Nil% of total valid votes)

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## Annexure to the Scrutinizer's Report Result of Remote e-voting prior to AGM and E-voting during the AGM:

| Reso.<br>No.<br>/Item<br>No. | Heading of Resolution  | Type of<br>Resolution | Type of<br>Voting                   | Voting in Favour<br>(Assent) |                      |                  | Voted Against<br>(Dissent)      |                         |                  | Total                       |                      |
|------------------------------|--|-----------------------|-------------------------------------|------------------------------|----------------------|------------------|---------------------------------|-------------------------|------------------|-----------------------------|----------------------|
|                              |  |                       |                                     | No. of<br>Members<br>Voting  | No. of<br>Votes Cast | % of valid votes | No. of<br>Membe<br>rs<br>Voting | No. of<br>Votes<br>Cast | % of valid votes | No. of<br>Members<br>Voting | No. of<br>Votes Cast |
| 6                            | To approve increase in remuneration of Mr. Makrand M. Appalwar, Chairman & | Special<br>Resolution | Remote E-<br>Voting prior<br>to AGM | 82                           | 10466718             | 100.00           | 4                               | 371                     | 100.00           | 86                          | 10467089             |
|                              | Managing Director of the Company.  |                       | E-Voting<br>during the<br>AGM       | 2                            | 11                   | 0.00             |                                 |                         |                  | 2                           | 11                   |
|                              | *  |                       | Total                               | 84                           | 10466729             | 100.00           | 4                               | 371                     | 100.00           | 88                          | 10467100             |

Total Votes Cast in favour: 10466729 (100.00 % of total valid votes)

Total Votes cast Against: 371 (Nil % of total valid votes)

**COMPANY SECRETARIES** 

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# Annexure to the Scrutinizer's Report Result of Remote e-voting prior to AGM and E-voting during the AGM:

| Reso.<br>No.<br>/Item<br>No. |             |  |                       | Voting in Favour (Assent)           |                             |                      | Voted Against<br>(Dissent) |                                 |                         | Total                  |                             |                      |
|------------------------------|-------------|--|-----------------------|-------------------------------------|-----------------------------|----------------------|----------------------------|---------------------------------|-------------------------|------------------------|-----------------------------|----------------------|
|                              | Item<br>No. | Heading of Resolution  | Type of<br>Resolution | Type of<br>Voting                   | No. of<br>Members<br>Voting | No. of<br>Votes Cast | % of valid votes           | No. of<br>Membe<br>rs<br>Voting | No. of<br>Votes<br>Cast | % of<br>valid<br>votes | No. of<br>Members<br>Voting | No. of<br>Votes Cast |
|                              | 7           | To approve increase in remuneration of Mrs. Rinku M. Appalwar, CFO & Executive | Special<br>Resolution | Remote E-<br>Voting prior<br>to AGM | 82                          | 10466718             | 100.00                     | 4                               | 371                     | 100.00                 | 86                          | 10467089             |
|                              |             | Director of the Company.   |                       | E-Voting during the AGM             | 2                           | 11                   | 0.00                       |                                 |                         |                        | 2                           | 11                   |
|                              |             |  |                       | Total                               | 84                          | 10466729             | 100.00                     | 4                               | 371                     | 100.00                 | 88                          | 10467100             |

Total Votes Cast in favour: 10466729 (100.00% of total valid votes)

Total Votes cast Against: 371 (Nil % of total valid votes)

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### FOR SANJAY DHOLAKIA & ASSOCIATES

**SANJAY** 

Digitally signed by SANJAY RASIKLAL

RASIKLAL

**DHOLAKIA** Date: 2022.09.14

DHOLAKIA 14:26:38 +05'30'

### SANJAY R DHOLAKIA

**Practicing Company Secretary** 

**Proprietor** 

Membership No. FCS 2655

CP No. 1798

UDIN: F002655D000970094

Place: Mumbai

Date: 14th September, 2022