

Ref: STL/SE/2022-2023/Scrutinizer's Report/43

Dated: 23rd September, 2022

To,
Department of Corporate Services
BSE Limited
Phiroze Jeejeebhoy Towers, Dalal Street
Mumbai- 400001

To,
Listing Department
National Stock Exchange of India Limited
C-1, G Block, Bandra Kurla Complex
Bandra, (E), Mumbai 400051

BSE Scrip Code: 541163; NSE: SANDHAR

Sub: Submission of Scrutinizer's Report & Voting Results under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015

Dear Sir/ Ma'am,

In continuation to our letter dated 22nd September, 2022, wherein the Company submitted the proceedings of the 30th Annual General Meeting ("AGM") of the Company held on 22nd September, 2022 at 11:30 A.M. through Video Conference ("VC") / Other Audio Visual Means ("OAVM").

Please find enclosed herewith the Scrutinizer's Report dated 23rd September, 2022 and Voting Results under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as received from Mr. K.K Sachdeva, Practicing Company Secretary, who was appointed as the scrutinizer for conducting the e-voting process.

The resolutions as set out in the AGM Notice were duly approved by the members, with requisite majority.

We request you to take the above information on record.

Thanking you

Yours faithfully,
FOR SANDHAR TECHNOLOGIES LIMITED

Komal Malik
(Company Secretary &
Compliance Officer)

Encl. as above

Sandhar Technologies Limited



KK SACHDEVA & ASSOCIATES

Company Secretaries

201, 3rd Floor, Dr. Mukherjee Nagar, Delhi-110009

Ph. 011 27608683, 9811071577,

E-mail: kks445@gmail.com

MGT-13

SCRUTINIZER REPORT

The Chairman
Sandhar Technologies Limited
B-6/20, L.S.C Safdarjung Enclave,
New Delhi-110029

Sub: **Resolutions passed through Remote E-Voting and E-Voting at AGM conducted at the 30th Annual General Meeting of Sandhar Technologies Limited**

I, **K. K. Sachdeva, (Practicing Company Secretary)**, having membership number 7153 and COP 4721 have been appointed as the Scrutinizer by the Board of Directors of **Sandhar Technologies Limited** having its registered office at B-6/20, L.S.C Safdarjung Enclave, New Delhi-110029 for the purpose of scrutinizing votes through remote e-voting facility and votes through Insta Vote facility at the Annual General Meeting held on 22nd September, 2022 held through Video Conferencing (“VC”)/ Other Audio-Video Means (“OAVM”).

The Company has appointed Link Intime India Private Limited as the Service Provider for extending the facility of electronic voting to the Shareholders. The remote e-voting period commenced on Monday, 19th September, 2022, at 09:00 A.M. (IST) and ended on Wednesday, 21st September, 2022, at 05:00 P.M. (IST).

The Company has also provided Insta Vote facility at the 30th Annual General Meeting of the Company to the members who did not exercise their right to vote through remote e-voting facility.

The Management of the Company is responsible to ensure the compliances with requirements of the Companies Act, 2013 and Rules relating to remote e-voting and e-voting at AGM on resolutions specified in the notice of the 30th Annual General Meeting. My responsibility as a Scrutinizer for the remote e-voting process and e-voting at AGM is restricted to scrutinize the results and present the Report for the votes cast “in favour” or “against” the resolutions.

All the resolutions for the Ordinary and Special Business as set out in Item No.1 to 5 in the Notice of the 30th Annual General Meeting were duly approved by the members with requisite majority.

The Consolidated Summary of result of the Remote E-Voting together with that of e-voting at AGM is as follows:

**1. As an Ordinary Resolution- Item No. 1**

To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements for the year ended 31st March, 2022 including Audited Balance Sheet and the Statement of Profit and Loss for the year ended on that date together with the Reports of Directors' and Auditor's thereon.

I. Voted in favour of the Resolution:

	Number of Members who voted through Remote E-Voting Process and E-Voting at AGM	Number of votes cast (Shares)	% of total number of valid votes cast
Remote E-Voting	225	52065462	96.2657
E-Voting at AGM	13	2019638	3.7342
Total	238	54085100	99.9999

II. Voted against the Resolution:

	Number of Members who voted through Remote E-Voting Process and E-Voting at AGM	Number of votes cast (Shares)	% of total number of valid votes cast
Remote E-Voting	3	47	0.0001
E-Voting at AGM	0	0	0
Total	3	47	0.0001

III. Invalid Votes:

	Number of Members who voted through Remote E-Voting Process and E-Voting at AGM	Number of votes cast (Shares)
Remote E-Voting	0	0
E-Voting at AGM	0	0
Total	0	0

**Summary of Total Valid Votes for Resolution No. 1**

Particulars	Number of votes cast by members	% of total number of valid votes
Votes in favour	54085100	99.9999
Votes against	47	0.0001

Result: Resolution Approved**2. As an Ordinary Resolution – Item No.2**

To declare a final dividend of Rs. 2.25/- per equity share of Rs. 10/- each fully paid up for the financial year 31st March 2022.

I. Voted in favour of the Resolution:

	Number of Members who voted through Remote E-Voting Process and E-Voting at AGM	Number of votes cast (Shares)	% of total number of valid votes cast
Remote E-Voting	227	52066091	96.2658
E-Voting at AGM	13	2019638	3.7341
Total	240	54085729	99.9999

II. Voted against the Resolution:

	Number of Members who voted through Remote E-Voting Process and E-Voting at AGM	Number of votes cast (Shares)	% of total number of valid votes cast
Remote E-Voting	3	23	0.00001
E-Voting at AGM	0	0	0
Total	3	23	0.00001



III. Invalid Votes:

	Number of Members who voted through Remote E-Voting Process and E-Voting at AGM	Number of votes cast (Shares)
Remote E Voting	0	0
E-Voting at AGM	0	0
Total	0	0

Summary of Total Valid Votes for Resolution No. 2

Particulars	Number of votes cast by members	% of total number of valid votes
Votes in favour	54085729	99.9999
Votes against	23	0.0001

Result: Resolution Approved

3. As an Ordinary Resolution - Item No.3

Re-appointment of Shri Neel Jay Davar (DIN 09201336) as Director retiring by rotation.

I. Voted in favour of the Resolution:

	Number of Members who voted through Remote E-Voting Process and E-Voting at AGM	Number of votes cast (Shares)	% of total number of valid votes cast
Remote E-Voting	199	6492241	55.3781
E-Voting at AGM	8	30	0.0003
Total	207	6492271	55.3784



II. Voted against the Resolution:

	Number of Members who voted through Remote E-Voting Process and E-Voting at AGM	Number of votes cast (Shares)	% of total number of valid votes cast
Remote E-Voting	13	3211599	27.3946
E-Voting at AGM	5	2019608	17.2270
Total	18	5231207	44.6116

III. Invalid Votes:

	Number of Members who voted through Remote E-Voting Process and E-Voting at AGM	Number of votes cast (Shares)
Remote E-Voting	0	0
E-Voting at AGM	0	0
Total	0	0

Summary of Total Valid Votes for Resolution No. 3

Particulars	Number of votes cast by members	% of total number of valid votes
Votes in favour	6492271	55.3784
Votes against	5231207	44.6116

Result: Resolution Approved



4. **As an Ordinary Resolution - Item No. 4**
Re-appointment of the Statutory Auditors

I. **Voted in favour of the Resolution:**

	Number of Members who voted through Remote E-Voting Process and E-Voting at AGM	Number of votes cast (Shares)	% of total number of valid votes cast
Remote E-Voting	226	52066059	96.2657
E-Voting at AGM	8	30	0.0001
Total	234	52066089	96.2658

II. **Voted against the Resolution:**

	Number of Members who voted through Remote E-Voting Process and E-Voting at AGM	Number of votes cast (Shares)	% of total number of valid votes cast
Remote E-Voting	3	47	00001
E-Voting at AGM	5	2019608	3.7341
Total	8	2019655	3.7342

II. **Invalid Votes:**

	Number of Members who voted through Remote E-Voting Process and E-Voting at AGM	Number of votes cast (Shares)
Remote E-Voting	0	0
E-Voting at AGM	0	0
Total	0	0

Summary of Total Valid Votes for Resolution No. 4



Particulars	Number of votes cast by members	% of total number of valid votes
Votes in favour	52066089	96.2658
Votes against	2019655	3.7342

Result: Resolution Approved**5. As an Ordinary Resolution - Item No. 5**

Ratification of Remuneration of Cost Auditors, M/s. Satija & Co., Cost Accountants for the financial year 2022-23.

III. Voted in favour of the Resolution:

	Number of Members who voted through Remote E-Voting Process and E-Voting at AGM	Number of votes cast (Shares)	% of total number of valid votes cast
Remote E-Voting	226	52066059	96.2658
E-Voting at AGM	13	2019638	3.7341
Total	239	54085697	99.9999

IV. Voted against the Resolution:

	Number of Members who voted through Remote E-Voting Process and E-Voting at AGM	Number of votes cast (Shares)	% of total number of valid votes cast
Remote E-Voting	3	47	0.0001
E-Voting at AGM	0	0	0
Total	3	47	0.0001

III. Invalid Votes:

	Number of Members who voted through Remote E-Voting Process and E-Voting at AGM	Number of votes cast (Shares)
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K K SACHDEVA & ASSOCIATES

Company Secretaries

Scrutinizer Report-Sandhar Technologies Limited

Remote E Voting	0	0
E-Voting at AGM	0	0
Total	0	0

Summary of Total Valid Votes for Resolution No. 5

Particulars	Number of votes cast by members	% of total number of valid votes
Votes in favour	54085697	99.9999
Votes against	47	0.0001

Result: Resolution Approved

The relevant records relating to electronic voting and Insta e-voting shall remain in our safe custody until the Chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting and the same shall be handed thereafter to the Company Secretary for safe keeping.

Thanking You,
Yours Faithfully,

For K K Sachdeva & Associates

Company Secretaries

Digitally signed by
KISHOR KUMAR SACHDEVA
Date: 2022.09.23 14:44:22
+05'30'

(K K Sachdeva)

Proprietor

FCS 7153, C.P No. 4721

UDIN F007153D001024983

Dated: 23rd September, 2022

Place: Gurugram, Haryana

FOR SANDHAR TECHNOLOGIES LIMITED

Counter signed by DHARMENDAR NATH DAVAR
Chairman

Sandhar Technologies Limited

Resolution Required : (Ordinary)		1 - To receive, consider and adopt the Audited Standalone Financial Statements and the Audited Consolidated Financial Statements of the Company for the Financial Year ended the 31st March, 2022 together with the Reports of the Board of Directors and Auditors thereon.						
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	42362245	42362245	100.0000	42362245	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		42362245	100.0000	42362245	0	100.0000	0.0000
Public Institutions	E-Voting	10076356	9685909	96.1251	9685909	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		9685909	96.1251	9685909	0	100.0000	0.0000
Public Non Institutions	E-Voting	7752107	17355	0.2239	17308	47	99.7292	0.2708
	Poll		2019638	26.0528	2019638	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		2036993	26.2767	2036946	47	99.9977	0.0023
Total		60190708	54085147	89.8563	54085100	47	99.9999	0.0001

Sandhar Technologies Limited

Resolution Required : (Ordinary)		2 - To declare a final dividend of Rs. 2.25/- per equity share of Rs. 10/- each fully paid up for the Financial year ended the 31st March, 2022.						
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	42362245	42362245	100.0000	42362245	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		42362245	100.0000	42362245	0	100.0000	0.0000
Public Institutions	E-Voting	10076356	9686506	96.1310	9686506	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		9686506	96.1310	9686506	0	100.0000	0.0000
Public Non Institutions	E-Voting	7752107	17363	0.2240	17340	23	99.8675	0.1325
	Poll		2019638	26.0528	2019638	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		2037001	26.2768	2036978	23	99.9989	0.0011
Total		60190708	54085752	89.8573	54085729	23	100.0000	0.0000

Sandhar Technologies Limited

Resolution Required : (Ordinary)		3 - Re-appointment of Shri Neel Jay Davar (DIN- 09201336) as Director retiring by rotation.						
Whether promoter/ promoter group are interested in the agenda/resolution?		Yes						
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	42362245	42362245	100.0000	42362245	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		42362245	100.0000	42362245	0	100.0000	0.0000
Public Institutions	E-Voting	10076356	9686506	96.1310	6475299	3211207	66.8487	33.1513
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		9686506	96.1310	6475299	3211207	66.8487	33.1513
Public Non Institutions	E-Voting	7752107	17334	0.2236	16942	392	97.7385	2.2615
	Poll		2019638	26.0528	30	2019608	0.0015	99.9985
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		2036972	26.2764	16972	2020000	0.8332	99.1668
Total		60190708	54085723	89.8573	48854516	5231207	90.3279	9.6721

Sandhar Technologies Limited

Resolution Required : (Ordinary)		4 - Re-appointment of Statutory Auditors of the Company						
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	42362245	42362245	100.0000	42362245	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		42362245	100.0000	42362245	0	100.0000	0.0000
Public Institutions	E-Voting	10076356	9686506	96.1310	9686506	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		9686506	96.1310	9686506	0	100.0000	0.0000
Public Non Institutions	E-Voting	7752107	17355	0.2239	17308	47	99.7292	0.2708
	Poll		2019638	26.0528	30	2019608	0.0015	99.9985
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		2036993	26.2767	17338	2019655	0.8512	99.1488
Total		60190708	54085744	89.8573	52066089	2019655	96.2658	3.7342

Sandhar Technologies Limited

Resolution Required : (Ordinary)		5 - Ratification of Remuneration of Cost Auditor, M/s Satija & Co., Cost Accountants for the Financial Year 2022-2023.						
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	42362245	42362245	100.0000	42362245	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		42362245	100.0000	42362245	0	100.0000	0.0000
Public Institutions	E-Voting	10076356	9686506	96.1310	9686506	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		9686506	96.1310	9686506	0	100.0000	0.0000
Public Non Institutions	E-Voting	7752107	17355	0.2239	17308	47	99.7292	0.2708
	Poll		2019638	26.0528	2019638	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		2036993	26.2767	2036946	47	99.9977	0.0023
Total		60190708	54085744	89.8573	54085697	47	99.9999	0.0001