



SIMMONDS MARSHALL LIMITED

Regd. Office & Factory :
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E-Mail : smlpune@simmondsmarshall.com
CIN : L29299PN1960PLC011645

Admn. & Sales Office :
Apeejay Chambers, 5, Wallace Street, Mumbai-400 001.
Tel. : (91-022) 6633-7425 / 6633-7426 / 6633-7427
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E-Mail : sales@simmondsmarshall.com
Website : www.simmondsmarshall.com

Date: October 1, 2020

To,
Corporate Relationship Department
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai - 400 001

Scrip Code: 507998

Sub: Scrutinizer Report of the 60th Annual General Meeting (AGM) of the Company held on September 30, 2020.

Dear Sir(s),

We hereby submit the consolidated Scrutinizer Report for Remote E-voting & E-voting during AGM of 60th Annual General Meeting of the Company held on Wednesday, September 30, 2020 at 11:00 a.m. (IST) through two-way Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"), pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 including the amendments thereof.

Kindly take the above intimation on your record.

Yours faithfully,
For SIMMONDS MARSHALL LIMITED

N. S. MARSHALL
MANAGING DIRECTOR
(DIN: 00085754)



Encl: as above.



IATF No. 0096543
ISO/TS 16949-2009



ISO 14001:2004
Reg. No. 8302-E

Consolidated Report of Scrutinizer for Remote E-voting & E-voting during AGM
[Pursuant to Section 108/109 of the Companies Act, 2013 read with the Rule 20(4) (xii) of the
Companies (Management and Administration) Rules, 2014 as amended]

To,
The Chairman,
SIMMONDS MARSHALL LIMITED,
Mumbai-Pune Road,
Kasarwadi,
Pune - 411 034

**Subject: 60th Annual General Meeting of the Members of Simmonds Marshall Limited
held on Wednesday, September 30, 2020 at 11.00 a.m. (IST) through Video
Conferencing (VC) / Other Audio-Visual Means (OAVM).**

Dear Sir,

We, M/s. GMJ & Associates, Company Secretaries, represented by Mr. Mahesh Soni, Partner have been duly appointed by the Board of Directors of Simmonds Marshall Limited for the purpose of scrutinizing the remote e-voting process and e-voting during the Annual General Meeting ("AGM") under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and MCA General Circular no. 20/2020 of May 5, 2020 and also SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, in a fair and transparent manner in respect of the Resolutions passed at the AGM of Simmonds Marshall Limited at their Meeting held on Wednesday, September 30, 2020 at 11.00 a.m. (IST) by Video Conferencing (VC) / Other Audio-Visual Means (OAVM).

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules framed thereunder relating to remote e-voting and e-voting system during the AGM. Our responsibility as a Scrutinizer is restricted to make a Scrutinizer's Report of the Votes Cast in "FAVOUR" or "AGAINST" the resolutions as stated below on the report generated from the remote e-voting and e-voting system at the AGM provided by Central Depository Services (India) Limited (CDSL), the authorised agency engaged by the Company to provide remote e-voting and e-voting system at the AGM.

We hereby submit our report as follows:

1. The resolutions were transacted through the process of remote e-voting and through e-voting system at the AGM. For the purpose of remote e-voting and e-voting system at the AGM, the Company has engaged CDSL for its services;

Contd...2...



: 2 :

2. Members attended the Meeting through VC/OAVM facility provided in accordance with the General Circular no. 20/2020 of May 5, 2020 and other circulars issued by the Ministry of Corporate Affairs ("MCA") from time to time and were counted for the purpose of reckoning quorum under Section 103 of the Companies Act, 2013;
3. The cut-off date for the purpose of identifying Members who were entitled to vote on the resolutions placed for approval, was September 23, 2020;
4. The period for remote e-voting commenced on September 27, 2020 at 9:00 a.m. (IST) and ended on September 29, 2020 at 5:00 p.m. (IST). The remote e-voting module was disabled by CSDL for voting thereafter;
5. For the Members who did not cast their vote through remote e-voting facility, the Company has provided the facility of e-voting system during the AGM;
6. Further, the votes cast through remote e-voting and e-voting system during the AGM were unblocked by us on September 30, 2020 at 11:30 a.m. in the presence of two witnesses Ms. Sonia Chettiar and Mr. Rahul Tiwari, neither of whom was in the employment of the Company and e-voting summary statement was downloaded from the e-voting website;
7. The votes were also scrutinized for the purpose of eliminating duplicate voting of the votes, if any;
8. Our report on the results of e-voting is based on the data downloaded from the website of CDSL;
9. The data relating to e-voting process were reconciled with the records maintained by the Company/Registrar & Transfer Agents of the Company.

We hereby submit our Consolidated Scrutinizer's Report on the results of remote e-voting and e-voting system at the AGM.

Item No.1: To approve and adopt:

a. the Audited Standalone Financial Statements of the Company for the year ended March 31, 2020, including the Audited Balance Sheet as at March 31, 2020, the Statement of Profit and Loss, Cash Flow Statement for the year ended on that date together with the Reports of the Directors and Auditors thereon.

Contd...3...



: 3 :

b. the Audited Consolidated Financial Statements of the Company for the year ended March 31, 2020, including the Audited Balance Sheet as at March 31, 2020, the Statement of Profit and Loss, Cash Flow Statement for the year ended on that date together with the Auditors Report thereon -AS AN ORDINARY RESOLUTION:

A.

Votes in Favour			Votes against			Invalid Votes
Nos. of Members who voted	Nos. of votes cast	% of total nos. of votes cast	Nos. of Members who voted	Nos. of votes cast	% of total nos. of votes cast	Nos. of votes cast
35	4505788	99.99	3	514	0.01	-

B.

Whether Promoter / Promoter Group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of Shares held (1)	No. of votes polled (2)	% of Votes polled on outstanding shares (3) = [(2)/(1)] *100	No. of Votes in favour (4)	No. of Votes against (5)	% of votes in favour on votes polled (6) = [(4)/(2)] *100	% of votes against on votes polled (7) = [(5)/(2)] *100
Promoter	E-voting	6556490	4233375	64.57	4233375	0	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public Institutions	E-voting	112555	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public Non-Institutions	E-voting	4530955	272927	6.02	272413	514	99.81	0.19
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
TOTAL		11200000	4506302	40.23	4505788	514	99.99	0.01

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: 4 :

Item No.2: Appointment of Mr. S. J. Marshall as a Director liable to retire by rotation - AS AN ORDINARY RESOLUTION:

A.

Votes in Favour			Votes against			Invalid Votes
Nos. of Members who voted	Nos. of votes cast	% of total nos. of votes cast	Nos. of Members who voted	Nos. of votes cast	% of total nos. of votes cast	Nos. of votes cast
25	228755	99.99	2	14	0.01	-

B.

Whether Promoter / Promoter Group are interested in the agenda/resolution?			Yes					
			Mr. S. J Marshall, Mr. N. S. Marshall, Mrs. Maki Marshall, Mrs. Kayan Pandole, Mr. Jamshed Pandole, Mrs. Kamal Panju, Jiji Marshall Trading Private Limited, Diamtools Private Limited being interested in the resolution abstained from voting.					
Category	Mode of Voting	No of Shares held (1)	No. of votes polled (2)	% of Votes polled on outstanding shares (3) = [(2)/(1)] *100	No. of Votes in favour (4)	No. of Votes against (5)	% of votes in favour on votes polled (6) = [(4)/(2)] *100	% of votes against on votes polled (7) = [(5)/(2)] *100
Promoter	E-voting	6556490	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public Institutions	E-voting	112555	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public Non-Institutions	E-voting	4530955	228769	5.05	228755	14	99.99	0.01
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
TOTAL		11200000	228769	2.04	228755	14	99.99	0.01

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: 5 :

Item No.3: Approval of Reappointment of Mr. S. J. Marshall as Chairman & Executive Director (Whole Time Director) of the Company: AS A SPECIAL RESOLUTION

A.

Votes in Favour			Votes against			Invalid Votes
Nos. of Members who voted	Nos. of votes cast	% of total nos. of votes cast	Nos. of Members who voted	Nos. of votes cast	% of total nos. of votes cast	Nos. of votes cast
25	228755	99.99	2	14	0.01	-

B.

Whether Promoter / Promoter Group are interested in the agenda/resolution?			Yes					
			Mr. S. J Marshall, Mr. N. S. Marshall, Mrs. Maki Marshall, Mrs. Kayan Pandole, Mr. Jamshed Pandole, Mrs. Kamal Panju, Jiji Marshall Trading Private Limited, Diamtools Private Limited being interested in the resolution abstained from voting.					
Category	Mode of Voting	No. of Shares held (1)	No. of votes polled (2)	% of Votes polled on outstanding shares (3) = [(2)/(1)] *100	No. of Votes in favour (4)	No. of Votes against (5)	% of votes in favour on votes polled (6) = [(4)/(2)] *100	% of votes against on votes polled (7) = [(5)/(2)] *100
Promoter	E-voting	6556490	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public Institutions	E-voting	112555	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public Non-Institutions	E-voting	4530955	228769	5.05	228755	14	99.99	0.01
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
TOTAL		11200000	228769	2.04	228755	14	99.99	0.01

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: 6 :

Item No. 4: Approval of Re-appointment of Mr. N.S. Marshall as Managing Director of the Company - AS A SPECIAL RESOLUTION;

A.

Votes in Favour			Votes against			Invalid Votes
Nos. of Members who voted	Nos. of votes cast	% of total nos. of votes cast	Nos. of Members who voted	Nos. of votes cast	% of total nos. of votes cast	Nos. of votes cast
26	232913	99.99	2	14	0.01	-

B.

Whether Promoter / Promoter Group are interested in the agenda/resolution?			Yes					
			Mr. S. J Marshall, Mr. N. S. Marshall, Mrs. Maki Marshall, Mrs. Kayan Pandole, Mrs. Kamal Panju, Jiji Marshall Trading Private Limited, Diamtools Private Limited being interested in the resolution abstained from voting.					
Category	Mode of Voting	No. of Shares held (1)	No. of votes polled (2)	% of Votes polled on outstanding shares (3) = [(2)/(1)] *100	No. of Votes in favour (4)	No. of Votes against (5)	% of votes in favour on votes polled (6) = [(4)/(2)] *100	% of votes against on votes polled (7) = [(5)/(2)] *100
Promoter	E-voting	6556490	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public Institutions	E-voting	112555	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public Non-Institutions	E-voting	4530955	232927	5.14	232913	14	99.99	0.01
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
TOTAL		11200000	232927	2.08	232913	14	99.99	0.01

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:7:

Item No. 5: Approval of Re-appointment of Mr. I.M. Panju as Whole Time Director of the Company - AS A SPECIAL RESOLUTION:

A.

Votes in Favour			Votes against			Invalid Votes
Nos. of Members who voted	Nos. of votes cast	% of total nos. of votes cast	Nos. of Members who voted	Nos. of votes cast	% of total nos. of votes cast	Nos. of votes cast
25	228755	99.99	2	14	0.01	-

B.

Whether Promoter / Promoter Group are interested in the agenda/resolution?			Yes					
			Mrs. Kamal Panju, being interested in the resolution abstained from voting.					
Category	Mode of Voting	No. of Shares held (1)	No. of votes polled (2)	% of Votes polled on outstanding shares (3) = [(2)/(1)] *100	No. of Votes in favour (4)	No. of Votes against (5)	% of votes in favour on votes polled (6) = [(4)/(2)] *100	% of votes against on votes polled (7) = [(5)/(2)] *100
Promoter	E-voting	6556490	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public Institutions	E-voting	112555	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public Non-Institutions	E-voting	4530955	228769	5.05	228755	14	99.99	0.01
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
TOTAL		11200000	228769	5.05	228755	14	99.99	0.01

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: 8 :

Item No. 6: Approval of Re-appointment of Ms. Amrita Chowdhury (DIN: 02178520) as an Independent Director - AS A SPECIAL RESOLUTION

A.

Votes in Favour			Votes against			Invalid Votes
Nos. of Members who voted	Nos. of votes cast	% of total nos. of votes cast	Nos. of Members who voted	Nos. of votes cast	% of total nos. of votes cast	Nos. of votes cast
36	4506288	99.99	2	14	0.01	-

B.

Whether Promoter / Promoter Group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of Shares held (1)	No. of votes polled (2)	% of Votes polled on outstanding shares (3) = [(2)/(1)] *100	No. of Votes in favour (4)	No. of Votes against (5)	% of votes in favour on votes polled (6) = [(4)/(2)] *100	% of votes against on votes polled (7) = [(5)/(2)] *100
Promoter	E-voting	6556490	4233375	64.57	4233375	-	100	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public Institutions	E-voting	112555	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public Non-Institutions	E-voting	4530955	272927	6.02	272913	14	99.99	0.01
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
TOTAL		11200000	4506302	40.23	4506288	14	99.99	0.01

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: 9 :

Item No. 7: Approval of Appointment of Mr. Ameet Parikh (DIN: 00007036) as an Independent Director - AS AN ORDINARY RESOLUTION;

A.

Votes in Favour			Votes against			Invalid Votes
Nos. of Members who voted	Nos. of votes cast	% of total nos. of votes cast	Nos. of Members who voted	Nos. of votes cast	% of total nos. of votes cast	Nos. of votes cast
36	4506288	99.99	2	14	0.01	-

B.

Whether Promoter / Promoter Group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of Shares held (1)	No. of votes polled (2)	% of Votes polled on outstanding shares (3) = [(2)/(1)] *100	No. of Votes in favour (4)	No. of Votes against (5)	% of votes in favour on votes polled (6) = [(4)/(2)] *100	% of votes against on votes polled (7) = [(5)/(2)] *100
Promoter	E-voting	6556490	4233375	64.57	4233375	-	100	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public Institutions	E-voting	112555	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public Non-Institutions	E-voting	4530955	272927	6.02	272913	14	99.99	0.01
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
TOTAL		11200000	4506302	40.23	4506288	14	99.99	0.01

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: 10 :

Item No. 8: Payment of Remuneration to M/s. Joshi Apte & Associates, Cost Accountants (Firm Registration No. 000240), the Cost Auditors of the Company for the Financial Year 2020-21- AS AN ORDINARY RESOLUTION:

A.

Votes in Favour			Votes against			Invalid Votes
Nos. of Members who voted	Nos. of votes cast	% of total nos. of votes cast	Nos. of Members who voted	Nos. of votes cast	% of total nos. of votes cast	Nos. of votes cast
35	4505788	99.99	3	514	0.01	-

B.

Whether Promoter / Promoter Group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No of Shares held (1)	No. of votes polled (2)	% of Votes polled on outstanding shares (3) = [(2)/(1)] *100	No. of Votes in favour (4)	No. of Votes against (5)	% of votes in favour on votes polled (6) = [(4)/(2)] *100	% of votes against on votes polled (7) = [(5)/(2)] *100
Promoter	E-voting	6556490	4233375	64.57	4233375	-	100	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public Institutions	E-voting	112555	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public Non-Institutions	E-voting	4530955	272927	6.02	272413	514	99.81	0.19
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
TOTAL		11200000	4506302	40.23	4505788	514	99.99	0.01

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: 11:

All the resolutions voted through remote e-voting and e-voting at the AGM were passed with **REQUISITE MAJORITY**. The e-voting reports containing a list of Members who voted "FOR" and "AGAINST" each resolution and all other relevant records will be sealed and handed over to the Company for safe keeping.

For GMJ & ASSOCIATES
Company Secretaries



[CS MAHESH SONI]
PARTNER
FCS: 3706; COP: 2324
UDIN: F003706B000842016

PLACE: MUMBAI
DATE: OCTOBER 1, 2020.

