



**Date: January 25, 2024**

The National Stock Exchange of India Ltd Exchange Plaza, C-1 Block G, Bandra-Kurla Complex, Bandra (E), Mumbai-400051 Maharashtra. Symbol: SFL	BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai - 400 001 Maharashtra. Security Code: 540203
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Dear Sir/Madam,

**Sub: Submission of Voting Results for Postal Ballot and Scrutinizer Report pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015.**

This is in continuation to our letter dated December 26, 2023, regarding submission of Postal Ballot Notice seeking approval of Shareholders of the company in the following manner:

Item No.	Particulars	Type of Resolution
1.	Appointment of Mr. Rahul Gautam (DIN: 00192999) as a Whole-Time Director (Executive Chairman)	Special Resolution
2.	Appointment of Mr. Tushaar Gautam (DIN: 01646487) as a Managing Director	Ordinary Resolution
3.	Shifting of registered office of the company from State of Delhi to State of Maharashtra	Special Resolution

The above resolution were placed through Postal Ballot and were passed with requisite Majority and deemed to be passed on the last day of e- voting period i.e. January 25, 2024.

In this regard, please find enclosed herewith details of voting results of the Postal Ballot conducted through electronic means in the prescribed format pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 along with Scrutinizer's Report dated January 25, 2024.

The voting results and the Scrutinizer's Report are being uploaded on the Company's website at <https://sheelafoam.com/>.

Request you to kindly take the same on record.

Thanking you,

Yours truly,

**For Sheela Foam Limited.**

**Md. Iquebal Ahmad**  
**Company Secretary & Compliance Officer**

**SHEELA FOAM LTD.**

#14, Sleepwell Tower , Sector 135, Noida- 201301

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CIN-L74899DL1971PLC005679



AVA  
ASSOCIATES

**SCRUTINIZER'S REPORT ON E-VOTING (POSTAL VOTE)**

(Pursuant to Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014

To  
The Chairman  
**Sheela Foam Limited**  
CIN: L74899DL1971PLC005679  
604 Ashadeep, 9 Hailey Road,  
New Delhi 110001

Dear Sir,

I, Amitabh of M/s. AVA Associates, Company Secretaries, have been appointed as Scrutinizer by the Board of Directors of Sheela Foam Limited, for the purpose of scrutinising the postal ballots which was conducted through electronic means in respect of the resolutions contained in the Notice dated 26<sup>th</sup> December, 2023 to be passed as per the provisions of Section 110 read with Section 108 and other applicable provisions of the Companies Act, 2013, read together with the Companies (Management and Administration) Rules, 2014, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), Secretarial Standard - 2 on General Meetings issued by the Institute of Company Secretaries of India and circulars issue by the Ministry of Corporate Affairs, Government of India ("MCA") vide its General Circulars No.14/2020 dated April 08, 2020, No. 17/2020 dated April 13, 2020, No. 20/2020 dated May 5, 2020, No. 22/2020 dated June 15, 2020, No. 33/2020 dated September 28, 2020 No. 39/2020 dated December 31, 2020 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021 3/2022 dated May 5, 2022 and 10/2022 dated December 28, 2022 ("MCA Circulars"),

The Company had extended the facility of e-voting to the members of the company through Link Intime India Private Limited (LI IPL). The cut-off date for reckoning the voting rights and sending the Notice, was December 22, 2023 ("Cut-off date"). The e-voting period commenced on Wednesday the 27<sup>th</sup> of December 2023 at 10.00 A.M. (IST) and ended on Thursday, the 25<sup>th</sup> of January, 2024 at 5.00 P.M. (IST). The report on e-voting was generated and is being presented in the format prescribed by the SEBI.

Date of Dispatch of Notice of Postal Ballot/Electronic Voting	Postal Ballot (Notice Dated 26.12.2023)
Total number of shareholders on the record date	40499
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing* Promoters and Promoter Group: Public:	Not Applicable

The results of the e-voting are as under:

**Item No. 1- Special Resolution**

Appointment of Mr. Rahul Gautam (DIN: 00192999) as a Whole-Time Director (Executive Chairman)

Type of the resolution required: (Ordinary / Special)				Special				
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
Promoter and Promoter Group	E-Voting	71174174	71174174	100.0000	71174174	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		71174174	100.0000	71174174	0	100.0000	0.0000
Public-Institutions	E-Voting	33839605	32516671	96.0906	32494609	22062	99.9322	0.0678
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.3000
	Total		32516671	96.0906	32494609	22062	96.0906	0.0678
Public- Non Institutions	E-Voting	3683562	1094	0.0297	1046	48	95.6124	4.3876
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		1094	0.0297	1046	48	95.6124	4.3876
Total		108697341	103691939	95.3951	103669829	22110	99.9787	0.0213



Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public - Non Institutions	0

**Result: Approved by the requisite majority**

**No. of votes abstained: 0**

**Item No. 2- Ordinary Resolution**

Appointment of Mr. Tushaar Gautam (DIN: 01646487) as a Managing Director of the company

Type of the resolution required: (Ordinary / Special)				Ordinary				
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
Promoter and Promoter Group	E-Voting	71174174	71174174	100.0000	71174174	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>71174174</b>	<b>100.0000</b>	<b>71174174</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public- Institutions	E-Voting	33839605	32516671	96.0906	27077408	5439263	83.2724	16.7276
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>32516671</b>	<b>96.0906</b>	<b>27077408</b>	<b>5439263</b>	<b>83.2724</b>	<b>16.7276</b>
Public- Non Institutions	E-Voting	3683562	1094	0.0297	1046	48	95.6124	4.3876
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>1094</b>	<b>0.0297</b>	<b>1046</b>	<b>48</b>	<b>95.6124</b>	<b>4.3876</b>
<b>Total</b>		<b>108697341</b>	<b>103691939</b>	<b>95.3951</b>	<b>98252628</b>	<b>5439311</b>	<b>94.7544</b>	<b>5.2456</b>

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public - Non-Institutions	0

**Result: Approved by the requisite majority**

**No. of votes abstained: 0**





**Item No. 3- Special Resolution**

Shifting of the Registered Office of the company from "the state of Delhi" to "the state of Maharashtra"

Type of the 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
Promoter and Promoter Group	E-Voting	71174174	71174174	100.0000	71174174	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>71174174</b>	<b>100.0000</b>	<b>71174174</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public- Institutions	E-Voting	33839605	32516671	96.0906	32516671	0	100.0000	100.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>32516671</b>	<b>96.0906</b>	<b>32516671</b>	<b>0</b>	<b>100.0000</b>	<b>100.0000</b>
Public- Non Institutions	E-Voting	3683562	1105	0.03	1060	45	95.9276	4.0724
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>1105</b>	<b>0.0300</b>	<b>1060</b>	<b>45</b>	<b>95.9276</b>	<b>4.0724</b>
<b>Total</b>		<b>108697341</b>	<b>103691950</b>	<b>95.3951</b>	<b>103691905</b>	<b>45</b>	<b>100.0000</b>	<b>0.0000</b>

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public - Non Institutions	0

**Result: Approved by the requisite majority****No. of votes abstained: 0**

Thanking You  
For AVA Associates  
Company Secretaries

Amitabh  
C.P No- 5500  
(Partner)



Date: 25<sup>th</sup> January, 2024  
Place: New Delhi  
UDIN: A014190E003307436