

May 19, 2024

To,

<b>BSE Limited,</b> <b>Dept. of Corporate Services,</b> Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001 <b>Company Code: 505075</b>	<b>National Stock Exchange of India Ltd,</b> <b>Listing Department</b> Exchange Plaza, Bandra Kurla Complex, Bandra (East), Mumbai – 400051 <b>Scrip Symbol: SETCO</b>
--	--

Dear Sir,

**Sub: Disclosure of voting results at the Extra-Ordinary General Meeting (EGM) of Setco Automotive Limited**

This is to inform you that the Extra-ordinary General Meeting (“EGM”) of the Company was scheduled on Saturday, 18th May, 2024 at 2:30 p.m. at the registered office of the Company at Vadodara Godhra Highway, Kalol, Panchmahal, Gujarat 389330 and concluded at 2:55 p.m.

In these regards and business(es) mentioned in the Notice dated 18th April, 2024, convening the EGM were transacted thereat.

In this regard, please find enclosed the following:

Voting results of the EGM pursuant to Regulation 44 of the Listing Regulations	Appendix – 1
Consolidated Report of the Scrutinizer dated 19th May, 2024, on remote e – voting and physical voting by Ballot paper at the EGM	Appendix – 2

The above results will also be available on the website of the Company ([www.setcoauto.com](http://www.setcoauto.com)) and on the website of Central Depository Services India Limited (<https://www.evotingindia.com>).

This is for your information and records.

Thanking you,

Yours faithfully,

**For Setco Automotive Limited**

**Hiren Vala**  
**Company Secretary**

## Appendix – 1

### Setco Automotive Limited - Voting Results for Extra-Ordinary General Meeting

<b>Date of the EGM</b>	<b>18<sup>th</sup> May 2024 at 02:30 p.m.</b>
<b>Total number of shareholders on record date</b>	<b>32983 (Thirty-Two Thousand Nine Hundred and Eighty-Three)</b>
<b>No. of shareholders present in the meeting either in person or through proxy:</b>	
Promoters and Promoter Group:	5
Public:	30
<b>No. of Shareholders attended the meeting through Video Conferencing</b>	
Promoters and Promoter Group:	Not Applicable
Public	Not Applicable

Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approval for creation of security under Section 180(1)(a) of the Companies Act, 2013.				
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	79257488	76412820	96.4109	76412820	0	100.0000	0.0000
	Poll		2844668	3.5891	2844668	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>79257488</b>	<b>79257488</b>	<b>100.0000</b>	<b>79257488</b>	<b>0</b>	<b>100.0000</b>
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>
Public- Non Institutions	E-Voting	54509787	93310	0.1712	93185	125	99.8660	0.1340
	Poll		164855	0.3024	164855	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>54509787</b>	<b>258165</b>	<b>0.4736</b>	<b>258040</b>	<b>125</b>	<b>99.9516</b>
<b>Total</b>		<b>133767275</b>	<b>79515653</b>	<b>59.4433</b>	<b>79515528</b>	<b>125</b>	<b>99.9998</b>	<b>0.0002</b>
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							Add Notes	

Resolution (2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To Approval for extending loans, providing guarantees or giving securities for loans taken by any person or body corporate under Section 186 of the Companies Act, 2013				
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	79257488	76412820	96.4109	76412820	0	100.0000	0.0000
	Poll		2844668	3.5891	2844668	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>79257488</b>	<b>79257488</b>	<b>100.0000</b>	<b>79257488</b>	<b>0</b>	<b>100.0000</b>
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>
Public- Non Institutions	E-Voting	54509787	93310	0.1712	93185	125	99.8660	0.1340
	Poll		164855	0.3024	164855	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>54509787</b>	<b>258165</b>	<b>0.4736</b>	<b>258040</b>	<b>125</b>	<b>99.9516</b>
<b>Total</b>		<b>133767275</b>	<b>79515653</b>	<b>59.4433</b>	<b>79515528</b>	<b>125</b>	<b>99.9998</b>	<b>0.0002</b>
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							<a href="#">Add Notes</a>	

Resolution (3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To Approval for extending loans, providing guarantees or giving securities under Section 185 of the Companies Act, 2013				
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	79257488	76412820	96.4109	76412820	0	100.0000	0.0000
	Poll		2844668	3.5891	2844668	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>79257488</b>	<b>79257488</b>	<b>100.0000</b>	<b>79257488</b>	<b>0</b>	<b>100.0000</b>
Public-Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>
Public- Non Institutions	E-Voting	54509787	93310	0.1712	93185	125	99.8660	0.1340
	Poll		164855	0.3024	164855	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>54509787</b>	<b>258165</b>	<b>0.4736</b>	<b>258040</b>	<b>125</b>	<b>99.9516</b>
<b>Total</b>		<b>133767275</b>	<b>79515653</b>	<b>59.4433</b>	<b>79515528</b>	<b>125</b>	<b>99.9998</b>	<b>0.0002</b>
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							<input type="button" value="Add Notes"/>	

Resolution (4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To Approval in respect of related party transactions to be entered into inter se between the group companies				
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	79257488	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		79257488	0	0.0000	0	0	0.0000
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	<b>Total</b>		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	54509787	93310	0.1712	93185	125	99.8660	0.1340
	Poll		164855	0.3024	164855	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		54509787	258165	0.4736	258040	125	99.9516
<b>Total</b>		133767275	258165	0.1930	258040	125	99.9516	0.0484
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							<input type="button" value="Add Notes"/>	

Resolution (5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approval of issuance of share warrants by SASPL and consequent dilution				
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	79257488	76412820	96.4109	76412820	0	100.0000	0.0000
	Poll		2844668	3.5891	2844668	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>79257488</b>	<b>79257488</b>	<b>100.0000</b>	<b>79257488</b>	<b>0</b>	<b>100.0000</b>
Public-Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>
Public- Non Institutions	E-Voting	54509787	93310	0.1712	92970	340	99.6356	0.3644
	Poll		164855	0.3024	164855	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>54509787</b>	<b>258165</b>	<b>0.4736</b>	<b>257825</b>	<b>340</b>	<b>99.8683</b>
<b>Total</b>		<b>133767275</b>	<b>79515653</b>	<b>59.4433</b>	<b>79515313</b>	<b>340</b>	<b>99.9996</b>	<b>0.0004</b>
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							<input type="button" value="Add Notes"/>	



**FORM No. MGT-13**  
**Consolidated Report of Scrutinizer**

[Pursuant to Section 108 and 109 of the Companies Act, 2013 and Rule 20(4) (xii) and 21 (2) of the Companies (Management and Administration) Rules, 2014 as amended]

**To,**  
**The Chairman**  
**SETCO AUTOMOTIVE LIMITED**  
**Baroda-Godhra Highway, Kalol (Panchmahals),**  
**Gujarat Pin Code - 389 330**

**Extra Ordinary General Meeting of the Shareholders of Setco Automotive Limited held on Saturday, May 18, 2024 at 02.30 P.M., at the Registered Office of the Company at Baroda-Godhra Highway, Kalol (Panchmahals), Pin Code - 389 330, Gujarat, India.**

Dear Sir,

I, Shravan A. Gupta, Practicing Company Secretary, Proprietor of M/s. Shravan A. Gupta & Associates, was appointed as scrutinizer by the Board of Directors of **SETCO AUTOMOTIVE LIMITED** (“the company”) for the purpose of scrutinizing the e-voting process and ascertaining the requisite majority on e-voting carried out as per the provision of Section 108 of the companies Act, 2013 read with Rule 20 of companies (Management and Administration) Rules, 2014 and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 on the resolution contained in the notice dated April 18, 2024 convening the Extra Ordinary General Meeting of the members of the company, held on **Saturday, May 18, 2024 at 02.30 P.M., at the Registered Office of the Company at Baroda-Godhra Highway, Kalol (Panchmahals), Pin Code - 389 330, Gujarat, India**

1. I, Shravan A. Gupta, practicing Company Secretaries, A - 102, Suryakiran Society, Near HDFC Bank, Opp. Jain Temple, Borivali West, Mumbai – 400092. I am well versed with the process of e-voting, as Associate for the process of scrutiny of e-voting.
2. The Management of the Company is responsible for the compliance of Sections 108 and 109 of the Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015. My responsibility is only to the extent of making Scrutinizer’s Report for ascertaining the votes cast in favour or against for respective resolutions.
3. The Company had availed the remote e- voting facility prior to and during the EGM and platform provided by Central Depository Service Limited (CDSL), CDSL e-Voting System, the agency authorized under the rules and engaged by the Company to provide e- voting facilities for voting through electronic means.
4. The Shareholders holding equity shares as on the “cut- off date” i.e. Friday, May 10, 2024 were entitled to vote on the resolutions proposed in the Notice calling the Extra Ordinary General Meeting of the Company.
5. As on cut-off date i.e. Friday, May 10, 2024, there were 32,983 Shareholder



6. As Prescribed in the Rules remote e-voting kept open for three days from Wednesday, May 15, 2024 at 9:00 am and ends on Friday, May 17, 2024 at 5:00 pm.
7. 35 Shareholders attended the EGM at venue and were counted for the purpose of reckoning the quorum under Section 103 of the Act.
8. At the end of Remote e-voting period on May 17, 2024 (05.00 P.M). , the electronic system recording the e-voting (e-votes) locked by CDSL e-Voting System and the votes cast under remote e-voting facility prior to EGM were unblocked and counted.
9. After the conclusion of the EGM on May 18, 2024 at 02.55. P.M. the details containing Members who voted “in favour” or “against” on each of the resolutions that was put to vote was generated from e-voting website of CDSL.
10. I am submitting herewith a consolidated report on the remote e- voting together with that of e-voting prior to and during the EGM in Annexure 1.
11. The electronic data and all other relevant records relating to the remote e- voting and e-Voting on the day of the EGM is under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the EGM.
12. The total votes cast in favour or against the special resolutions proposed in the notice of the Extra-Ordinary General Meeting are as under.

**Thanking you,**

**For Shravan A. Gupta & Associates**



**Shravan A. Gupta**  
**Proprietor**  
**ACS: 27484, CP:9990**  
**Place Mumbai**  
**Dated : 18/05/2024**  
**UDIN :- A027484F000396710**

**Encl. as below**



### Annexure 1

Consolidated Report of the Remote E- Voting together with that of vote through e-voting system during the EGM

**(a) Item No.1: Special Resolution – Approval for creation of security under Section 180(1)(a) of the Companies Act, 2013.**

**(i) Voted in favour of the resolution:**

Method of Voting	Numbers of member voted	Number of valid votes cast by them	% of total number of valid cast vote
Remote E-Voting	52	7,65,06,005	92.89
Poll	32	58,54,191	7.11
Total	84	8,23,60,196	100

**(ii) Voted against the resolution:**

Method of Voting	Numbers of member voted	Number of valid votes cast by them	% of total number of valid cast vote
Remote E-Voting	2	125	0.00
Poll	0.00	0.00	0.00
Total	2	125	0.00

**(iii) Invalid votes:**

Numbers of members whose votes were declared invalid	Number of invalid votes cast by them
0.0000	0.0000

Based on the aforesaid results, special resolution at Item No. 1 of the Notice dated April 18, 2024 has been passed by the members with requisite majority.

**(b) Item No.2: Special Resolution – To Approval for extending loans, providing guarantees or giving securities for loans taken by any person or body corporate under Section 186 of the Companies Act, 2013**

**(i) Voted in favour of the resolution:**

Method of Voting	Numbers of member voted	Number of valid votes cast by them	% of total number of valid cast vote
Remote E-Voting	52	7,65,06,005	92.89
Poll	32	58,54,191	7.11
Total	84	8,23,60,196	100

**(ii) Voted against the resolution:**

Method of Voting	Numbers of member voted	Number of valid votes cast by them	% of total number of valid cast vote
Remote E-Voting	2	125	0.00
Poll	0.00	0.00	0.00
Total	2	125	0.00

**(iii) Invalid votes:**

Numbers of members whose votes were declared invalid	Number of invalid votes cast by them
0.0000	0.0000

Based on the aforesaid results, special resolution at Item No. 2 of the Notice dated April 18, 2024 has been passed by the members with requisite majority.

(c) **Item No.3 : Special Resolution – To Approval for extending loans, providing guarantees or giving securities under Section 185 of the Companies Act, 2013**

(i) **Voted in favour of the resolution:**

Method of Voting	Numbers of member voted	Number of valid votes cast by them	% of total number of valid cast vote
Remote E-Voting	52	7,65,06,005	92.89
Poll	32	58,54,191	7.11
Total	84	8,23,60,196	100

(ii) **Voted against the resolution:**

Method of Voting	Numbers of member voted	Number of valid votes cast by them	% of total number of valid cast vote
Remote E-Voting	2	125	0.00
Poll	0.00	0.00	0.00
Total	2	125	0.00

(iii) **Invalid votes:**

Numbers of members whose votes were declared invalid	Number of invalid votes cast by them
0.0000	0.0000

Based on the aforesaid results, special resolution at Item No. 3 of the Notice dated April 18, 2024 has been passed by the members with requisite majority.

(d) **Item No.4: Special Resolution – To Approval in respect of related party transactions to be entered into inter se between the group companies**

(i) **Voted in favour of the resolution:**

Method of Voting	Numbers of member voted	Number of valid votes cast by them	% of total number of valid cast vote
Remote E-Voting	41	93,185	3
Poll	28	30,09,523	97
Total	69	31,02,708	100

(ii) **Voted against the resolution:**

Method of Voting	Numbers of member voted	Number of valid votes cast by them	% of total number of valid cast vote
Remote E-Voting	2	125	0.00
Poll	0.00	0.00	0.00
Total	2	125	0.00

(iii) **Invalid votes:**

Numbers of members whose votes were declared invalid	Number of invalid votes cast by them
0.0000	0.0000

Based on the aforesaid results, special resolution at Item No. 4 of the Notice dated April 18, 2024 has been passed by the members with requisite majority.

(e) **Item No.5: Special Resolution** – Approval of issuance of share warrants by SASPL and consequent dilution

(i) **Voted in favour of the resolution:**

Method of Voting	Numbers of member voted	Number of valid votes cast by them	% of total number of valid cast vote
Remote E-Voting	51	7,65,05,790	92.89
Poll	32	58,54,191	7.11
Total	84	8,23,59,981	100

(ii) **Voted against the resolution:**

Method of Voting	Numbers of member voted	Number of valid votes cast by them	% of total number of valid cast vote
Remote E-Voting	3	340	0.00
Poll	0.00	0.00	0.00
Total	3	340	0.00

(iii) **Invalid votes:**

Numbers of members whose votes were declared invalid	Number of invalid votes cast by them
0.0000	0.0000

Based on the aforesaid results, special resolution at Item No. 5 of the Notice dated April 18, 2024 has been passed by the members with requisite majority.

**Thanking you,  
For Shravan A. Gupta & Associates**



**Shravan A. Gupta  
Proprietor  
ACS: 27484, CP: 9990  
Place Mumbai  
Dated: 18.05.2024  
UDIN: A027484F000396710**