

# MUNJAL SHOWA LIMITED

Registered Office & Works : 9-11, Maruti Industrial Area, Sector - 18, Gurugram - 122 015 (Haryana) INDIA  
E-mail : msladmin@munjalshowa.net Website : www.munjalshowa.net  
Corporate Identity Number : L34101HR1985PLC020934, PAN : AAACM0070D  
Phone : 0124-4783000

August 13, 2022

The D.G.M. (Listing)  
Corporate Relation Department  
BSE Ltd.  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai-400 001  
Security Code: 520043

The Asst. Vice President  
Listing Department  
National Stock Exchange of India Limited  
Exchange Plaza, Plot No. C/1, G Block,  
Bandra-Kurla Complex  
Bandra (E), Mumbai – 400 051  
Security Code: MUNJALSHOW

## Sub: Voting Results and Consolidated Scrutinizer's Report

Dear Sir,

We Wish to inform you that the 37<sup>th</sup> Annual General Meeting (AGM) of the Company was held on Friday, the 12<sup>th</sup> day of August, 2022 at 11:00 A.M. for which the Company had provided the remote e-voting facility to its shareholders. The shareholders also e-voted during the meeting.

In this regard, please find enclosed herewith the following:

1. Voting Results of the Annual General Meeting in compliance with Regulation 44(3) of SEBI Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. Consolidated Scrutinizer's Report on remote e-voting and e-voting during the Annual General Meeting in compliance with Rule 20 of Companies (Management and Administration) Rules, 2014.

This is for your information and further dissemination.

Thanking you,

For MUNJAL SHOWA LIMITED

  
(Neha Bansal)  
Company Secretary & Compliance Officer

Encl: as above

**RESOLUTION WISE DETAILS OF VOTING RESULTS**

Details of e-voting at AGM and remote e-voting results as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the following resolutions:

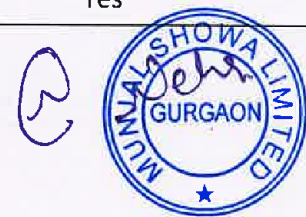
<b>Day &amp; Date of AGM</b>	Friday, August 12, 2022
<b>Total No. of shareholders on record date i.e. August 05, 2022</b>	23978
<b>No. of Shareholders present in the meeting either in person or through proxy:</b> - Promoters and Promoter Group: - Public:	N.A.
<b>No. of Shareholders attended the meeting through Video Conferencing</b> - Promoters and Promoter Group: - Public:	02 64



**Resolution No. 1: Ordinary Resolution:** To receive, consider and adopt the Audited Financial Statements of the Company including Balance Sheet as at March 31, 2022, the Statement of Profit and Loss, Statement of change in equity and Cash Flow Statement and notes thereon for the Financial Year ended March 31, 2022 together with the reports of the Board of Directors and Auditors thereon:

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	26004090	26000000	99.9843	26000000	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		26004090	26000000	99.9843	26000000	0	100.0000
Public-Institutions	E-Voting	566595	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>		566595	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	13424315	155245	1.1564	152727	2518	98.3780	1.6220
	Poll		580	0.0043	580	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		13424315	155825	1.1608	153307	2518	98.3841
<b>Total</b>	<b>Total</b>	39995000	26155825	65.3977	26153307	2518	99.9904	0.0096
<b>Whether resolution is Pass or Not.</b>							Yes	

Based on the above, the Ordinary Resolution has been passed with requisite majority.



**Resolution No. 2: Ordinary Resolution** To consider, approve and declare final dividend on equity shares for the financial year 2021-22.

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	26004090	26000000	99.9843	26000000	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		26000000	99.9843	26000000	0	100.0000	0.0000
Public-Institutions	E-Voting	566595	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>		0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	13424315	155245	1.1564	152727	2518	98.3780	1.6220
	Poll		580	0.0043	580	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		155825	1.1608	153307	2518	98.3841	1.6159
<b>Total</b>	<b>Total</b>	39995000	26155825	65.3977	26153307	2518	99.9904	0.0096
<b>Whether resolution is Pass or Not.</b>							Yes	

Based on the above, the Ordinary Resolution has been passed with requisite majority.





**Resolution No. 3: Ordinary Resolution** To appoint a Director in place of Mrs. Charu Munjal (DIN: 03094545), who retires by rotation and, being eligible, offers herself for re-appointment.

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	26004090	26000000	99.9843	26000000	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	26004090	26000000	99.9843	26000000	0	100.0000	0.0000
Public- Institutions	E-Voting	566595	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>	566595	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	13424315	155020	1.1548	148877	6143	96.0373	3.9627
	Poll		580	0.0043	580	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	13424315	155600	1.1591	149457	6143	96.0521	3.9479
<b>Total</b>	<b>Total</b>	39995000	26155600	65.3972	26149457	6143	99.9765	0.0235
<b>Whether resolution is Pass or Not.</b>							<b>Yes</b>	

Based on the above, the Ordinary Resolution has been passed with requisite majority.



**Resolution No. 4: Ordinary Resolution To appoint a Director in place of Mr. Yogesh Chander Munjal (DIN: 00003491), who retires by rotation and, being eligible, offers himself for re-appointment.**

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	26004090	26000000	99.9843	26000000	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>26004090</b>	<b>26000000</b>	<b>99.9843</b>	<b>26000000</b>	<b>0</b>	<b>100.0000</b>
Public-Institutions	E-Voting	566595	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>		<b>566595</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>
Public- Non Institutions	E-Voting	13424315	155020	1.1548	148877	6143	96.0373	3.9627
	Poll		580	0.0043	580	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>13424315</b>	<b>155600</b>	<b>1.1591</b>	<b>149457</b>	<b>6143</b>	<b>96.0521</b>
<b>Total</b>	<b>Total</b>	<b>39995000</b>	<b>26155600</b>	<b>65.3972</b>	<b>26149457</b>	<b>6143</b>	<b>99.9765</b>	<b>0.0235</b>
<b>Whether resolution is Pass or Not.</b>							<b>Yes</b>	

Based on the above, the Ordinary Resolution has been passed with requisite majority.



**Resolution No. 5: Ordinary Resolution: To re-appoint M/s. Deloitte Haskins & Sells LLP, Chartered Accountants as statutory auditors of the Company and to fix their remuneration**

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	26004090	26000000	99.9843	26000000	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>26004090</b>	<b>26000000</b>	<b>99.9843</b>	<b>26000000</b>	<b>0</b>	<b>100.0000</b>
Public-Institutions	E-Voting	566595	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>		<b>566595</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>
Public- Non Institutions	E-Voting	13424315	155020	1.1548	152502	2518	98.3757	1.6243
	Poll		580	0.0043	580	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>13424315</b>	<b>155600</b>	<b>1.1591</b>	<b>153082</b>	<b>2518</b>	<b>98.3817</b>
<b>Total</b>	<b>Total</b>	<b>39995000</b>	<b>26155600</b>	<b>65.3972</b>	<b>26153082</b>	<b>2518</b>	<b>99.9904</b>	<b>0.0096</b>
<b>Whether resolution is Pass or Not.</b>							<b>Yes</b>	

Based on the above, the Ordinary Resolution has been passed with requisite majority.





**Resolution No. 6: Special Resolution: Change of category of Mr. Ashok Kumar Munjal (DIN: 00003843) as a Non-Executive Director to Non- Executive Independent Director of the Company**

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	26004090	26000000	99.9843	26000000	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		26004090	26000000	99.9843	26000000	0	100.0000
Public- Institutions	E-Voting	566595	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>		566595	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	13424315	155020	1.1548	148877	6143	96.0373	3.9627
	Poll		580	0.0043	580	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		13424315	155600	1.1591	149457	6143	96.0521
<b>Total</b>	<b>Total</b>	39995000	26155600	65.3972	26149457	6143	99.9765	0.0235
<b>Whether resolution is Pass or Not.</b>							Yes	

Based on the above, the Special Resolution has been passed with requisite majority.



**Resolution No. 7: Special Resolution: Appointment of Mrs. Kavita Venugopal (DIN: 07551521) as a Non- Executive Independent Women Director of the Company**

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	26004090	26000000	99.9843	26000000	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	<b>26004090</b>	<b>26000000</b>	<b>99.9843</b>	<b>26000000</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public-Institutions	E-Voting	566595	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>	<b>566595</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public- Non Institutions	E-Voting	13424315	155020	1.1548	152502	2518	98.3757	1.6243
	Poll		580	0.0043	580	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	<b>13424315</b>	<b>155600</b>	<b>1.1591</b>	<b>153082</b>	<b>2518</b>	<b>98.3817</b>	<b>1.6183</b>
<b>Total</b>	<b>Total</b>	<b>39995000</b>	<b>26155600</b>	<b>65.3972</b>	<b>26153082</b>	<b>2518</b>	<b>99.9904</b>	<b>0.0096</b>
<b>Whether resolution is Pass or Not.</b>							Yes	

Based on the above, the Special Resolution has been passed with requisite majority.





**Resolution No. 8: Ordinary Resolution: Change in designation and remuneration payable to Mr. Avi Munjal, (AVP) Business Development Department**

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	26004090	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>	26004090	0	0.0000	0	0	0.0000	0.0000
Public-Institutions	E-Voting	566595	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>	566595	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	13424315	10115047	75.3487	10108904	6143	99.9393	0.0607
	Poll		580	0.0043	580	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	13424315	10115627	75.3530	10109484	6143	99.9393	0.0607
<b>Total</b>	<b>Total</b>	39995000	10115627	25.2922	10109484	6143	99.9393	0.0607
<b>Whether resolution is Pass or Not.</b>							Yes	

Based on the above, the Ordinary Resolution has been passed with requisite majority.





**CONSOLIDATED SCRUTINIZER'S REPORT ON VOTING THROUGH E-VOTING  
SYSTEM AND THROUGH REMOTE E-VOTING**

(Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as substituted by the Companies (Management and Administration) Rules, 2015, as amended from time to time and as per Ministry of Corporate Affairs ("MCA") General Circular No. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, General Circular No. 02/2021 dated January 13, 2021, General Circular No. 19/2021 dated December 8, 2021, General Circular No. 21/2021 dated December 14, 2021 and General Circular No. 2/2022 dated May 5, 2022 issued by MCA) and SEBI Circulars dated May 12, 2020 January 15, 2021 and May 13, 2022.

**The Chairman of 37<sup>th</sup> Annual General Meeting of the Equity Shareholders of Munjal Showa Limited (the Company) held on 12<sup>th</sup> August, 2022 at Deemed Venue at 9-11, Maruti Industrial Area, Sector-18, Gurugram-122015 at 11:00 A.M. (IST) through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM") concluded at 11.42 A.M.**

Dear Sir,

1. I Satyender Kumar of Satyender Kumar & Associates, Practicing Company Secretaries, Gurugram was appointed by the Board of Directors of Munjal Showa Limited ('the Company') vide Board resolution dated 30<sup>th</sup> May, 2022, as the Scrutinizer for the purpose of scrutinizing the process of voting through electronic means ("remote e-voting") held prior to 37<sup>th</sup> Annual General Meeting (AGM) and process of e-voting at the AGM ("e-voting") and ascertain the requisite majority on remote e-voting and e-voting carried out as per the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as substituted by the Companies (Management and Administration) Rules, 2015 as amended from time to time (Rules), in respect of the resolutions contained in the Notice of 37<sup>th</sup> Annual General Meeting issued by the Company to its member in terms of aforesaid Circulars, through Video Conferencing (VC)/Other Audio Visual Means (OAVM) held on **12<sup>th</sup> August, 2022 at 11.00 A.M.**
2. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013, Rules and the Circulars relating to conducting of AGM through VC/OAVM and voting by electronic means on the resolutions contained in the notice to the 37<sup>th</sup> Annual General Meeting (AGM) of the members of the Company. My responsibility as a scrutinizer for the remote e-voting and for e-voting is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions contained in the Notice to the 37<sup>th</sup> Annual General Meeting (AGM), based on the reports generated from remote e-voting/e-voting process during the AGM, provided by Central



Depository Services (India) Limited (CDSL), the authorized agency to provide remote e-voting/e-voting facilities.

3. Pursuant to Circulars referred above and as per Rule 20 (4)(v) of the Companies (Management and Administration) Rules, 2014 as substituted by the Companies (Management and Administration) Rules, 2015, as amended from time to time, an "Advertisement" was published on 19<sup>th</sup> July, 2022 in 'The Mint' (English) and The Hindustan (Hindi), specifying the mode of (VC/OAVM), date and time of the AGM, availability of the Notice on the Company's website and website of stock exchanges, manner of registration of email-ids by the members (both physical and demat) who are yet to register their email-ids with the Company, manner of voting through remote e-voting or through e-voting system at the AGM etc.

The Company hosted the notice of AGM on its website, for remote e-voting during the AGM and also intimated the same to the BSE Limited and National Stock Exchange Limited on 18<sup>th</sup> July, 2022. As informed by the Company the Notice of the AGM was also hosted at website of CDSL.

The Company has informed that on the basis of Register of Members and the list of Beneficial Owners made available by MCS Share Transfer Agent Limited the Registrar and Share Transfer Agent (RTA) and the depository viz. CDSL the Company completed the dispatch of notice on 18<sup>th</sup> July, 2022 by E-mail to 21,811 members who had already registered their email ids with the Company/Depositories.

- 4.1 The members of the Company as on the "cut off" date i.e. 5<sup>th</sup> August, 2022 were entitled to vote on the resolutions (Items No. 1 to 8 as set out in the Notice of the 37<sup>th</sup> Annual General Meeting of the Company).
- 4.2 The remote e-voting period remained open from Tuesday, 9<sup>th</sup> August, 2022 (9.00 a.m.) to Thursday, 11<sup>th</sup> August, 2022 (5.00 p.m.)
- 4.3 The remote e-voting process was blocked at 5.00 p.m. on Thursday, 11<sup>th</sup> August, 2022.
- 4.4 After the conclusion of Annual General Meeting the votes cast through remote e-voting process and e-voting at the AGM held through VC/OAVM were unblocked on 12<sup>th</sup> August, 2022 around 12.22 p.m. in the presence of two



witnesses, Mr. Anant Bisht and Mr. Dinesh Thakur who are not in the employment of the Company and who witness to the unblocking of votes.

- 4.5 Thereafter, the detail containing *inter-alia*, list of equity Shareholders who voted "for", "against" the each resolutions that were put to vote, was generated from e-voting website of Central Depository Services (India) Limited(<https://www.evotingindia.co.in>).

I hereby state that I have recorded details of all the votes by the shareholders through remote e-voting and e-voting at the AGM and have also checked and verified the same. I have also carried out full count of the votes. I hereby submit the consolidated report on the results of the votes cast by the shareholders through remote e-voting and e-voting at the AGM as under:

**Item No. 1**

Ordinary Resolution to receive, consider and adopt the Audited Financial Statements of the Company including Balance Sheet as at March 31, 2022, the Statement of Profit and Loss and Cash Flow Statement and notes thereon for the Financial Year ended March 31, 2022 together with the reports of Board of Directors and Auditors thereon.

Particulars	Number of			Number of votes cast in			Percentage
	Remote E-Voting	E-Voting at AGM	Total	Remote E-Voting	E-Voting at AGM	Total	
Assent	113	9	122	28152727	580	26153307	99.99
Dissent	10	0	10	2518	0	2518	0.01
Total	123	9	132	26155245	580	26155825	100.00

Accordingly, out of total 26155825, Remote e-votes and e-votes; 26153307 Votes were cast **ASSENTING** to the Ordinary Resolution constituting 99.99% and 2518 Votes were cast **DISSENTING** to the Ordinary Resolution constituting 0.01% of the votes polled on the **Ordinary Resolution**.

Thus, the **Ordinary Resolution** as contained in Item No. 1 of Notice of the Annual General Meeting passed with requisite majority.

**Item No. 2**

Ordinary Resolution to declare final dividend on equity shares for the financial year 2021-22

Particulars	Number of			Number of votes cast in			Percentage
	Remote E-Voting	E-Voting at AGM	Total	Remote E-Voting	E-Voting at AGM	Total	
Assent	113	9	122	26152727	580	26153307	99.99
Dissent	10	0	10	2518	0	2518	0.01
Total	123	9	132	26155245	580	26155825	100.00

Accordingly, out of total 26155825, Remote e-votes and e-votes; 26153307 Votes were cast **ASSENTING** to the Ordinary Resolution constituting 99.99% and 2518 Votes were cast **DISSENTING** to the Ordinary Resolution constituting 0.01% of the votes polled on the **Ordinary Resolution**.



Thus, the **Ordinary Resolution** as contained in Item No. 2 of Notice of the Annual General Meeting passed with requisite majority.

**Item No. 3**

Ordinary Resolution for the appointment of a Director in place of Mrs. Charu Munjal (DIN: 03094545), who retires by rotation and, being eligible, offers herself for re-appointment.

Particulars	Number of			Number of votes cast in			Percentage
	Remote E-Voting	E-Voting at AGM	Total	Remote E-Voting	E-Voting at AGM	Total	
<b>Assent</b>	110	9	119	26148877	580	26149457	99.98
<b>Dissent</b>	12	0	12	6143	0	6143	0.02
<b>Total</b>	122	9	131	26155020	580	26155600	100.00

Accordingly, out of total 26155600, Remote e-votes and e-votes; 26149457 Votes were cast **ASSENTING** to the Ordinary Resolution constituting 99.98% and 6143 Votes were cast **DISSENTING** to the Ordinary Resolution constituting 0.02% of the votes polled on the Ordinary Resolution.

Thus, the **Ordinary Resolution** as contained in Item No. 3 of Notice of the Annual General Meeting passed with requisite majority.

**Item No. 4**

Ordinary Resolution for the appointment of a Director in place of Mr. Yogesh Chander Munjal (DIN: 00003491), who retires by rotation and, being eligible, offers himself for re-appointment.

Particulars	Number of			Number of votes cast in			Percentage
	Remote E-Voting	E-Voting at AGM	Total	Remote E-Voting	E-Voting at AGM	Total	
<b>Assent</b>	110	9	119	26148877	580	26149457	99.98
<b>Dissent</b>	12	0	12	6143	0	6143	0.02
<b>Total</b>	122	9	131	26155020	580	26155600	100.00

Accordingly, out of total 26155600, Remote e-votes and e-votes; 26149457 Votes were cast **ASSENTING** to the Ordinary Resolution constituting 99.98% and 6143 Votes were cast **DISSENTING** to the Ordinary Resolution constituting 0.02% of the votes polled on the Ordinary Resolution.

Thus, the **Ordinary Resolution** as contained in Item No. 4 of Notice of the Annual General Meeting passed with requisite majority.

**Item No. 5**

Ordinary Resolution for the re-appointment of M/s. Deloitte Haskins & Sells LLP, Chartered Accountants as statutory auditors of the Company and to fix their remuneration.

Particulars	Number of			Number of votes cast in			Percentage
	Remote E-Voting	E-Voting at AGM	Total	Remote E-Voting	E-Voting at AGM	Total	
<b>Assent</b>	112	9	121	26152502	580	26153082	99.99
<b>Dissent</b>	10	0	10	2518	0	2518	0.01
<b>Total</b>	122	9	131	26155020	580	26155600	100.00

Accordingly, out of total 26155600, Remote e-votes and e-votes; 26153082 Votes were cast **ASSENTING** to the Ordinary Resolution constituting 99.99% and 2518 Votes were cast **DISSENTING** to the Ordinary Resolution constituting 0.01% of the votes polled on the Ordinary Resolution.





Thus, the **Ordinary Resolution** as contained in Item No. 5 of Notice of the Annual General Meeting passed with requisite majority.

**Item No. 6**

Special Resolution for the change of category of Mr. Ashok Kumar Munjal (DIN: 00003843) as a Non-Executive Director to Non- Executive Independent Director of the Company.

Particulars	Number of			Number of votes cast in			Percentage
	Remote E-Voting	E-Voting at AGM	Total	Remote E-Voting	E-Voting at AGM	Total	
<b>Assent</b>	110	9	119	26148877	580	26149457	99.98
<b>Dissent</b>	12	0	12	6143	0	6143	0.02
<b>Total</b>	122	9	131	26155020	580	26155600	100.00

Accordingly, out of total 26155600, Remote e-votes and e-votes; 26149457 Votes were cast **ASSENTING** to the Special Resolution constituting 99.98% and 6143 Votes were cast **DISSENTING** to the Special Resolution constituting 0.02% of the votes polled on the **Special Resolution**.

Thus, the **Special Resolution** as contained in Item No. 6 of Notice of the Annual General Meeting passed with requisite majority.

**Item No. 7**

Special Resolution for the appointment of Mrs. Kavita Venugopal (DIN: 07551521) as a Non- Executive Independent Women Director of the Company

Particulars	Number of			Number of votes cast in			Percentage
	Remote E-Voting	E-Voting at AGM	Total	Remote E-Voting	E-Voting at AGM	Total	
<b>Assent</b>	112	9	121	26152502	580	26153082	99.99
<b>Dissent</b>	10	0	10	2518	0	2518	0.01
<b>Total</b>	122	9	131	26155020	580	26155600	100.00

Accordingly, out of total 26155600, Remote e-votes and e-votes; 26153082 Votes were cast **ASSENTING** to the Special Resolution constituting 99.99% and 2518 Votes were cast **DISSENTING** to the Special Resolution constituting 0.01% of the votes polled on the **Special Resolution**.

Thus, the **Special Resolution** as contained in Item No. 7 of Notice of the Annual General Meeting passed with requisite majority.

**Item No. 8**

Ordinary Resolution for the change in designation and remuneration payable to Mr. Avi Munjal, (AVP) Business Development Department.

Particulars	Number of			Number of votes cast in			Percentage
	Remote E-Voting	E-Voting at AGM	Total	Remote E-Voting	E-Voting at AGM	Total	
<b>Assent</b>	109	9	118	10108904	580	10109484	99.94
<b>Dissent</b>	12	0	12	6143	0	6143	0.06
<b>Total</b>	121	9	130	10115047	580	10115627	100.00



Accordingly, out of total 10115627, Remote e-votes and e-votes; 10109484 Votes were cast **ASSENTING** to the Ordinary Resolution constituting 99.94% and 6143 Votes were cast **DISSENTING** to the Ordinary Resolution constituting 0.06% of the votes polled on the Ordinary Resolution.

Thus, the **Ordinary Resolution** as contained in Item No. 8 of Notice of the Annual General Meeting passed with requisite majority.

A list of Equity Shareholders who voted "For" and "Against" the resolution (both through remote e-voting and e-voting at the AGM) has been provided to the Company Secretary of the Company.

The electronic data and all other relevant records relating to remote e-voting and e-voting shall remain in my safe custody until the Chairman considers, approves and signs the minutes of the 37<sup>th</sup> Annual General Meeting and same shall be handed over thereafter to the Chairman/Company Secretary for safe keeping.

Thanking you,  
Yours Sincerely,

**For SATYENDER KUMAR & ASSOCIATES**

**Countersigned by**

*Satyender Kumar*  
**SATYENDER KUMAR**  
Proprietor  
FCS NO. 4087  
C.P.NO. 5189  
UDIN-F004087D000787320  
Peer Reviewed Unit



*Deha Bawella*  
**For MUNJAL SHOWA LTD.**  
COMPANY SECRETARY

**Place: Gurugram**  
**Date: August 12, 2022**