

Date: September 29, 2022

To,

BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai- 400001

Scrip Code: 500370

SUB : SCRUTINIZER'S REPORT, VOTING RESULTS AND DISCLOSURE UNDER REGULATION 30 OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 IN RESPECT OF 53rd ANNUAL GENERAL MEETING OF THE COMPANY

REF : REGULATION 44(3) & REGULATION 30 OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

Dear Sir/Madam,

Pursuant to Regulation 44(3) of SEBI (LODR) Regulations, 2015 in respect of 53rd Annual General Meeting of the Company held on Wednesday, 28th September, 2022 at 11:00 AM through VC / OAVM at the Registered Office of the company at D-13/4, Okhla Industrial Area, Phase – II, New Delhi – 110 020, please find enclosed herewith the followings:

Annexure No. 1 : Scrutinizer's Report pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014

Annexure No. 2 : Consolidated voting results

Further on the basis of Scrutinizer's Report & pursuant to Regulation 30 of SEBI (LODR) Regulations, 2015, Members of the Company in 53rd Annual General Meeting held on Wednesday, 28th September, 2022 at 11:00 A.M. through VC / OAVM at the Registered Office of the company at D-13/4, Okhla Industrial Area, Phase – II, New Delhi – 110 020, have approved appointment of M/s. R. Gopal & Associates (FRN 000846C) as Statutory Auditors for their second term of five (5) consecutive years and re-appointment of Shri Gopal Sitaram Jiwarajka, as Managing Director (DIN - 00024325) for a period of three (3) years as set out in the Notice of the AGM and put for shareholder's approval.

This is for your information and records.

Thanking you,

Yours faithfully

For **SALORA INTERNATIONAL LIMITED**

(GOPAL SITARAM JIWARAJKA)
CHAIRMAN & MANAGING DIRECTOR
DIN : 00024325



SVR & Co.
Company Secretaries

FORM No. MGT-13
Report of Scrutinizer(s)

*[Pursuant to section 109 of the Companies Act, 2013 and rule 21(2) of the Companies
(Management and Administration) Rules, 2014]*

To,
The Chairman
SALORA INTERNATIONAL LIMITED
(CIN: L74899DL1968PLC004962)
D-13/4 OKHLA INDUSTRIAL AREA,
PHASE-II, NEW DELHI, 110020

Dear Sir,

Sub: Scrutinizer's Report on voting through electronic means (remote e-voting) and voting at the AGM through VC or OAVM process conducted pursuant to the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 108 of the Companies Act, 2013 ('the Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014 read with Companies (Management and Administration) Amendment Rules, 2015.

The Board of Directors of **SALORA INTERNATIONAL LIMITED** ('the Company') have vide resolution passed on **12th August 2022**, decided to provide to the members of the Company, a facility to exercise their voting rights on the resolution for:

ORDINARY BUSINESS:

- To receive, consider and adopt the Financial Statements of the Company for the Financial year ended 31st March, 2022 including audited balance sheet as at 31st March, 2022 and statement of profit and loss of the Company for the year ended 31st March, 2022 along with reports of Board of Directors and Auditors thereon.
- To appoint a Director in place of Shri Tarun Jiwarajka (DIN 00386240), who retires by rotation and being eligible, offers himself for re-appointment.
- To Re-appoint Statutory Auditors of the Company for a Consecutive term of five years

SPECIAL BUSINESS:

- To Re-appoint Shri Gopal Sitaram Jiwarajka (DIN 00024325), as Managing Director
- To ratify the remuneration of Cost Auditors.

I, **CS Shivam Rastogi**, having Membership No. F10704 and CP No. 14600 and Managing Partner of **M/s SVR & Co., Company Secretaries** had been appointed as scrutinizers by the Board of Directors of the Company vide resolution passed on **12th August 2022** as required under Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, for the purpose of scrutinizing the remote e-voting before the AGM, using an electronic voting system ("remote e-voting") and the process of e-voting at the AGM through electronic voting system ("e-voting") and Poll process in a fair and transparent manner and ascertaining the requisite majority for passing of resolution as aforesaid.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means and vote by Poll on the resolutions mentioned above.

My responsibility as a Scrutinizer is restricted to ensure that the e-voting process and vote by Poll process is conducted in a fair and transparent manner and make the Scrutinizers report of the votes cast "in favor" or "against" the resolutions stated above, based on Polling paper received by the Company & reports generated from the e-voting system provided by the National Securities Depository Limited (NSDL), the authorized agency to provide e-voting facilities, engaged by the Company.

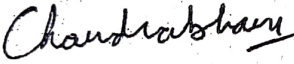
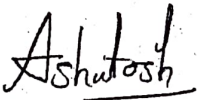
The notice dated **12th August 2022**, convening the Annual General Meeting of the Company to be held on **28th September 2022** along with the statement setting out the material facts under section 102 of the Act, were sent to members of the Company on **05th September, 2022**.

The members of the Company holding shares on the cutoff date **Wednesday, 21st September, 2022** were entitled to vote on the resolutions proposed and as set out in the AGM Notice.

In this regard, I submit my report as under:-

1. The remote e-voting period commenced on **Sunday, 25th September 2022** at **09:00 A.M.** and ended on **Tuesday, 27th September 2022** at **05:00 P.M.** on the designated website via NSDL voting platform.
2. At the end of the e-voting period, I have unblocked the electronic votes in the presence of two witnesses not in the employment of the Company.

3. The details containing list of the shareholders who voted for or against each of the resolutions that were put to vote were downloaded from the e-voting website of the NSDL (<https://www.evoting.nsdl.com>)
4. The result of the voting is attached herewith.
5. The Register, all other papers and relevant records relating to voting shall remain in our custody until the Chairman considers, approves and signs the minutes of aforesaid AGM and the same are handed over to the Company for the safe custody.
6. The votes were unblocked on 28th September, 2022, in the presence of two witnesses, Mr. Chandrabhanu Rituraj, Address: H No. 8, Chaura Village, Sector-22, Noida, 201301 and Mr. Ashutosh Srivastava, Address: S-63C, School Block, Shakarpur, Delhi-110092 who are not in the employment of the Company: They have signed below in Confirmation of the votes being unblocked in their presence:

 Witness 1	 Witness 2
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7. The result of the remote e-voting and voting through the physical ballot forms is as under:

a) RESOLUTION 1

TO RECEIVE, CONSIDER AND ADOPT THE FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2022 INCLUDING AUDITED BALANCE SHEET AS AT 31ST MARCH, 2022 AND STATEMENT OF PROFIT AND LOSS OF THE COMPANY FOR THE YEAR ENDED 31ST MARCH, 2022 ALONG WITH REPORTS OF BOARD OF DIRECTORS AND AUDITORS THEREON;

RESOLUTION REQUIRED: ORDINARY RESOLUTION

WHETHER PROMOTER/PROMOTER GROUP ARE INTERESTED IN THE AGENDA/RESOLUTION: NO

(I) Voted in favor of Resolution:

Numbers of Members cast their Vote (E-Voting/ Postal Ballot)		Number of votes cast by them	% of total number of valid votes cast
E-Voting	107	62,74,525	99.99%
Poll	0	-	-
Total	107	62,74,525	99.99%

(II) Votes against the Resolution:

Numbers of Members cast their Vote (E-Voting/ Postal Ballot)		Number of votes cast by them	% of total number of valid votes cast
E-Voting	22	528	0.01%
Poll	0	0	-
Total	22	528	0.01%

(III) Invalid Votes:

Number of Members (E-Voting/ Postal Ballot) whose votes were declared Invalid	Total numbers of votes cast by them
NA	NA

RESULT: PASSED WITH REQUISITE MAJORITY

b) RESOLUTION 2

TO APPOINT A DIRECTOR IN PLACE OF SHRI TARUN JIWARAJKA (DIN 00386240), WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT.

RESOLUTION REQUIRED: ORDINARY RESOLUTION

WHETHER PROMOTER/PROMOTER GROUP ARE INTERESTED IN THE AGENDA/RESOLUTION: YES

(I) Voted in favor of Resolution:

Numbers of Members cast their Vote (E-Voting/ Postal Ballot)		Number of votes cast by them	% of total number of valid votes cast
E-Voting	108	62,74,848	99.99%
Poll	0	-	-
Total	108	62,74,848	99.99%

(II) Votes against the Resolution:

Numbers of Members cast their Vote (E-Voting/ Postal Ballot)		Number of votes cast by them	% of total number of valid votes cast
E-Voting	21	205	0.01%
Poll	0	0	-
Total	21	205	0.01%

(III) Invalid Votes:

Number of Members (E-Voting/ Postal Ballot) whose votes were declared Invalid	Total numbers of votes cast by them
NA	NA

RESULT: PASSED WITH REQUISITE MAJORITY

c) RESOLUTION 3

TO RE-APPOINT STATUTORY AUDITORS OF THE COMPANY FOR A CONSECUTIVE TERM OF FIVE YEARS

RESOLUTION REQUIRED: ORDINARY RESOLUTION

WHETHER PROMOTER/PROMOTER GROUP ARE INTERESTED IN THE AGENDA/RESOLUTION: NO

(I) Voted in favor of Resolution:

Numbers of Members cast their Vote (E-Voting/ Postal Ballot)		Number of votes cast by them	% of total number of valid votes cast
E-Voting	108	62,74,848	99.99%
Poll	-	-	-
Total	108	62,74,848	99.99%

(II) Votes against the Resolution:

Numbers of Members cast their Vote (E-Voting/ Postal Ballot)		Number of votes cast by them	% of total number of valid votes cast
E-Voting	21	205	0.01%
Poll	0	0	0
Total	21	205	0.01%

(III) Invalid Votes:

Number of Members (E-Voting/ Postal Ballot) whose votes were declared Invalid	Total numbers of votes cast by them
NA	NA

RESULT: PASSED WITH REQUISITE MAJORITY

d) RESOLUTION 4

**TO RE-APPOINT SHRI GOPAL SITARAM JIWARAJKA (DIN 00024325), AS
MANAGING DIRECTOR**

RESOLUTION REQUIRED: SPECIAL RESOLUTION

WHETHER PROMOTER/PROMOTER GROUP ARE INTERESTED IN THE AGENDA/RESOLUTION: YES

(I) Voted in favor of Resolution:

Numbers of Members cast their Vote (E-Voting/ Postal Ballot)		Number of votes cast by them	% of total number of valid votes cast
E-Voting	108	62,74,848	99.99%
Poll	-	-	-
Total	108	62,74,848	99.99%

(II) Votes against the Resolution:

Numbers of Members cast their Vote (E-Voting/ Postal Ballot)		Number of votes cast by them	% of total number of valid votes cast
E-Voting	21	205	0.01%
Poll	0	0	0
Total	21	205	0.01%

(III) Invalid Votes:

Number of Members (E-Voting/ Postal Ballot) whose votes were declared Invalid	Total numbers of votes cast by them
NA	NA

RESULT: PASSED WITH REQUISITE MAJORITY

e) RESOLUTION 5

TO RATIFY THE REMUNERATION OF COST AUDITORS.

RESOLUTION REQUIRED: ORDINARY RESOLUTION

WHETHER PROMOTER/PROMOTER GROUP ARE INTERESTED IN THE
AGENDA/RESOLUTION: NO

(I) Voted in favor of Resolution:

Numbers of Members cast their Vote (E-Voting/ Postal Ballot)		Number of votes cast by them	% of total number of valid votes cast
E-Voting	108	62,74,848	99.99%
Poll	-	-	-
Total	108	62,74,848	99.99%

(II) Votes against the Resolution:

Numbers of Members cast their Vote (E-Voting/ Postal Ballot)		Number of votes cast by them	% of total number of valid votes cast
E-Voting	21	205	0.01%
Poll	0	0	0
Total	21	205	0.01%

(III) Invalid Votes:

Number of Members (E-Voting/ Postal Ballot) whose votes were declared Invalid	Total numbers of votes cast by them
NA	NA

RESULT: PASSED WITH REQUISITE MAJORITY

8. The register, all other papers and relevant records related to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the minutes and the same are handed over to the Company Secretary for safe keeping.

Thanking You,

M/s SVR & Co.
Company Secretaries



Shivam Rastogi*
Managing Partner

Mem. No. F10704

COP. No. 14600

PR No. 1470/2021

UDIN: F010704D001075671

Place: Noida
Date: 29/09/2022



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Resolution (1)

Resolution required: (Ordinary / Special)

Ordinary ✓

Whether promoter/promoter group are interested in the agenda/resolution?

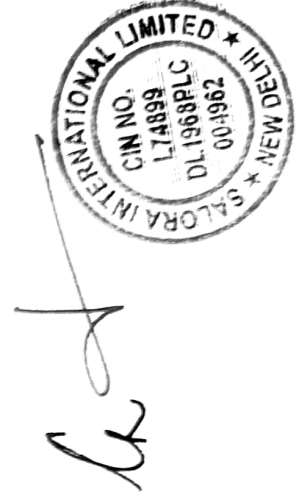
No ✓

To receive, consider and adopt the Financial Statements of the Company for the financial year ended 31st March, 2022, including audited Balance Sheet as at 31st March, 2022 and statement

Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	(1)	(2)	100.0000	5893666	0	100.0000	0.0000
	Poll	5893666						
	Postal Ballot (if applicable)							
	Total	5893666	5893666	100.0000	5893666	0	100.0000	0.0000
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting				381387	528	99.8616	0.1384
	Poll	381387						
	Postal Ballot (if applicable)							
	Total	381387	381387	100.0000	380859	528	99.8616	0.1384
Total		6275053	6275053	100.0000	6274525	528	99.9916	0.0084
Disclosure of notes on resolution								
Add Notes								

* this fields are optional

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



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Resolution (2)									
Resolution required: (Ordinary / Special)									
Whether promoter/promoter group are interested in the agenda/resolution?									
Description of resolution considered									
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		5893666	100.0000	5893666	0	100.0000	0.0000	
	Poll	5893666							
	Postal Ballot (if applicable)								
	Total	5893666	5893666	100.0000	5893666	0	100.0000	0.0000	
Public- Institutions	E-Voting								
	Poll								
	Postal Ballot (if applicable)								
	Total								
Public- Non Institutions	E-Voting		381387	100.0000	381182	205	99.9462	0.0538	
	Poll	381387							
	Postal Ballot (if applicable)								
	Total	381387	381387	100.0000	381182	205	99.9462	0.0538	
	Total	6275053	6275053	100.0000	6274848	205	99.9967	0.0033	
Whether resolution is Pass or Not.									
Yes									
Disclosure of notes on resolution									
Add Notes									

* this fields are optional

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



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Resolution (3)										
Resolution required: (Ordinary / Special)										
To re-appoint Statutory Auditors of the Company for a consecutive term of five years										
Whether promoter/promoter group are interested in the agenda/resolution?										
Description of resolution considered										
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		5893666	100.0000	5893666	0	100.0000	0.0000		
	Poll	5893666								
	Postal Ballot (if applicable)									
Public- Institutions	Total	5893666	5893666	100.0000	5893666	0	100.0000	0.0000		
	E-Voting									
	Poll									
Public- Non Institutions	Postal Ballot (if applicable)									
	Total									
	E-Voting		381387	100.0000	381182	205	99.9462	0.0538		
Public- Non Institutions	Poll	381387								
	Postal Ballot (if applicable)									
	Total	381387	381387	100.0000	381182	205	99.9462	0.0538		
Total		6275053	6275053	100.0000	6274848	205	99.9967	0.0033		
Whether resolution is Pass or Not.										
Disclosure of notes on resolution										
Add Notes										



* this fields are optional

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

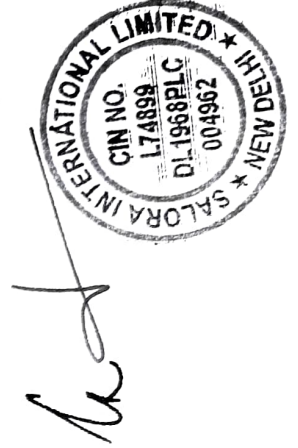
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Resolution (4)									
Resolution required: (Ordinary / Special)									
Whether promoter/promoter group are interested in the agenda/resolution?									
								Special	
								Yes	
Description of resolution considered									
Category	Mode of 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		5893666	100.0000	5893666	0	100.0000	0.0000	
	Poll	5893666							
	Postal Ballot (if applicable)								
	Total	5893666	5893666	100.0000	5893666	0	100.0000	0.0000	
Public- Institutions	E-Voting								
	Poll								
	Postal Ballot (if applicable)								
	Total								
Public- Non Institutions	E-Voting		381387	100.0000	381182	205	99.9462	0.0538	
	Poll	381387							
	Postal Ballot (if applicable)								
	Total	381387	381387	100.0000	381182	205	99.9462	0.0538	
	Total	6275053	6275053	100.0000	6274848	205	99.9967	0.0033	
Whether resolution is Pass or Not.									
Disclosure of notes on resolution									
Agd Notes									

* this fields are optional

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



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Validate

Resolution (5)

Resolution required: (Ordinary / Special)		To ratify the remuneration of Cost Auditor								
Whether promoter/promoter group are interested in the agenda/resolution?		Ordinary No								
Category	Mode of voting	Description of resolution considered					No. of votes in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	(4)	(5)				
Promoter and Promoter Group	E-Voting	(1)	(2)	(3)=[(2)/(1)]*100	5893666	5893666	0	100.0000	0.0000	
	Poll	5893666								
	Postal Ballot (if applicable)									
	Total	5893666	5893666	100.0000	5893666	0	100.0000	0.0000		
Public- Institutions	E-Voting									
	Poll									
	Postal Ballot (if applicable)									
	Total									
Public- Non Institutions	E-Voting				381387	381182	205	99.9462	0.0538	
	Poll	381387								
	Postal Ballot (if applicable)									
	Total	381387	381387	100.0000	381182	205	99.9462	0.0538		
	Total	6275053	6275053	100.0000	6274848	205	99.9967	0.0033		
Disclosure of notes on resolution										
Whether resolution is Pass or Not. Yes										
Add Notes										

* This fields are optional

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

