



# SURYALATA SPINNING MILLS LIMITED

CIN-L18100TG1983PLC003962 - GST No : 36AADCS0823M1ZA

(An ISO 9001 : 2015 Certified Company)



Date: September 30, 2022

To  
Department of Corporate Services  
BSE Limited  
PhirozeJeejeebhoy Towers  
Dalal Street, Fort  
Mumbai -400 001

Dear Sir,

**Sub: Submission of Voting Results and Scrutinizer Report pertaining to the 39<sup>th</sup> Annual General Meeting.**

**Ref : Scrip Code & Name : '514138' & 'SURYALA'**

We are pleased to furnish the below details/ results of the voting (e-voting and voting during AGM held on September 29, 2022) in the prescribed format pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as Annexure -1.

Further, we are pleased to inform that all the resolutions from 1 to 11 as set out in the Notice of 39<sup>th</sup> Annual General Meeting were duly passed by the members of the Company with requisite majority. Please find the enclosed Consolidated Scrutinizer's Report dated 29<sup>th</sup> September, 2022 issued by Smt. Rashida Adenwala, Practicing Company Secretary partner of M/s. R & A Associates, along with voting results, appointed for this purpose as Scrutinizer as Annexure-II.

The copy of the Voting results along with Scrutinizer's Report is uploaded on the Company's website <http://www.suryalata.com>.

Kindly take the above information on your records.

Yours faithfully,

For SURYALATA SPINNING MILLS LIMITED

VITHALDAS  
AGARWAL

Digitally signed by VITHALDAS AGARWAL  
DN: cn=VITHALDAS AGARWAL,  
o=SURYALATA SPINNING MILLS LIMITED,  
ou=VITHALDAS AGARWAL, email=VITHALDAS.AGARWAL@SURYALATA.COM,  
c=IN

VITHALDAS AGARWAL

Managing Director

DIN: 00012774

Encl: as above

Voting Results	
Date of AGM	29th December 2022
Total Number of shareholders on record date	3588
No. of Shareholders attended the meeting through Video Conferencing	33
i.Promoter and Promoter Group:	3
ii. Public:	30

Resolution No. 1	To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31,							
Resolution required:				Ordinary				
Whether promoter/ promoter group are interested in				No				
Promoter / Public	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
				(3)=			(6)=	(7)=
				[(2)/(1)]*100			[(4)/(2)]*100	[(5)/(2)]*100
(1)	(2)	(3)=	(4)	(5)	(6)=	(7)=		
Promoter and Promoter Group	E-voting	3002310	2811268	93.63683297	2811268	0	100	0
	Poll		0	0	0	0	0	0
	Total		2811268	0	2811268	0	100	0
Public – Institutional holders	E-voting	996	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Others	E-voting	1263694	3341	0.26	3268	73	97.82	2.18
	Poll		1	0.00	1	0	100	0
	Total		3342	0.264462758	3269	73	97.82	2.18
<b>Total</b>		<b>4267000</b>	<b>2814610</b>	<b>65.96226857</b>	<b>2814537</b>	<b>73</b>	<b>100.00</b>	<b>0.00</b>

Resolution No. 2	To declare dividend on Cumulative Redeemable preference Shares of the Company for the financial year ended March							
Resolution required:				Ordinary				
Whether promoter/ promoter group are interested in				Yes				
Promoter / Public	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
				(3)=			(6)=	(7)=
				[(2)/(1)]*100			[(4)/(2)]*100	[(5)/(2)]*100
(1)	(2)	(3)=	(4)	(5)	(6)=	(7)=		
Promoter and Promoter Group	E-voting	3002310	2811268	93.63683297	2811268	0	100	0
	Poll		0	0	0	0	0	0
	Total		2811268	0	2811268	0	100	0
Public – Institutional holders	E-voting	996	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Others	E-voting	1263694	3341	0.26	3268	73	97.82	2.18
	Poll		1	0.00	1	0	100	0
	Total		3342	0.264462758	3269	73	97.82	2.18

<b>Total</b>	<b>4267000</b>	<b>2814610</b>	<b>65.96226857</b>	<b>2814537</b>	<b>73</b>	<b>100.00</b>	<b>0.00</b>
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<b>Resolution No. 3</b>		<b>To declare dividend @ 30% (Rs. 3/- per equity share of 10/- each) to Non-Promoter Equity Shareholders of the Company for the financial year ended March 31, 2022</b>						
<b>Resolution required:</b>				<b>Ordinary</b>				
<b>Whether promoter/ promoter group are interested in</b>				<b>No</b>				
<b>Promoter / Public</b>	<b>Mode of voting</b>	<b>No. of shares held</b>	<b>No. of votes polled</b>	<b>% of Votes Polled on outstanding shares</b>	<b>No. of Votes - in favour</b>	<b>No. of Votes - against</b>	<b>% of Votes in favour on votes polled</b>	<b>% of Votes against on votes polled</b>
				<b>(3)=</b>			<b>(6)=</b>	<b>(7)=</b>
				<b>[(2)/(1)]*100</b>			<b>[(4)/(2)]*100</b>	<b>[(5)/(2)]*100</b>
Promoter and Promoter Group	E-voting	3002310	2811268	93.63683297	2811268	0	100	0
	Poll		0	0	0	0	0	0
	Total		2811268	0	2811268	0	100	0
Public – Institutional holders	E-voting	996	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Others	E-voting	1263694	3341	0.26	3268	73	97.82	2.18
	Poll		1	0.00	1	0	0	0
	Total		3342	0.264462758	3269	73	97.82	2.18
<b>Total</b>		<b>4267000</b>	<b>2814610</b>	<b>65.96226857</b>	<b>2814537</b>	<b>73</b>	<b>100.00</b>	<b>0.00</b>

<b>Resolution No. 4</b>		<b>To appoint a Director in place of Sri Vithaldas Agarwal, (DIN: 00012774) Managing Director of the Company who retires by rotation and being eligible, offers himself for re-appointment</b>						
<b>Resolution required:</b>				<b>Ordinary</b>				
<b>Whether promoter/ promoter group are interested in</b>				<b>No</b>				
<b>Promoter / Public</b>	<b>Mode of voting</b>	<b>No. of shares held</b>	<b>No. of votes polled</b>	<b>% of Votes Polled on outstanding shares</b>	<b>No. of Votes - in favour</b>	<b>No. of Votes - against</b>	<b>% of Votes in favour on votes polled</b>	<b>% of Votes against on votes polled</b>
				<b>(3)=</b>			<b>(6)=</b>	<b>(7)=</b>
				<b>[(2)/(1)]*100</b>			<b>[(4)/(2)]*100</b>	<b>[(5)/(2)]*100</b>
Promoter and Promoter Group	E-voting	3002310	2811268	93.63683297	2811268	0	100	0
	Poll		0	0	0	0	0	0
	Total		2811268	0	2811268	0	100	0
Public – Institutional holders	E-voting	996	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Others	E-voting	1263694	3341	0.26	3168	173	94.82	5.18
	Poll		1	0.00	1	0	0	0
	Total		3342	0.264462758	3169	173	94.82	5.18
<b>Total</b>		<b>4267000</b>	<b>2814610</b>	<b>65.96226857</b>	<b>2814437</b>	<b>173</b>	<b>99.99</b>	<b>0.01</b>

<b>Resolution No. 5</b>		<b>To appoint M/s. K. S. Rao &amp; Co., Chartered Accountants (ICAI Firm Registration Number 0031095) as the Statutory Auditors of the Company for a period of five years from the conclusion of this 39th Annual General Meeting till the conclusion of 44th Annual General Meeting and to fix their remuneration</b>						
<b>Resolution required:</b>				<b>Ordinary</b>				
<b>Whether promoter/ promoter group are interested in</b>				<b>No</b>				
<b>Promoter /</b>	<b>Mode of</b>	<b>No. of</b>	<b>No. of</b>	<b>% of Votes</b>	<b>No. of</b>	<b>No. of Votes</b>	<b>% of Votes</b>	<b>% of Votes</b>

Public	voting	shares held	votes polled	Polled on outstanding shares	Votes - in favour	- against	in favour on votes polled	against on votes polled
		(1)	(2)	(3)=	(4)	(5)	(6)=	(7)=
				$[(2)/(1)]*100$			$[(4)/(2)]*100$	$[(5)/(2)]*100$
Promoter and Promoter Group	E-voting	3002310	2811268	93.63683297	2811268	0	100	0
	Poll		0	0	0	0	0	0
	Total		3002310	2811268	0	2811268	0	100
Public – Institutional holders	E-voting	996	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total		996	0	0	0	0	0
Public-Others	E-voting	1263694	3341	0.26	3268	73	97.82	2.18
	Poll		1	0.00	1	0	0	0
	Total		1263694	3342	0.264462758	3269	73	97.82
<b>Total</b>		<b>4267000</b>	<b>2814610</b>	<b>65.96226857</b>	<b>2814537</b>	<b>73</b>	<b>100.00</b>	<b>0.00</b>

Resolution No. 6		To take note of the existing borrowings powers (Rs. 200 Crores) of the Company as per the provisions of Section 180 1 (c) of the Companies Act 2013 and to avail re-approval for the same						
Resolution required:				Special				
Whether promoter/ promoter group are interested in				No				
Promoter / Public	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)=	(4)	(5)	(6)=	(7)=
				$[(2)/(1)]*100$			$[(4)/(2)]*100$	$[(5)/(2)]*100$
Promoter and Promoter Group	E-voting	3002310	2811268	93.63683297	2811268	0	100	0
	Poll		0	0	0	0	0	0
	Total		3002310	2811268	0	2811268	0	100
Public – Institutional holders	E-voting	996	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total		996	0	0	0	0	0
Public-Others	E-voting	1263694	3341	0.26	3168	173	94.82	5.18
	Poll		1	0.00	1	0	0	0
	Total		1263694	3342	0.264462758	3169	173	94.82
<b>Total</b>		<b>4267000</b>	<b>2814610</b>	<b>65.96226857</b>	<b>2814437</b>	<b>173</b>	<b>99.99</b>	<b>0.01</b>

Resolution No. 7		Creation of Charges on the movable and immovable properties of the Company, both present and future, in respect of borrowings as per provisions of Section 180 (1) (a) of the Companies Act 2013:						
Resolution required:				Special				
Whether promoter/ promoter group are interested in				No				
Promoter / Public	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)=	(4)	(5)	(6)=	(7)=
				$[(2)/(1)]*100$			$[(4)/(2)]*100$	$[(5)/(2)]*100$
Promoter and Promoter Group	E-voting	3002310	2811268	93.63683297	2811268	0	100	0
	Poll		0	0	0	0	0	0
	Total		3002310	2811268	0	2811268	0	100
Public – Institutional holders	E-voting	996	0	0	0	0	0	0
	Poll		0	0	0	0	0	0

	Total	996	0	0	0	0	0	0
Public-Others	E-voting	1263694	3341	0.26	3168	173	94.82	5.18
	Poll		1	0.00	1	0	0	0
	Total	1263694	3342	0.264462758	3169	173	94.82	5.18
<b>Total</b>		<b>4267000</b>	<b>2814610</b>	<b>65.96226857</b>	<b>2814437</b>	<b>173</b>	<b>99.99</b>	<b>0.01</b>

<b>Resolution No. 8</b>		<b>Revision in the terms of payment of remuneration to Sri. Vithaldas Agarwal, Managing Director of the Company respect of borrowings as per provisions of Section 180 (1) (a) of the Companies Act 2013</b>						
<b>Resolution required:</b>				<b>Special</b>				
<b>Whether promoter/ promoter group are interested in</b>				<b>No</b>				
Promoter / Public	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
				(3)=			(6)=	(7)=
				[(2)/(1)]*100			[(4)/(2)]*100	[(5)/(2)]*100
Promoter and Promoter Group	E-voting	3002310	2811268	93.63683297	2811268	0	100	0
	Poll		0	0	0	0	0	0
	Total		2811268	0	2811268	0	100	0
Public – Institutional holders	E-voting	996	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Others	E-voting	1263694	3341	0.26	3124	217	93.50	6.50
	Poll		1	0.00	1	0	0	0
	Total	1263694	3342	0.264462758	3125	217	93.51	6.49
<b>Total</b>		<b>4267000</b>	<b>2814610</b>	<b>65.96226857</b>	<b>2814393</b>	<b>217</b>	<b>99.99</b>	<b>0.01</b>

<b>Resolution No. 9</b>		<b>Revision in the terms of payment of remuneration to Sri. Mahender Kumar Agarwal, Joint Managing Director of the Company</b>						
<b>Resolution required:</b>				<b>Special</b>				
<b>Whether promoter/ promoter group are interested in</b>				<b>No</b>				
Promoter / Public	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
				(3)=			(6)=	(7)=
				[(2)/(1)]*100			[(4)/(2)]*100	[(5)/(2)]*100
Promoter and Promoter Group	E-voting	3002310	2811268	93.63683297	2811268	0	100	0
	Poll		0	0	0	0	0	0
	Total		2811268	0	2811268	0	100	0
Public – Institutional holders	E-voting	996	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Others	E-voting	1263694	3341	0.26	3123	218	93.48	6.52
	Poll		1	0.00	1	0	0	0
	Total	1263694	3342	0.264462758	3124	218	93.48	6.52
<b>Total</b>		<b>4267000</b>	<b>2814610</b>	<b>65.96226857</b>	<b>2814392</b>	<b>218</b>	<b>99.99</b>	<b>0.01</b>

<b>Resolution No. 10</b>	<b>Revision in the terms of payment of remuneration to Smt. Madhavi Agarwal, Whole-time Director of the Company:</b>						
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Resolution required:				Special						
Whether promoter/ promoter group are interested in				No						
Promoter / Public	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		
				(3)=			(4)	(5)	(6)=	(7)=
				[(2)/(1)]*100					[(4)/(2)]*100	[(5)/(2)]*100
Promoter and Promoter Group	E-voting	3002310	2811268	93.63683297	2811268	0	100	0		
	Poll		0	0	0	0	0	0		
	Total		2811268	0	2811268	0	100	0		
Public – Institutional holders	E-voting	996	0	0	0	0	0	0		
	Poll		0	0	0	0	0	0		
	Total		0	0	0	0	0	0		
Public-Others	E-voting	1263694	3341	0.26	3123	218	93.48	6.52		
	Poll		1	0.00	1	0	0	0		
	Total		3342	0.264462758	3124	218	93.48	6.52		
<b>Total</b>		<b>4267000</b>	<b>2814610</b>	<b>65.96226857</b>	<b>2814392</b>	<b>218</b>	<b>99.99</b>	<b>0.01</b>		

Resolution No. 11		To ratify the remuneration of the Cost Auditor Smt. Aruna Prasad (M/s. Aruna Prasad & Co., Cost Accountants) for financial year ending March 31, 2023:								
Resolution required:				Ordinary						
Whether promoter/ promoter group are interested in				No						
Promoter / Public	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		
				(3)=			(4)	(5)	(6)=	(7)=
				[(2)/(1)]*100					[(4)/(2)]*100	[(5)/(2)]*100
Promoter and Promoter Group	E-voting	3002310	2811268	93.63683297	2811268	0	100	0		
	Poll		0	0	0	0	0	0		
	Total		2811268	0	2811268	0	100	0		
Public – Institutional holders	E-voting	996	0	0	0	0	0	0		
	Poll		0	0	0	0	0	0		
	Total		0	0	0	0	0	0		
Public-Others	E-voting	1263694	3341	0.26	3223	118	96.47	3.53		
	Poll		1	0.00	1	0	0	0		
	Total		3342	0.264462758	3224	118	96.47	3.53		
<b>Total</b>		<b>4267000</b>	<b>2814610</b>	<b>65.96226857</b>	<b>2814492</b>	<b>118</b>	<b>100.00</b>	<b>0.00</b>		

**CONSOLIDATED 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]**

To  
The Chairman and Board of Directors  
**Suryalata Spinning Mills Limited**  
Surya Towers, I Floor 105, Sardar Patel Road  
Secunderabad-500003, Telangana, India

Dear Sir/ Madam,

**Sub: Consolidated Scrutinizer's Report on remote e-voting conducted for the 39th Annual General Meeting (AGM) of Suryalata Spinning Mills Limited held on Thursday, the 29th day of September 2022 at 2:00 P.M. (IST) through video conferencing ('VC') / other audio-visual means ('OAVMJ).**

1. I, Rashida Adenwala, Practicing Company Secretary, Founder Partner of M/s. R&A Associates, Practicing Company Secretaries Firm, Hyderabad, was appointed as Scrutinizer by the Board of Directors of Suryalata Spinning Mills Limited (the Company) for the purpose of scrutinizing the process of voting through electronic means (e-voting) on the resolutions contained in the notice issued in accordance with General Circular No. 14 / 2020, 17 / 2020, 20 / 2020, 2 / 2021, 19 / 2021, 21 / 2021 and 2 / 2022 dated 8 April 2020, 13 April 2020, 5 May 2020, 13 January 2021, 8 December 2021, 14 December 2021 and 5 May 2022 respectively issued by Ministry of Corporate Affairs ("MCA"), Government of India (hereinafter referred to as "MCA Circulars"), calling the 39th AGM of its Shareholders through VC / OAVM. The AGM was convened on Thursday, the 29th day of September 2022 at 2:00 P.M. IST through VC / OAVM. The deemed venue for the meeting was the Registered Office of the Company.
2. In compliance with the relevant MCA Circular(s), the Notice of the 39th AGM sent to the shareholders and the 'Advertisement' published pursuant to Rule 20(4)(V) of the Companies (Management and Administration) Rules, 2014, specifying the day, date and time of the AGM. Notice of the AGM and Integrated Annual Report was



also made available on the website of the Company, the Stock Exchanges and KFin Technologies Limited (KFin), Registrar & Transfer Agent of the Company.

3. The said appointment as Scrutinizer is under the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("the Rules"). As the Scrutinizer, I have to scrutinize:
- i. process of remote e-voting; and
  - ii. process of e-Voting at AGM.

**4. Management's Responsibility**

The compliance with the provisions of the Companies Act, 2013 and the Rules made there under relating to voting through electronic means (by remote e-voting) and e-voting during the 39th Annual General Meeting (e-Voting at AGM) on the resolutions proposed in the Notice of the 39th AGM of the Company is the responsibility of the management.

**5. Scrutinizer's Responsibility**

My responsibility as a Scrutinizer is to ensure that the voting process both by remote e-voting and e-Voting at AGM are conducted in a fair and transparent manner and tender consolidated Scrutinizer's Report of the total votes cast in favor or against if any, based on the reports generated from the electronic voting system provided by Central Depository Service Limited (CDSL) and engaged by the Company to provide e-voting facility and attendant papers/ documents furnished to me electronically by the Company and/ or CDSL for my verification.

**6. Cut-off date**

The Shareholders of the Company as on the "cut-off" date i.e., 17th September 2022 as set out in the notice, were entitled to vote on the resolutions (as set out in the Notice calling the AGM) and their voting rights were in proportion to their shareholding in the paid-up equity share capital of the Company as on the cut-off date, subject to the provisions of Articles of Association of the Company.





**7. Process of remote e-voting:**

- i. The remote e-voting period remained open from Wednesday, 21<sup>st</sup> September 2022 (9:00 A.M. IST) to Wednesday, 28<sup>th</sup> September 2022 (05:00 P.M. IST).
- ii. The votes cast during the remote e-voting were unblocked in the presence of two witnesses, Ms. Nikitha Sarda and Ms. Poorva Bahety, who are not the employees of the Company.
- iii. Thereafter, the details containing, inter alia, the list of Equity Shareholders who voted "in favour" or "against" on each of the resolutions that was put to vote, were generated from the e-voting website of CDSL i.e., [www.evotingindia.com](http://www.evotingindia.com). Based on the report generated by CDSL and relied upon by me, data regarding the remote e-voting was scrutinized on test check basis.

**8. Process of e-Voting at AGM**

- i. After the time fixed for closure of the e-voting by the Chairman, the electronic system recording the e-voting ("e-votes") was locked by CDSL under my instructions.
  - ii. The e-votes cast at the meeting were unblocked on Thursday, 29<sup>th</sup> September 2022 after the conclusion of the AGM.
  - iii. The e-votes were reconciled with the records maintained by the Company/ CDSL and the authorizations lodged with the Company/ CDSL on test check basis.
9. The total votes cast in favor or against all the resolutions proposed in the Notice of the AGM are annexed hereunder.
10. I hereby submit the Consolidated Scrutinizer's Report on the results of the remote e-voting and e-voting at AGM on all the resolutions as set out in the notice of AGM, based on the reports generated by CDSL, scrutinized on test check basis and relied upon by me as under:



**RESOLUTION NO. 1 - ORDINARY BUSINESS:**

To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March 2022 and the Reports of the Board of Directors and Auditors thereon.

Mode of Voting	Number of members voted	Voted in favour of the resolution (out of valid votes cast)		Voted against the resolution (out of valid votes cast)		Invalid Votes
		Number of votes cast by them	% of total number of valid votes cast	Number of votes cast by them	% of total number of valid votes cast	
Remote e-voting	114	2814536	100	73	0	-
e-Voting at AGM	1	1	100	0	0	-
<b>Total</b>	<b>115</b>	<b>2814537</b>	<b>100</b>	<b>73</b>	<b>0</b>	<b>-</b>

*Therefore, the Resolution in Item No. 1 has been approved with requisite majority.*



**RESOLUTION NO. 2 - ORDINARY BUSINESS:**

To declare dividend on Cumulative Redeemable Preference Shares of the Company for the financial year ended March 31, 2022.

Mode of Voting	Number of members voted	Voted in favour of the resolution (out of valid votes cast)		Voted against the resolution (out of valid votes cast)		Invalid Votes
		Number of votes cast by them	% of total number of valid votes cast	Number of votes cast by them	% of total number of valid votes cast	
Remote e-voting	114	2814536	100	73	0	-
e-Voting at AGM	1	1	100	0	0	-
<b>Total</b>	<b>115</b>	<b>2814537</b>	<b>100</b>	<b>73</b>	<b>0</b>	<b>-</b>

*Therefore, the Resolution in Item No. 2 has been approved with requisite majority*



**RESOLUTION NO. 3 - ORDINARY BUSINESS:**

To declare dividend @ 30% (Rs. 3/- per equity share of 10/- each) to Non-Promoter Equity Shareholders of the Company for the financial year ended March 31, 2022.

Mode of Voting	Number of members voted	Voted in favour of the resolution (out of valid votes cast)		Voted against the resolution (out of valid votes cast)		Invalid Votes
		Number of votes cast by them	% of total number of valid votes cast	Number of votes cast by them	% of total number of valid votes cast	
Remote e-voting	114	2814536	100	73	0	-
e-Voting at AGM	1	1	100	0	0	-
<b>Total</b>	<b>115</b>	<b>2814537</b>	<b>100</b>	<b>73</b>	<b>0</b>	<b>-</b>

*Therefore, the Resolution in Item No. 3 has been approved with requisite majority*



**RESOLUTION NO. 4 - ORDINARY BUSINESS:**

To appoint a Director in place of Sri Vithaldas Agarwal, (DIN: 00012774) Managing Director of the Company who retires by rotation and being eligible, offers himself for re-appointment.

Mode of Voting	Number of members voted	Voted in favor of the resolution (out of valid votes cast)		Voted against the resolution (out of valid votes cast)		Invalid Votes
		Number of votes cast by them	% of total number of valid votes cast	Number of votes cast by them	% of total number of valid votes cast	
Remote e-voting	113	2814436	99.99	173	0.01	-
e-Voting at AGM	1	1	100	0	0	-
<b>Total</b>	<b>114</b>	<b>2814437</b>	<b>99.99</b>	<b>173</b>	<b>0.01</b>	<b>-</b>

*Therefore, the Resolution in Item No. 4 has been approved with requisite majority*



**RESOLUTION NO. 5 - ORDINARY BUSINESS:**

To appoint M/s. K. S. Rao & Co., Chartered Accountants (ICAI Firm Registration Number 003109S) as the Statutory Auditors of the Company for a period of five years from the conclusion of this 39th Annual General Meeting till the conclusion of 44th Annual General Meeting and to fix their remuneration.

Mode of Voting	Number of members voted	Voted in favour of the resolution (out of valid votes cast)		Voted against the resolution (out of valid votes cast)		Invalid Votes
		Number of votes cast by them	% of total number of valid votes cast	Number of votes cast by them	% of total number of valid votes cast	
Remote e-voting	114	2814536	100	73	0	-
e-Voting at AGM	1	1	100	0	0	-
<b>Total</b>	<b>115</b>	<b>2814537</b>	<b>100</b>	<b>73</b>	<b>0</b>	<b>-</b>

*Therefore, the Resolution in Item No. 5 has been approved with requisite majority*



**RESOLUTION NO. 6 - SPECIAL BUSINESS:**

To take note of the existing borrowings powers ( ` 200 Crores) of the Company as per the provisions of Section 180 1 (c) of the Companies Act 2013 and to avail re-approval for the same.

Mode of Voting	Number of members voted	Voted in favour of the resolution (out of valid votes cast)		Voted against the resolution (out of valid votes cast)		Invalid Votes
		Number of votes cast by them	% of total number of valid votes cast	Number of votes cast by them	% of total number of valid votes cast	
Remote e-voting	113	2814436	99.99	173	0.01	-
e-Voting at AGM	1	1	100	0	0	-
<b>Total</b>	<b>114</b>	<b>2814437</b>	<b>99.99</b>	<b>173</b>	<b>0.01</b>	<b>-</b>

*Therefore, the Resolution in Item No. 6 has been approved with requisite majority*



**RESOLUTION NO. 7 - SPECIAL BUSINESS:**

Creation of Charges on the movable and immovable properties of the Company, both present and future, in respect of borrowings as per provisions of Section 180 (1) (a) of the Companies Act 2013.

Mode of Voting	Number of members voted	Voted in favour of the resolution (out of valid votes cast)		Voted against the resolution (out of valid votes cast)		Invalid Votes
		Number of votes cast by them	% of total number of valid votes cast	Number of votes cast by them	% of total number of valid votes cast	
Remote e-voting	113	2814436	99.99	173	0.01	-
e-Voting at AGM	1	1	100	0	0	-
<b>Total</b>	<b>114</b>	<b>2814437</b>	<b>99.99</b>	<b>173</b>	<b>0.01</b>	<b>-</b>

*Therefore, the Resolution in Item No. 7 has been approved with requisite majority*





**RESOLUTION NO. 8 - SPECIAL BUSINESS:**

Revision in the terms of payment of remuneration to Sri. Vithaldas Agarwal, Managing Director of the Company.

Mode of Voting	Number of members voted	Voted in favour of the resolution (out of valid votes cast)		Voted against the resolution (out of valid votes cast)		Invalid Votes
		Number of votes cast by them	% of total number of valid votes cast	Number of votes cast by them	% of total number of valid votes cast	
Remote e-voting	112	2814392	99.99	217	0.01	-
e-Voting at AGM	1	1	100	0	0	-
<b>Total</b>	<b>113</b>	<b>2814393</b>	<b>99.99</b>	<b>217</b>	<b>0.01</b>	<b>-</b>

*Therefore, the Resolution in Item No. 8 has been approved with requisite majority*



**RESOLUTION NO. 9 - SPECIAL BUSINESS:**

Revision in the terms of payment of remuneration to Sri. Mahender Kumar Agarwal,  
Joint Managing Director of the Company.

Mode of Voting	Number of members voted	Voted in favour of the resolution (out of valid votes cast)		Voted against the resolution (out of valid votes cast)		Invalid Votes
		Number of votes cast by them	% of total number of valid votes cast	Number of votes cast by them	% of total number of valid votes cast	
Remote e-voting	111	2814391	99.99	218	0.01	
e-Voting at AGM	1	1	100	0	0	-
<b>Total</b>	<b>112</b>	<b>2814392</b>	<b>99.99</b>	<b>218</b>	<b>0.01</b>	

*Therefore, the Resolution in Item No. 9 has been approved with requisite majority*



**RESOLUTION NO. 10 - SPECIAL BUSINESS:**

Revision in the terms of payment of remuneration to Smt. Madhavi Agarwal, Whole-time Director of the Company.

Mode of Voting	Number of members voted	Voted in favour of the resolution (out of valid votes cast)		Voted against the resolution (out of valid votes cast)		Invalid Votes
		Number of votes cast by them	% of total number of valid votes cast	Number of votes cast by them	% of total number of valid votes cast	
Remote e-voting	111	2814391	99.99	218	0.01	-
e-Voting at AGM	1	1	100	0	0	-
<b>Total</b>	<b>112</b>	<b>2814392</b>	<b>99.99</b>	<b>218</b>	<b>0.01</b>	<b>-</b>

Therefore, the Resolution in Item No. 10 has been approved with requisite majority



**RESOLUTION NO. 11 - SPECIAL BUSINESS:**

To ratify the remuneration of the Cost Auditor Smt. Aruna Prasad (M/s. Aruna Prasad & Co., Cost Accountants) for financial year ending March 31, 2023.

Mode of Voting	Number of members voted	Voted in favour of the resolution (out of valid votes cast)		Voted against the resolution (out of valid votes cast)		Invalid Votes
		Number of votes cast by them	% of total number of valid votes cast	Number of votes cast by them	% of total number of valid votes cast	
Remote e-voting	112	2814491	100	118	0	-
e-Voting at AGM	1	1	100	0	0	-
<b>Total</b>	<b>113</b>	<b>2814492</b>	<b>100</b>	<b>118</b>	<b>0</b>	<b>-</b>

*Therefore, the Resolution in Item No. 11 has been approved with requisite majority*



11. The electronic data and all other relevant records relating to remote e-voting and e-voting at AGM will be handed over to Ms. Khushboo Jain, Company Secretary and Compliance Officer of the Company for safe keeping as provided in the Act read with the relevant Rules.

**12. Restriction on Use**

This report has been issued at the request of the Company for (i) submission to Stock Exchanges, (ii) placing on website of the Company and (iii) website of KFin. This report is not to be used for any other purpose or to be distributed by the Company to any other parties. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior consent in writing.

Place: Hyderabad

Date: 29<sup>th</sup> September 2022



For R & A Associates  
Company Secretaries

A handwritten signature in blue ink, appearing to read "Rashida".

Rashida Adenwala  
Founder Partner  
FCS: 4020, CP No. 2224  
UDIN: F004020D001085100