

STERLING TOOLS LIMITED

CIN : L29222DL1979PLC009668

WORKS : 5-A DLF Industrial Estate
Faridabad - 121 003 Haryana India
Tel : 91-129-227 0621 to 25/225 5551 to 53
Fax : 91-129-227 7359
E-mail : sterling@stlfasteners.com
website : stlfasteners.com



To,
The Manager
National Stock Exchange of India Limited
"Exchange Plaza", Bandra-Kurla
Complex, Bandra (E)
Mumbai-400051
Scrip Symbol: STERTOOLS

To,
The Secretary
Corporate Compliance Department
BSE Limited
1st Floor, P. J. Towers, Dalal Street, Fort
Mumbai – 400001
Scrip Code: 530759

Date: 22nd December, 2023

Subject: Submission of Voting Results along with Consolidated Scrutinizer Report of Postal ballot

Dear Sir,

In continuation to our letter dated November 20, 2023, titled 'Postal Ballot Notice', please find enclosed herewith the Voting Results along with the Scrutinizer's report of Postal Ballot activity (by way of remote e-voting process) in pursuant to Regulation 44(3) of SEBI Listing Regulations.

Kindly note that all resolutions as proposed in the postal ballot notice has been passed by the shareholders with requisite majority.

The voting results along with the scrutinizer's report will also be made available on the Company's website at [Scrutinizer-Report STL Postal-Ballot.pdf \(stlfasteners.com\)](http://stlfasteners.com/Scrutinizer-Report_STL_Postal-Ballot.pdf).

This is for your information and records.

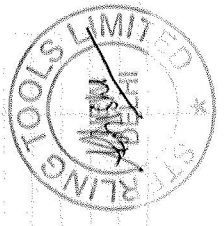
Sincerely
For **Sterling Tools Limited**

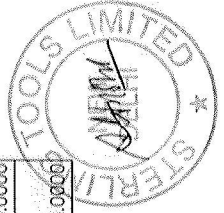

Abhishek Chawla
Company Secretary
M. No. A34399



Resolution No.	SPECIAL - To approve the grant of ESOP Options to the employees of subsidiary(ies) of Sterling Tools Limited under the "STL- Employee Stock Option Plan 2023									
Resolution required: (Ordinary/ Special)	No									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% 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	0	0.0000	0	0	0.0000	0.0000			
	Poll (E-Voting at AGM)	0	0.0000	0	0	0.0000	0.0000			
	Postal Ballot (through E-voting)	23693030								
Total	23693030	23693030	100.0000	23693030	0	100.0000	0.0000			
Public- Institutions	E-Voting	0	0.0000	0	0	0.0000	0.0000			
	Poll (E-Voting at AGM)	0	0.0000	00	0	0.0000	0.0000			
	Postal Ballot (through E-voting)	2049789	1850739	90.2892	167759	172980	90.6535	9.3465		
Total	2049789	1850739	90.2892	167759	172980	90.6535	9.3465			
Public- Non Institutions	E-Voting	0	0.0000	00	0	0.0000	0.0000			
	Poll (E-Voting at AGM)	0	0.0000	00	0	0.0000	0.0000			
	Postal Ballot (through E-voting)	10281392	26137	0.2542	25481	655	97.4901	2.5099		
Total	10281392	26137	0.2542	25481	655	97.4901	2.5099			
Total	36024211	25569906	70.9798	25396270	173635	99.3209	0.6791			

Resolution No.	SPECIAL - To approve the grant of ESOP Options exceeding one percent of the issued capital of the Company									
Resolution required: (Ordinary/ Special)	Yes									
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes									





Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% 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		0	0.0000	0	0	0.0000	0.0000
	Poll (E-Voting at AGM)			0.0000	0	0	0.0000	0.0000
	Postal Ballot (through E-voting)	23693030						
	Total	23693030	23693030	100.0000	23693030	0	100.0000	0.0000
Public- Institutions	E-Voting		0	0.0000	0	0	0.0000	0.0000
	Poll (E-Voting at AGM)		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (through E-voting)	2049789	1850739	90.2892	1677759	172980	90.6535	9.3455
	Total	2049789	1850739	90.2892	1677759	172980	90.6535	9.3455
Public- Non Institutions	E-Voting		0	0.0000	00	0	0.0000	0.0000
	Poll (E-Voting at AGM)		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (through E-voting)	10281392	26137	0.2542	25528	609	97.6700	2.3300
	Total	10281392	26137	0.2542	25528	609	97.6700	2.3300
Total		36024211	25569906	70.9798	25396317	173589	99.3211	0.6789
Resolution No.	4							
Resolution required: (Ordinary/ Special)	SPECIAL- To approve payment of proposed remuneration to Mr. Jaideep Wadhwa (DIN: 00410019), Non-Executive Non-Independent Director, during the Financial Year ending March 31, 2024							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
	E-Voting		0	0.0000	0	0	0.0000	0.0000
	Poll (E-Voting at AGM)		0	0.0000	0	0	0.0000	0.0000



SCRUTINISER'S REPORT ON POSTAL BALLOT

22nd December, 2023

The Chairman
Sterling Tools Limited
(CIN: L29222DL1979PLC009668)
UNIT No. 515, DLF TOWER-A,
JASOLA DISTRICT CENTRE,
NEW DELHI-110025

Subject: Scrutinizer's Report on Postal Ballot Process conducted through Remote e-Voting pursuant to the provisions of Regulation 44 of SEBI (Listing Obligation and disclosure requirements) Regulations, 2015 and Section 108 and 110 of the Companies Act, 2013 ("the Act") read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014.

Dear Sir,

I, Santosh Kumar Pradhan, Practicing Company Secretary at 706, 8th Floor, K.M. Trade Tower, Hotel Radisson Blu, Ghaziabad-201010 had been appointed as the Scrutinizer by the Board of Directors of Sterling Tools Limited (the Company) having its registered office at Unit No. 515, DLF Tower-A, Jasola District Centre, New Delhi-110025 vide resolution dated 30th October, 2023 pursuant to the provisions of the Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 and Section 108 and 110 of Companies Act, 2013 read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 and vide General Circular Nos. 14/2020, 17/2020, 22/2020, 33/2020, 39/2020, 10/2021, 20/2021, 03/2022, 11/2022 and 09/2023 issued by the Ministry of Corporate Affairs (MCA) dated 8th April, 2020, 13th April, 2020, 15th June, 2020, 28th September, 2020, 31st December, 2020, 23rd June, 2021, 8th December, 2021, 5th May, 2022, 28th December, 2022 and 25th September, 2023 to conduct the remote e-voting process through Postal ballot by the shareholders in respect of the proposed resolution on Item Nos. 1 to 4 as set out in the notice of the Postal Ballot dated 30th October, 2023.

As required under Section 108 and 110 of the Act, Notice dated 30th October, 2023 along with Explanatory Statement under Section 102 of the Act were dispatched to the shareholders, whose name(s) appeared on the register of members of the Company / list of beneficiaries as on the cut-off date (record date) i.e. 17th November, 2023, who were entitled to vote on the proposed resolution on Item Nos. 1 to 4 as set out in the notice of the Postal Ballot.

The Company has availed the e-voting facility offered by M/s. National Securities Depository Limited (NSDL) for conducting remote e-Voting by the Shareholders of the Company. The remote e-Voting period commenced on Wednesday, 22nd November, 2023 at 9:00 A.M. (IST) and ended on Thursday, 21st December, 2023 at 5:00 P.M. (IST) and the remote e-Voting platform was blocked thereafter. The votes cast under remote e-Voting facility were then unblocked by



**SANTOSH KUMAR PRADHAN
COMPANY SECRETARIES**

me as a scrutinizer at 05.29 P.M. on 21st December, 2023 in the presence of Mr. Pankaj Pal and Mr. Ajay Singh, who are not in the employment of the company.

I have scrutinized and reviewed the voting through electronic means (remote e-voting) and votes tendered therein based on the data downloaded from the NSDL remote e-Voting platform.

My responsibility as a Scrutinizer for the remote e-voting through Postal ballot is restricted to make a Scrutinizers report of the votes cast in favour or against the resolution.

Based on the data uploaded from NSDL platform, 157 (One Hundred & Fifty Seven) members have casted their votes on the remote e-voting platform. I hereby annex the scrutinizer's report on the resolution on Item Nos. 1 to 4 as Annexure-I as set out in the notice of the Postal Ballot dated 30th October, 2023.

Thanking You,

For **Santosh Kumar Pradhan**
(Practicing Company Secretary)



Santosh Kumar Pradhan
FCS No. 6973
C.P. No. 7647

Place: Ghaziabad

SANTOSH KUMAR PRADHAN
COMPANY SECRETARIES

Annexure I

I. Resolution No. 1:-

Agenda Item No.	1
Subject matter of Resolution	To Approve the "STL - Employee Stock Option Plan 2023"
Type of Resolution	Special

Particulars	Number of Votes	Number of shares contained in valid votes	Percentage of shares in total valid votes cast
	Remote e-Voting	Remote e-Voting	
Total Received	157	25569906	100
Voted in favour	145	25396270	99.32
Voted against	12	173636	0.68
Invalid Vote	Nil	N.A	N.A

II. Resolution No. 2:-

Agenda Item No.	2
Subject matter of Resolution	To approve the grant of ESOP Options to the employees of subsidiary(ies) of Sterling Tools Limited under the "STL- Employee Stock Option Plan 2023"
Type of Resolution	Special

Particulars	Number of Votes	Number of shares contained in valid votes	Percentage of shares in total valid votes cast
	Remote e-Voting	Remote e-Voting	
Total Received	157	25569906	100
Voted in favour	145	25396270	99.32
Voted against	12	173636	0.68
Invalid Vote	Nil	N.A	N.A

III. Resolution No. 3:-

Agenda Item No.	3
Subject matter of Resolution	To approve the grant of ESOP Options exceeding one percent of the issued capital of the Company:
Type of Resolution	Special

Particulars	Number of Votes	Number of shares contained in valid votes	Percentage of shares in total valid votes cast
	Remote e-Voting	Remote e-Voting	
Total Received	157	25569906	100
Voted in favour	143	25396317	99.32
Voted against	14	173589	0.68
Invalid Vote	Nil	N.A	N.A



**SANTOSH KUMAR PRADHAN
COMPANY SECRETARIES**

IV. Resolution No. 4:-

Agenda Item No.	4
Subject matter of Resolution	To approve payment of proposed remuneration to Mr. Jaideep Wadhwa (DIN: 00410019), Non-Executive Non-Independent Director, during the Financial Year ending March 31, 2024
Type of Resolution	Special

Particulars	Number of Votes		Number of shares contained in valid votes		Percentage of shares in total valid votes cast	
	Remote e-Voting		Remote e-Voting			
Total Received	156		25569656		100	
Voted in favour		141		25395989		99.32
Voted against		15		173667		0.68
Invalid Vote		Nil		N.A		N.A

For **Santosh Kumar Pradhan**
(Practicing Company Secretary)



Santosh Kumar Pradhan
FCS No. 6973
C.P. No. 7647
UDIN: F006973E003012052
Place: Ghaziabad