



Date: February 18, 2023

The National Stock Exchange of India Ltd Exchange Plaza, C-1 Block G, Bandra-Kurla Complex, Bandra (E), Mumbai-400051 Maharashtra. Symbol: SFL	BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai - 400 001 Maharashtra. Security Code: 540203
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Dear Sir/Madam,

Sub: Outcome of Voting Results for Postal Ballot and Scrutinizer Report pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015.

This is in continuation to our letter dated January 18, 2023, regarding submission of Postal Ballot Notice seeking approval of Shareholders of the company by way of Special Resolutions.

The resolutions mentioned in the attached Scrutinizer's Report were placed through Postal Ballot and was passed with requisite Majority and deemed to be passed on the last day of e- voting period i.e. 16th February, 2023.

In this regard, please find enclosed herewith the details of voting results of the Postal Ballot conducted through electronic means in the prescribed format pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 along with Scrutinizer's Report dated 16th February 2023.

The voting results and the Scrutinizer's Report are being uploaded on the Company's website at <https://sheelafoam.com/>.

Request you to kindly take the same on record.

Thanking you,

Yours truly,

For Sheela Foam Limited.

Name: Md Iquebal Ahmad

Designation: Company Secretary & Compliance Officer

SHEELA FOAM LTD.

#14, Sleepwell Tower , Sector 135, Noida- 201301

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CIN-L74899DL1971PLC005679

SCRUTINIZER'S REPORT ON E-VOTING (POSTAL VOTE)

(Pursuant to Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014

To
The Chairman
Sheela Foam Limited
CIN: L74899DL1971PLC005679
604 Ashadeep, 9 Hailey Road,
New Delhi 110001

Dear Sir,

I, Amitabh of M/s. AVA Associates, Company Secretaries, have been appointed as Scrutinizer by the Board of Directors of Sheela Foam Limited, for the purpose of scrutinising the postal ballots which was conducted through electronic means in respect of the resolutions contained in the Notice dated 16th January, 2023 to be passed as per the provisions of Section 110 read with Section 108 and other applicable provisions of the Companies Act, 2013, read together with the Companies (Management and Administration) Rules, 2014, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), Secretarial Standard - 2 on General Meetings issued by the Institute of Company Secretaries of India and circulars issue by the Ministry of Corporate Affairs, Government of India ("MCA") vide its General Circulars No.14/2020 dated April 08, 2020, No. 17/2020 dated April 13, 2020, No. 20/2020 dated May 5, 2020, No. 22/2020 dated June 15, 2020, No. 33/2020 dated September 28, 2020 No. 39/2020 dated December 31, 2020 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021 3/2022 dated May 5, 2022 and 10/2022 dated December 28, 2022 ("MCA Circulars"),

The Company had extended facility of e-voting to the members of the company through Link Intime India Private Limited (LIPL). The cut-off date for the purpose of reckoning the voting rights and sending the Notice was Wednesday, 13th January 2023 ("Cut-off date"). The e-voting period commenced on Wednesday, 18th January 2023 at 10.00 A.M. (IST) and end on Thursday, February 16, 2023 at 5.00 P.M. (IST) and the e-voting was locked at 5.15 PM. The report on e-voting was generated and is being presented in the format prescribed by the SEBI.

Date of the EGM	Postal Ballot (Notice Dated 16.02.2023)
Total number of shareholders on record date	26792
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public:	Not Applicable

The results of the e-voting are as under:

Item No. 1- Special Resolution

Resolution under section 180 (1) (a) of the Companies Act, 2013 for mortgage, hypothecate, pledge and or to create a charge

Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
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
Promoter and Promoter Group	E-Voting	71174174	71174174	100.0000	71174174	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		71174174	100.0000	71174174	0	100.0000	0.0000
Public-Institutions	E-Voting	24968161	24531641	98.2517	22616369	1915272	92.1926	7.8074
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		24531641	98.2517	22616369	1915272	92.1926	7.8074

	Total		24531641	98.2517	22616369	1915272	92.1926	7.8074
Public- Non Institutions	E-Voting	1423281	4492	0.3156	4441	51	98.8646	1.1354
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		4492	0.3156	4441	51	98.8646	1.1354
Total		97565616	95710307	98.0984	93794984	1915323	97.9988	2.0012

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public - Non Institutions	0

Result: Approved by requisite majority

No. of votes abstained: 160

Item No. 2- Special Resolution

Resolution under section 180 (1) (c) of the Companies Act, 2013 to approve the borrowing limits of the Company:

Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
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
Promoter and Promoter Group	E-Voting	71174174	71174174	100.0000	71174174	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		71174174	100.0000	71174174	0	100.0000	0.0000
Public-Institutions	E-Voting	24968161	24531641	98.2517	22660155	1871486	92.3711	7.6288
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		24531641	98.2517	22660155	1871486	92.3711	7.6289
Public- Non Institutions	E-Voting	1423281	4657	0.3272	4606	51	98.9049	1.0951
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		4657	0.3272	4606	51	98.9049	1.0951
Total		97565616	95710472	98.0986	93838935	1871537	98.0446	1.9554

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public - Non Institutions	0

Result: Approved by requisite majority

No. of votes abstained: 50

Item No. 3- Special Resolution

Resolution under Section 186 of the Companies Act, 2013 to approve the investment limits of the Company.

The resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
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
Promoter and Promoter Group	E-Voting	71174174	71174174	100.0000	71174174	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		71174174	100.0000	71174174	0	100.0000	0.0000
Public-Institutions	E-Voting	24968161	24531641	98.2517	10947185	13584456	44.6247	55.3752
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		24531641	98.2517	10947185	13584456	44.6248	55.3752
Public- Non Institutions	E-Voting	1423281	4657	0.3272	4606	51	98.9049	1.0951
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		4657	0.3272	4606	51	98.9049	1.0951
Total		97565616	95710472	98.0986	82125965	13584507	85.8067	14.1933

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public - Non Institutions	0

Result: Approved by requisite majority

No. of votes abstained: 50

Thanking You
For AVA Associates
Company Secretaries

AMIT
ABH

Digitally signed by AMITABH
DN: cn=A, o=AVA
2.5.4.20+19aa11c7f5a11338578b209
c170eaf1050a3e24814800f0a107
406, postalCode=110002, street=Quth, I
P=Foundation, ou=Quth,
serialNumber=52265e20f1e48f9c0209
60336125
serialNumber=011400a39a0a70965d52
8aaf0c3d60f0a0cc070700077005c00
262395580, o=Person A, cn=AMITABH
Date: 2023.02.16 18:46:51 +05'30'

Amitabh
C.P No- 5500
(Partner)

Date: 16th February, 2023
Place: New Delhi
UDIN: A014190D003163182