

SUDITI INDUSTRIES LIMITED.



C-253/254, MIDC, TTC INDL. AREA, PAWNE VILLAGE, TURBHE, NAVI MUMBAI – 400 705

TEL: 67368600/10 FAX: 27683465 E-mail: cs@suditi.in CIN No.L19101MH1991PLC063245

Regd.Office: A-2, Shah & Nahar Indl.Estate, Unit No.23/26, Lower Parel, Mumbai-400013.

Date: November 17, 2021

To,
The Manager
Dept. of Corporate Services
BSE Ltd.
Rotunda Building, 1st Floor
Dalal Street, Mumbai-400001.

Stock Code: 521113

ISIN: INE359D01016

Dear Sir/Madam,

Sub: Consolidated report of the Scrutinizer and voting results of 30th Annual General Meeting of the Company

The details of Voting results of the 30th Annual General Meeting (AGM) of the Equity Shareholders of Suditi Industries Limited held on Tuesday, November 16, 2021, at 03:30 p.m. in accordance with Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 enclosed as Annexure I alongwith Consolidated Report of the Scrutinizer dated November 17, 2021 on remote e-voting and electronic voting during the AGM enclosed as Annexure II.

This is for your information and record.

Yours sincerely,
For Suditi Industries Ltd.,

Pawan Agarwal
Chairman of 30th AGM

SUDITI INDUSTRIES LIMITED

AGM voting results in format under Regulation 44(3) of the SEBI (Listing Obligation and Disclosure Requirements), 2015:

Sr. No	Description	Particulars
1	Date of AGM/EGM	Annual General Meeting - Tuesday, November 16, 2021, at 03:30 p.m.
2	Total Number of Shareholders on Record (Cut-off) Date	As of Cut-off date i.e. November 09, 2021 is 7295
3	No. of shareholders present in the meeting either in person or through proxy	
	Promoters & Promoter Group	NA
	Public	NA
4	No. of Shareholders attended the meeting through Video Conferencing:	
	Promoters & Promoter Group	7
	Public	44

Sr. No.	Agenda	Resolution required (Ordinary/Special)	Mode of Voting	Remarks
1.	To receive, consider and adopt the Audited Financial Statements including the Balance Sheet as at 31st March, 2021 and the statement of Profit & Loss Account of the Company including the Cash Flow Statements for the financial year ended 31st March, 2021 both standalone and consolidated and the Reports of the Directors and Auditors thereon.	Ordinary	Remote e-voting and electronic voting during the AGM	Passed with requisite majority
2.	To appoint a director in place of Shri Pawan Agarwal (DIN No: 00808731), who retires by rotation and, being eligible, offers himself for re-appointment.	Ordinary	Remote e-voting and electronic voting during the AGM	Passed with requisite majority
3.	Ratification of Appointment of Statutory Auditors.	Ordinary	Remote e-voting and electronic voting during the AGM	Passed with Requisite majority
4.	Shifting the Registered office of the Company	Special	Remote e-voting and electronic voting during the AGM	Passed with Requisite majority
5.	Increase Authorized Capital of the Company	Ordinary	Remote e-voting and electronic voting during the AGM	Passed with Requisite majority
6.	To amend the Memorandum of Association	Special	Remote e-voting and electronic voting during the AGM	Passed with Requisite majority
7.	Approval of Related Party transactions	Special	Remote e-voting and electronic voting during the AGM	Passed with Requisite majority

Resolution No. - 1									
Resolution required: (Ordinary / Special)			Ordinary - To receive, consider and adopt the Audited Financial Statements including the Balance Sheet as at 31st March, 2021 and the statement of Profit & Loss Account of the Company including the Cash Flow Statements for the financial year ended 31st March, 2021 both standalone and consolidated and the Reports of the Directors and Auditors thereon.						
Whether promoter/ promoter group are interested in the agenda/resolution?			No						
Category	Mode of Voting	Total 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	Invalid Votes
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	(8)
Promoter and Promoter Group	E-Voting	11665129	11315164	96.9999	11315164	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total		11665129	11315164	96.9999	11315164	0	100.0000	0.0000
Public Institutions	E-Voting	1200	0	0.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total		1200	0	0.0000	0	0	0.0000	0.0000
Public-Others	E-Voting	5887794	355691	6.0412	355691	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total		5887794	355691	6.0412	355691	0	100.0000	0.0000
Total		17554123	11670855	66.4850	11670855	0	100.0000	0.0000	0

Resolution No. - 2									
Resolution required: (Ordinary / Special)			Ordinary - To appoint a director in place of Shri Pawan Agarwal (DIN No: 00808731), who retires by rotation and, being eligible, offers himself for re-appointment						
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes						
Category	Mode of Voting	Total 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	Invalid Votes
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	(8)
Promoter and Promoter Group	E-Voting	11665129	11315164	96.9999	11315164	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total		11315164	96.9999	11315164	0	100.0000	0.0000	0
Public Institutions	E-Voting	1200	0	0.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total		0	0.0000	0	0	0.0000	0.0000	0
Public-Others	E-Voting	5887794	355691	6.0412	355690	1	99.9997	0.0003	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total		355691	6.0412	355690	1	99.9997	0.0003	0
Total		17554123	11670855	66.4850	11670854	1	100.0000	0.0000	0

Resolution No. – 3									
Resolution required: (Ordinary / Special)			Ordinary - Ratification of Appointment of Statutory Auditors.						
Whether promoter/ promoter group are interested in the agenda/resolution?			No						
Category	Mode of Voting	Total 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	Invalid Votes
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	(8)
Promoter and Promoter Group	E-Voting	11665129	11315164	96.9999	11315164	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total		11665129	11315164	96.9999	11315164	0	100.0000	0.0000
Public Institutions	E-Voting	1200	0	0.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total		1200	0	0.0000	0	0	0.0000	0.0000
Public-Others	E-Voting	5887794	355691	6.0412	355690	1	99.9997	0.0003	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total		5887794	355691	6.0412	355690	1	99.9997	0.0003
Total		17554123	11670855	66.4850	11670854	1	100.0000	0.0000	0

Resolution No. – 4									
Resolution required: (Ordinary / Special)			Special- Shifting the Registered office of the Company.						
Whether promoter/ promoter group are interested in the agenda/resolution?			No						
Category	Mode of Voting	Total 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	Invalid Votes
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	(8)
Promoter and Promoter Group	E-Voting	11665129	11315164	96.9999	11315164	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total		11315164	96.9999	11315164	0	100.0000	0.0000	0
Public Institutions	E-Voting	1200	0	0.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total		0	0.0000	0	0	0.0000	0.0000	0
Public-Others	E-Voting	5887794	355691	6.0412	355440	251	99.9294	0.0706	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total		355691	6.0412	355440	251	99.9294	0.0706	0
Total		17554123	11670855	66.4850	11670604	251	99.9978	0.0022	0

Resolution No. – 5									
Resolution required: (Ordinary / Special)			Ordinary- Increase Authorized Capital of the Company.						
Whether promoter/ promoter group are interested in the agenda/resolution?			No						
Category	Mode of Voting	Total 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	Invalid Votes
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	(8)
Promoter and Promoter Group	E-Voting	11665129	11315164	96.9999	11315164	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total		11665129	11315164	96.9999	11315164	0	100.0000	0.0000
Public Institutions	E-Voting	1200	0	0.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total		1200	0	0.0000	0	0	0.0000	0.0000
Public-Others	E-Voting	5887794	355691	6.0412	355691	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total		5887794	355691	6.0412	355691	0	100.0000	0.0000
Total		17554123	11670855	66.4850	11670855	0	100.0000	0.0000	0

Resolution No. – 6									
Resolution required: (Ordinary / Special)			Special- To amend the Memorandum of Association.						
Whether promoter/ promoter group are interested in the agenda/resolution?			No						
Category	Mode of Voting	Total 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	Invalid Votes
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	(8)
Promoter and Promoter Group	E-Voting	11665129	11315164	96.9999	11315164	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total		11315164	96.9999	11315164	0	100.0000	0.0000	0
Public Institutions	E-Voting	1200	0	0.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total		0	0.0000	0	0	0.0000	0.0000	0
Public-Others	E-Voting	5887794	355691	6.0412	355691	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total		355691	6.0412	355691	0	100.0000	0.0000	0
Total		17554123	11670855	66.4850	11670855	0	100.0000	0.0000	0

Resolution No. – 7									
Resolution required: (Ordinary / Special)			Special- Approval of Related Party transactions.						
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes						
Category	Mode of Voting	Total 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	Invalid Votes
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	(8)
Promoter and Promoter Group	E-Voting	11665129	0	0.0000	0	0	0.0000	0.0000	209600
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total		11665129	0	0.0000	0	0	0.0000	0.0000
Public Institutions	E-Voting	1200	0	0.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total		1200	0	0.0000	0	0	0.0000	0.0000
Public-Others	E-Voting	5887794	153991	2.6154	153990	1	99.9994	0.0006	201700
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total		5887794	153991	2.6154	153990	1	99.9994	0.0006
Total		17554123	153991	0.8772	153990	1	99.9994	0.0006	411300



REPORT OF SCRUTINIZER

(Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014)

To

Mr. Pawan Agarwal
The Chairman,

30th (Thirtieth) Annual General Meeting (AGM) of the Equity Shareholders of Suditi Industries Limited held on Tuesday, 16th November 2021, at 03:30 p.m. through Video Conferencing (VC) / Other Audio-Visual Means (OAVM).

Dear Sir,

Sub: Consolidated Scrutinizer's Report on remote e-voting and electronic voting during the AGM conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 for the 30th (Thirtieth) Annual General Meeting (AGM) of the Equity Shareholders of Suditi Industries Limited held on Tuesday, 16th November 2021 at 03:30 p.m., through Video Conferencing (VC) / Other Audio-Visual Means (OAVM).

I, **Shiv Hari Jalan**, Practising Company Secretary and Proprietor of Shivhari Jalan & Co., Practising Company Secretary, had been appointed as the Scrutinizer by the Board of Directors of **Suditi Industries Limited**, ("the Company") for the purpose of scrutinizing the e-voting process (remote e-voting) and electronic voting (e-voting) during the AGM under the provision of section 108 of the Companies Act, 2013 (Act) read with Rule 20 & 21 of the Companies (Management and Administration) Amendment Rules, 2015, on the resolution(s) set out in the Notice to the 30th Annual General Meeting (AGM) of the members of the Company, held on 16th November 2021, at 03:30 p.m. through video conferencing ('VC') or other Audio Visual Means ('OAVM'), submit my Report as under:

1. The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means (by remote e-voting) and electronic voting (e-voting) at the AGM by the shareholders on the resolutions proposed in the Notice of the 30th Annual General Meeting of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process both through e-voting (remote e-voting) and by electronic voting (e-voting) at the AGM are conducted in a fair and transparent manner and render consolidated Scrutinizer's Report of the total votes cast in favour or against if any, to the Chairman on the resolutions.
2. The e-voting facility both for e-voting prior to the AGM (remote e-voting) and voting at the AGM by electronics means (e-voting) was provided by Central Depository Services (India) Limited (CDSL).
3. The notice dated October 01, 2021, as confirmed by the Company was sent to the shareholders and the 'Advertisement' published pursuant to Rule 20(4)(v) of the Companies (Management and Administration) Rules, 2014 (Amendment Rules 2015) on October 23, 2021, the remote e-voting opened at 9:00 AM on November 13, 2021 and remained open up to 5:00 PM on November 15, 2021.

Head Office:. 1055, Level 10, Hubtown Solaris, N.S.Phadke Marg, Andheri (East), Mumbai - 400069

Branch Office:. 104, Mahavir Building, 44/46, Kalbadevi Road, Mumbai - 400002

 **:. shivharijalancs@gmail.com,**  **:.(022) 22075834, 22075835, 26836215, 9869035834**

4. After declaration of voting by the Chairman, the shareholders present at the AGM through VC voted through e-voting facility provided by CDSL at the AGM.
5. The Equity Shareholders holding shares as on November 09, 2021, “cut-off date”, were entitled to vote on the resolutions stated in the Notice of the 30th Annual General Meeting of the Company.
6. As per the information given by the Company the names of the shareholders who had voted by remote e-voting through the facility provided by CDSL had been blocked and only those members who were present at the AGM through VC and who had not voted on remote e-voting were allowed to cast their votes through e-voting system during the AGM.
7. After closure of e-voting at the AGM, the votes cast through e-voting at the AGM and through remote e-voting prior to the date of AGM were unblocked and downloaded from the e-voting website of Central Depository Services (India) Limited (<https://www.evotingindia.com>) in the presence of two witnesses, who are not in the employment of the company. The e-voting data/results downloaded from the e-voting system of CDSL were scrutinized and reviewed, the votes were counted, and the results were prepared.
8. Based on the data downloaded from CDSL e-voting system, the total votes cast in favour or against all the resolutions proposed in the Notice of the AGM are as under.

Resolution 1: Ordinary Resolution

To receive, consider and adopt the Audited Financial Statements including the Balance Sheet as at 31st March, 2021 and the statement of Profit & Loss Account of the Company including the Cash Flow Statements for the financial year ended 31st March, 2021 both standalone and consolidated and the Reports of the Directors and Auditors thereon.

- i. Voted **in favour** of the resolution:

*Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
49	11670855	100

- ii. Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
0	0	0

- iii. **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
0	0

Resolution 2: Ordinary Resolution

To appoint a director in place of Shri Pawan Agarwal (DIN No: 00808731), who retires by rotation and, being eligible, offers himself for re-appointment.

i. Voted **in favour** of the resolution:

*Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
48	11670854	99.99999

ii. Voted **against** the resolution:

*Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
1	1	0.00001

iii. **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
0	0

Resolution 3: Ordinary Resolution

Ratification of Appointment of Statutory Auditors.

i. Voted **in favour** of the resolution:

*Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
48	11670854	99.99999

ii. Voted **against** the resolution:

*Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
1	1	0.00001

iii. **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
0	0

Resolution 4: Special Resolution

Shifting the Registered office of the Company.

i. Voted **in favour** of the resolution:

*Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
47	11670604	99.99785

ii. Voted **against** the resolution:

*Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
2	251	0.00215

iii. **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
0	0

Resolution 5: Ordinary Resolution

Increase Authorized Capital of the Company

i. Voted **in favour** of the resolution:

*Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
49	11670855	100

ii. Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
0	0	0

iii. **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
0	0

Resolution 6: Special Resolution

To amend the Memorandum of Association.

i. Voted **in favour** of the resolution:

*Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
49	11670855	100

ii. Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
0	0	0

iii. **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
0	0

Resolution 7: Special Resolution

Approval of Related Party transactions.

i. Voted **in favour** of the resolution:

*Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
37	153990	99.9993

ii. Voted **against** the resolution:

*Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
1	1	0.0007

iii. **Invalid** votes:

*Number of members whose votes were declared invalid	Number of invalid votes cast by them
5	411300

* Number of members voted are counted based upon their member ID.

9. All electronic data and relevant records of voting will remain in my custody until the Chairman considers, approves and signs the minutes of the 30th Annual General Meeting and the same shall be handed over thereafter to the Company Secretary for safe keeping.

Thanking you,

Yours faithfully,

Place: Mumbai
Date: 17.11.2021
UDIN: F005703C001458605

For Shiv Hari Jalan & Co.
Company Secretaries
FRN: S2016MH382700
Shivhari
Jalan
(Shiv Hari Jalan)
Proprietor
FCS No: 5703
C.P.NO: 4226

Digitally signed by
Shivhari Jalan
Date: 2021.11.17 15:16:53
+05'30'

Pawan Agarwal
Chairman of Meeting