



**SONA COMSTAR**

Date: - 20<sup>th</sup> July, 2023

<b>BSE Ltd.</b> Regd. Office: Floor - 25, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai-400 001.	<b>National Stock Exchange of India Ltd.</b> Listing Dept., Exchange Plaza, Bandra Kurla Complex, Bandra (East), Mumbai - 400 051
BSE Scrip Code: 543300	NSE Scrip: SONACOMS

**SUBJECT: - Scrutinizer Report of 27<sup>th</sup> Annual General Meeting of Sona BLW Precision Forgings Limited held on 19<sup>th</sup> July, 2022 and Voting Result under Reg. 44 of SEBI (LODR) Regulations, 2015**

Dear Sir / Madam,

This is in reference of our letter dated 19<sup>th</sup> July, 2023 and 24<sup>th</sup> June, 2023 for 27<sup>th</sup> Annual General Meeting (AGM) of the Company. In this regard, we wish to inform that all the 6 (six) resolutions, placed before the shareholders in the 27<sup>th</sup> AGM of Sona BLW Precision Forgings Limited (the Company) have been passed with the requisite majority and the Scrutinizer Report is enclosed herewith.

This is for your information and record.

Thanking you

**For SONA BLW PRECISION FORGINGS LIMITED**

**Ajay Pratap Singh**  
**Vice President (Legal), Company Secretary and Compliance Officer**

Encl: As above

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**CIN L27300HR1995PLC083037**  
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**Consolidated Scrutinizer's Report**

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

To

The Chairman

**Sona BLW Precision Forgings Limited**

CIN: L27300HR1995PLC083037

Sona Enclave Village Begumpur Khatola,  
Sector 35, Gurgaon - 122004

**Sub.: Consolidated Scrutinizer's Report on voting through remote e-voting and e-voting at the 27<sup>th</sup> Annual General Meeting ("AGM") of Sona BLW Precision Forgings Limited ("Company"), held on Wednesday, July 19, 2023, at 12:00 Noon (IST) through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM")**

Dear Sir,

I, Nitesh Latwal, Practicing Company Secretary and Partner of M/s. PI & Associates, Company Secretaries, was appointed as Scrutinizer by the Board of Directors of the Company vide resolution passed at their Board Meeting held on 26<sup>th</sup> July, 2022, for the purpose of scrutinizing the voting process, i.e. remote e-voting and e-voting at AGM of the Company held on **Wednesday, July 19, 2023 at 12:00 Noon (IST)** through VC/ OAVM facility in compliance with the provisions of Section 96, 101, 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended from time to time) and in accordance with the terms of circulars issued by Ministry of Corporate Affairs i.e. General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 02/2021 dated January 13, 2021, 19/2021 dated December 08, 2021, 21/2021 dated December 14, 2021, 02/2022 dated May 5, 2022 and 11/2022 dated December 28, 2022 (collectively referred to as "**MCA Circulars**") and in accordance with the terms of circulars issued by Securities and Exchange Board of India i.e. Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/ CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 on May 13, 2022 and SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 (collectively referred to as "**SEBI Circulars**"), the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable laws and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and to submit a report thereon to the Company on the resolutions forming part of the AGM Notice dated May 3, 2023 ("**AGM Notice**").

1. My responsibility as a Scrutinizer was to (i) ensure that the voting process was conducted in a fair and transparent manner and (ii) to submit a Consolidated Scrutinizer's report for remote e-voting and e-voting at the AGM, for the resolutions set out in the AGM Notice to the chairman of the Company or any person authorised by him.
2. I submit my report as under: -
  - i. In compliance with the MCA Circulars and SEBI Circulars, the AGM Notice along with Annual Report for the Financial Year ("**F.Y.**") 2022-23 was dispatched by the Company on Saturday, June 24, 2023 only by electronic mode to all those members, whose e-mail address were registered with the Company/ Registrar and Share Transfer Agent/ Depositories.

- ii. The Company engaged National Securities Depository Limited (“NSDL”) for providing services related to remote e-voting and e-voting at the AGM.
- iii. The AGM Notice was simultaneously (i) submitted to the stock exchanges i.e. National Stock Exchange of India Ltd. and BSE Ltd. (ii) posted on the website of the Company and NSDL.
- iv. The members of the Company as on the “cut off” date i.e. Wednesday, July 12, 2023 were entitled to avail the facility of remote e-voting as well as e- voting at the AGM on the proposed resolutions as set out in the AGM Notice.
- v. The remote e-voting period commenced on Sunday, July 16, 2023, at 09:00 A.M. (IST) and ended on Tuesday, July 18, 2023, at 05:00 P.M. (IST).
- vi. After completion of e-voting at the AGM, the votes cast through remote e-voting and e-voting at the AGM were unblocked in the presence of two witnesses who are not in the employment of the Company.
- vii. The data of remote e-voting and e-voting at AGM was diligently scrutinized and reconciled with the records maintained by the Link Intime and the authorizations lodged. Detailed registers were maintained containing the summary of results of remote e-voting and e-voting at the AGM.
- viii. For the purpose of preparation of this report, the number of shareholders has been determined by consolidating folios with the same Permanent Account Number (PAN).
- ix. The consolidated summary of results of remote e- voting and e-voting at the AGM is annexed herewith as **Annexure- A**.
- x. Based on the aforesaid results, I report that all the Resolutions as contained in the Item No(s). 1 to 6 of the AGM Notice of the Company, have been passed with requisite votes.

**Countersigned by**

**Chairman/person authorized by chairman**  
**Sona BLW Precision Forgings Limited**

**Date: July 20, 2023**  
**Place: New Delhi**

**Thanking You**  
**For PI & Associates**  
**Company Secretaries**  
**FRN: P2014UP035400**  
**PR: 1498/2021**



**Nitesh Latwal**  
**Partner**  
**ACS No. A32109**  
**CP No. 16276**  
**UDIN: A032109E000650342**

**Item No. 1:**

To consider and adopt the audited Standalone Financial Statements and audited Consolidated Financial Statements of the Company for the Financial Year ended on March 31, 2023 together with the Reports of the Auditors and Board of Directors thereon.

**Type of Resolution:** Ordinary Resolution

Particulars of Business	Votes in favor of the resolution			Votes against the resolution			Invalid Votes	
	Number of members who voted	Number of shares for which votes cast	Percentage of votes to total votes cast	Number of members who voted	Number of shares for which votes cast	Percentage of votes to total votes cast	Number of members who voted	Number of shares for which votes cast
Remote e-voting	1,211	476,833,980	99.9997	9	1,450	0.0003	Nil	
E-Voting at AGM	20	1,478	100.0000	-	-	0.0000		
<b>Total</b>	<b>1,231</b>	<b>476,835,458</b>	<b>99.9997</b>	<b>9</b>	<b>1,450</b>	<b>0.0003</b>		

**Result:** The Ordinary Resolution has been passed with requisite consent.



**Item No. 2:**

To declare final dividend of INR 1.53 (Rupee One and fifty-three paise only) per equity share of the Company having face value of INR 10/- (Rupees Ten only) each, for the Financial Year ended on March 31, 2023.

**Type of Resolution:** Ordinary Resolution

Particulars of Business	Votes in favour of the resolution			Votes against the resolution			Invalid Votes	
	Number of members who voted	Number of shares for which votes cast	Percentage of votes to total votes cast	Number of members who voted	Number of shares for which votes cast	Percentage of votes to total votes cast	Number of members who voted	Number of shares for which votes cast
Remote e-voting	1,203	476,972,452	99.9996	16	2,096	0.0004	Nil	
E-Voting at AGM	20	1,478	100.0000	-	-	0.0000		
<b>Total</b>	<b>1,223</b>	<b>476,973,930</b>	99.9996	<b>16</b>	<b>2,096</b>	0.0004		

**Result:** The Ordinary Resolution has been passed with requisite consent.



**Item No. 3:**

To resolve not to fill the vacancy resulting due to retirement by rotation of Mr. Ganesh Mani (DIN: 08385423), Non-Executive Nominee Director of the Company.

**Type of Resolution:** Ordinary Resolution

Particulars of Business	Votes in favour of the resolution			Votes against the resolution			Invalid Votes	
	Number of members who voted	Number of shares for which votes cast	Percentage of votes to total votes cast	Number of members who voted	Number of shares for which votes cast	Percentage of votes to total votes cast	Number of members who voted	Number of shares for which votes cast
Remote e-voting	1,181	475,921,496	99.7792	36	1,052,934	0.2208	Nil	
E-Voting at AGM	19	1,453	98.3085	1	25	1.6915		
<b>Total</b>	<b>1,200</b>	<b>475,922,949</b>	<b>99.7792</b>	<b>37</b>	<b>1,052,959</b>	<b>0.2208</b>		

**Result:** The Ordinary Resolution has been passed with requisite consent.



**Item No. 4:**

To approve the Sona Employee Stock Option Plan 2023 (“Plan” or “ESOP 2023”) and grant of stock options to the Eligible Employees of the Company under the ESOP 2023.

**Type of Resolution:** Special Resolution

Particulars of Business	Votes in favour of the resolution			Votes against the resolution			Invalid Votes	
	Number of members who voted	Number of shares for which votes cast	Percentage of votes to total votes cast	Number of members who voted	Number of shares for which votes cast	Percentage of votes to total votes cast	Number of members who voted	Number of shares for which votes cast
Remote e-voting	1,141	471,496,792	98.8516	77	5,477,638	1.1484	Nil	
E-Voting at AGM	19	1,427	96.5494	1	51	3.4506		
<b>Total</b>	<b>1,160</b>	<b>471,498,219</b>	<b>98.8516</b>	<b>78</b>	<b>5,477,689</b>	<b>1.1484</b>		

**Result:** The Special Resolution has been passed with requisite consent.



**Item No. 5:**

To approve the grant of stock options to the Eligible Employees of the Company's subsidiary or its associate Company, in India or outside India under the Sona Employee Stock Option Plan 2023.

**Type of Resolution:** Special Resolution

Particulars of Business	Votes in favour of the resolution			Votes against the resolution			Invalid Votes	
	Number of members who voted	Number of shares for which votes cast	Percentage of votes to total votes cast	Number of members who voted	Number of shares for which votes cast	Percentage of votes to total votes cast	Number of members who voted	Number of shares for which votes cast
Remote e-voting	1,002	445,715,381	93.4629	222	31,175,008	6.5371	Nil	
E-Voting at AGM	19	1,427	96.5494	1	51	3.4506		
<b>Total</b>	<b>1,021</b>	<b>445,716,808</b>	93.4629	<b>223</b>	<b>31,175,059</b>	6.5371		

**Result:** The Special Resolution has been passed with requisite consent.





Item No. 6:

To ratify the remuneration of the Cost Auditors of the Company for the Financial Year 2023-24.

Type of Resolution: Ordinary Resolution

Particulars of Business	Votes in favour of the resolution			Votes against the resolution			Invalid Votes	
	Number of members who voted	Number of shares for which votes cast	Percentage of votes to total votes cast	Number of members who voted	Number of shares for which votes cast	Percentage of votes to total votes cast	Number of members who voted	Number of shares for which votes cast
Remote e-voting	1,195	476,972,775	99.9996	22	1,673	0.0004	Nil	
E-Voting at AGM	20	1,478	100.0000	-	-	0.0000		
<b>Total</b>	<b>1,215</b>	<b>476,974,253</b>	<b>99.9996</b>	<b>22</b>	<b>1,673</b>	<b>0.0004</b>		

**Result:** The Ordinary Resolution has been passed with requisite consent.

