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An ISO 9001, ISO 14001 & ISO 45001  
Certified Company



1st October 2022

BSE Ltd  
The Department of Corporate Services  
Phiroze Jeejeebhoy Towers  
Dalal Street - Mumbai 400 001

National Stock Exchange of India Ltd.  
Exchange Plaza, Bandra Kurla Complex  
Bandra (E), Mumbai - 400051  
Fax. No: 022-26598237/38, 022-26598347/48

Security Code No.: 504614

Symbol: SARDAEN Series: EQ

Dear Sir,

Sub: Voting Results and Summary of Proceedings of the 49<sup>th</sup> Annual General Meeting of the Company held on 29<sup>th</sup> September, 2022

The 49<sup>th</sup> Annual General Meeting (AGM) of M/s. Sarda Energy & Minerals Ltd. was held on 29<sup>th</sup> September, 2022 through VC/OAVM to transact the business as stated in the Notice dated 30<sup>th</sup> July 2022 convening the AGM.

In this regard, please find enclosed the following:

1. Summary of proceedings of the 49<sup>th</sup> AGM of the Company as required under regulation 30, Part A of Schedule III of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 [Listing Regulations] - Annexure I
2. Voting results of the business transacted at the AGM, as required under regulation 44(3) of the Listing Regulations - Annexure II
3. Report of the Scrutinizer dated 1<sup>st</sup> October 2022 pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 - Annexure III.

The Voting Results along with the Scrutinizer's Report dated 1<sup>st</sup> October is made available on the Company's website at [www.seml.co.in](http://www.seml.co.in).

You are requested to take the information on records.

Thanking you,

Yours faithfully,  
For Sarda Energy & Minerals Ltd.

  
Company Secretary

Encl: As above



Annexure - I

Summary of proceedings of the 49<sup>th</sup> Annual General Meeting

The 49<sup>th</sup> Annual General Meeting of the Members of the Company was held on Thursday, the 29<sup>th</sup> day of September, 2022 through VC/OAVM. The quorum for the meeting got completed at 11.40 a.m. and accordingly, the meeting started at 11.40 a.m. as against the scheduled time of 11.30 a.m. The meeting concluded at 12.20 p.m. The voting has been done by remote e-voting and e-voting at the AGM.

Mr. Kamal Kishore Sarma, Chairman & Managing Director, chaired the meeting. After ascertaining the presence of quorum, the Chairman called the Meeting to order. The Chairman welcomed the shareholders present at the AGM, confirmed that all the Board members are present at the general meeting and introduced the Board members. The Chairman confirmed that he is satisfied with the efforts feasible under the present circumstances to enable the members to participate in the meeting and vote on the items to be considered in the meeting.

Chairman confirmed that the Company Secretary, Statutory Auditors and the Secretarial Auditors are present in the meeting.

Thereafter, with the permission of the meeting, the Chairman took the Notice of the 49<sup>th</sup> AGM, Report of the Statutory Auditors and the Financial Statements as read.

The Chairman then asked the Company Secretary to read out the observation of the Secretarial Auditors and the management's reply to the observation. The same was read out by the Company Secretary.

The Chairman then addressed the members with respect to Company's performance, macro-economic scenario, future outlook and relevant matters.

After this the members were requested to share their views / raise their query. No query was received and no shareholder had requested for speaking at the AGM.

Thereafter, the Chairman authorised the Scrutinizer /Company Secretary to carry out the voting activity. The Chairman also announced that the Company has provided necessary remote e-voting facility and has also made arrangements for voting at the AGM.

The Chairman thanked all the members present at the meeting. He announced that the e-voting shall be available for 15 minutes after the AGM and the AGM shall be deemed to conclude at the expiry of the voting. He further informed that the results will be declared within the prescribed time on receipt of the voting details from NSDL and the report from the scrutinizer. He also informed that the voting results will be made available on the websites of the Company and the National Securities and Depositories Limited.

Thereafter Company Secretary informed that in compliance with the provisions of the Companies Act, 2013 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("the Listing Regulations"), the Company







has provided to the Members, the facility to cast their vote through remote e-voting means from 26.09.2022 to 28.09.2022. It was also informed to the Members that the Facility of e-voting is made available at the meeting for Members who have not cast their vote through the remote e-voting means.

The Company Secretary informed the Members about the business to be transacted at the Meeting. As per notice dated 30<sup>th</sup> July 2022 convening the 49<sup>th</sup> AGM of the Company, the following businesses were transacted at the Meeting. Resolution Nos. from 1 to 4 were Ordinary Resolutions and Resolution No. 5 was Special Resolution.

1. Adoption of audited standalone and consolidated financial statements of the Company for the financial year ended on 31st March, 2022, the reports of the Board of Directors and Auditors thereon.
2. Re-appointment of Mr. Pankaj Sarda (DIN: 00008190), as Director, who retired by rotation at the Annual General Meeting and being eligible, had offered himself for re-appointment.
3. Ratification of remuneration payable to M/s. S.N. & Co., Cost & Management Accountants, the Cost Auditors of the Company for the F.Y. 2022-23.
4. Approval to re-appointment of Mr. Pankaj Sarda (DIN: 00008190) as Wholetime Director (designated as Jt. Managing Director) for a period of five years w.e.f. 1<sup>st</sup> November 2022, liable to retire by rotation.
5. Authorization to create, offer, invite for subscription, issue and allot, from time to time, in one or more tranches and/or series, whether secured or unsecured, cumulative or non-cumulative, listed or unlisted, redeemable non-convertible debentures and/or other debt securities, aggregating to an amount not exceeding Rs.500 crore.

Thereafter the meeting remained opened for 15 minutes for voting and concluded thereafter.

Post the conclusion of the voting at the meeting, the Scrutinizers' report was received on 1<sup>st</sup> October 2022. All the Resolutions have been passed with requisite majority.

This is for your information and records.

Thanking you,

Yours faithfully,  
Sarda Energy & Minerals Limited

Company Secretary



## SARDA ENERGY &amp; MINERALS LIMITED

CIN: L27100MH1973PLC016617

## Remote E-Voting &amp; E-voting (at 49th AGM) Results

Date of the AGM	29th September, 2022
Total number of shareholders on record date	28402
No. of shareholders present in the meeting either person or through proxy:	
Promoters and Promoter Group: Public	Not applicable. Meeting was held through VC/OAVM.
No. of shareholders attended the meeting through Video Conferencing:	
Promoters and Promoter Group: Public:	6 34



**Agenda-wise disclosure**

Given below is the resolution wise combined result of remote e-voting and e-voting at the meeting

Resolution 1: Adoption of the Audited Standalone and Consolidated Financial Statements of the Company for the Financial Year ended 31<sup>st</sup> March, 2022 and the Reports of the Board of Directors and the Auditors thereon.

Resolution required : (Ordinary/Special)			Ordinary					
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 favor	No. of votes - against	% of votes in favor on votes polled	% of votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter & Promoter Group	E-Voting	25597426	22611457	88.33	22611457	-	100.00	-
	Poll - E-Vote at the meeting		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		22611457	88.33	22611457	-	100.00	-
Public – Institutions	E-Voting	1693424	1410146	83.27	1410146	-	100.00	-
	Poll - E-Vote at the meeting		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		1410146	83.27	1410146	-	100.00	-
Public – Non Institutions	E-Voting	7947277	815852	10.27	813619	2233	99.73	0.27
	Poll - E-Vote at the meeting		2265	0.03	2265	-	100.00	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		818117	10.29	815884	2233	99.73	0.27
Total		35238127	24839720	70.49	24837487	2233	99.991	0.009





Resolution 2: Re-appointment of Mr. Pankaj Sarda(DIN: 00008190) as Director, who retires by rotation at the AGM and being eligible, had offered himself for re-appointment.

Resolution required : (Ordinary/Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			YES					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes - in favor	No. of votes - against	% of votes in favor on votes polled	% of votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter & Promoter Group	E-Voting	25597426	19399051	75.79	19399051	-	100.00	-
	Poll - E-Vote at the meeting		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		19399051	75.79	19399051	-	100.00	-
Public – Institutions	E-Voting	1693424	1474461	87.07	1011774	462687	68.62	31.38
	Poll - E-Vote at the meeting		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		1474461	87.07	1011774	462687	68.62	31.38
Public – Non Institutions	E-Voting	7947277	815802	10.27	812567	3235	99.60	0.40
	Poll - E-Vote at the meeting		2265	0.03	2265	-	100.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		818067	10.29	814832	3235	99.60	0.40
Total		35238127	21691579	61.56	21225657	465922	97.852	2.148



Resolution 3: Ratification of remuneration payable to the Cost Auditors for the F.Y. 2022-23

Resolution required : (Ordinary/Special)			Ordinary					
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 favor	No. of votes - against	% of votes in favor on votes polled	% of votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter & Promoter Group	E-Voting	25597426	22611457	88.33	22611457	-	100.00	-
	Poll - E-Vote at the meeting		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		22611457	88.33	22611457	-	100.00	-
Public – Institutions	E-Voting	1693424	1474461	87.07	1474461	-	100.00	-
	Poll - E-Vote at the meeting		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		1474461	87.07	1474461	-	100.00	-
Public – Non Institutions	E-Voting	7947277	813462	10.24	813367	95	99.99	0.01
	Poll - E-Vote at the meeting		2265	0.03	2265	-	100.00	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		815727	10.26	815632	95	99.99	0.01
Total		35238127	24901645	70.67	24901550	95	99.996	0.0004



Resolution 4 : Re-appointment of Mr. Pankaj Sarda (DIN: 00008190) as Whole time Director (designated as Jt. Managing Director) for five years w.c.f. 1st November 2022, liable to retire by rotation.

Resolution required : (Ordinary/Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			YES					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes in favor	No. of votes against	% of votes in favor on votes polled	% of votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter & Promoter Group	E-Voting	25597426	19399051	75.79	19399051	-	100.00	-
	Poll - E-Vote at the meeting		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		19399051	75.79	19399051	-	100.00	-
Public – Institutions	E-Voting	1693424	1474461	87.07	1036383	438078	70.29	29.71
	Poll - E-Vote at the meeting		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		1474461	87.07	1036383	438078	70.29	29.71
Public – Non Institutions	E-Voting	7947277	815665	10.26	812986	2679	99.67	0.33
	Poll - E-Vote at the meeting		2265	0.03	2265	-	100.00	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		817930	10.29	815251	2679	99.67	0.33
Total		35238127	21691442	61.56	21250685	440757	97.968	2.032





Resolution 5 : Authorization to create, offer, invite for subscription, issue and allot, from time to time, in one or more tranches and/or series, whether secured or unsecured, cumulative or non-cumulative, listed or unlisted, redeemable non-convertible debentures and/or other debt securities, aggregating to an amount not exceeding Rs. 500 Crore.

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 favor	No. of votes - against	% of votes in favor on votes polled	% of votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter & Promoter Group	E-Voting	25597426	22611457	88.33	22611457	-	100.00	-
	Poll - E-Vote at the meeting		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		22611457	88.33	22611457	-	100.00	-
Public – Institutions	E-Voting	1693424	1474461	87.07	1474461	-	100.00	-
	Poll - E-Vote at the meeting		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		1474461	87.07	1474461	-	100.00	-
Public – Non Institutions	E-Voting	7947277	813599	10.24	812504	1095	99.87	0.13
	Poll - E-Vote at the meeting		2265	0.03	1826	439	80.62	19.38
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		815864	10.27	814330	1534	99.81	0.19
Total		35238127	24901782	70.67	24900248	1534	99.994	0.006





# S.G. KANKANI & ASSOCIATES

## COMPANY SECRETARIES

### SCRUTINIZER'S REPORT

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

To,  
The Chairman of 49<sup>th</sup> Annual General Meeting of  
M/s Sarda Energy & Minerals Limited  
held on the 29<sup>th</sup> day of September, 2022 at 11.40 Hrs.  
through Video Conferencing (VC) / Other Audio-Visual Means (OAVM)

Dear Sir,

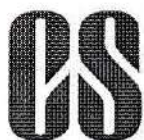
I, Kamlesh Ojha, Practising Company Secretary and Partner of M/s S.G. Kankani & Associates, Company Secretaries, Raipur (C.G.) was appointed as Scrutinizer by the Board of Directors of M/s Sarda Energy & Minerals Limited (the Company) for the purpose of scrutinizing e-voting process (remote e-voting) and electronic voting (e-voting) at the Annual General Meeting (AGM) pursuant to the provisions of Section 108 of the Companies Act, 2013 ("The Act") read with Rule 20 & 21 of the Companies (Management & Administration) Rules, 2014 (Amendment Rules, 2015) in respect of the resolutions contained in the notice of the 49<sup>th</sup> AGM of the members of the Company held on the 29<sup>th</sup> day of September, 2022 through Video Conferencing (VC) / Other Audio Visual Means (OAVM). The quorum for the meeting got completed at 11.40 a.m. and accordingly, the meeting started at 11.40 a.m. as against the scheduled time of 11.30 a.m.

Accordingly, I submit my report as under:

- 1) The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means (by remote e-voting) and electronic voting (e-voting) at the AGM by shareholders. My responsibility as a scrutinizer is to ensure that the voting process both through electronics means (by remote e-voting) and 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, based on the reports generated/downloaded from NSDL's e-voting website - [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
- 2) The e-voting facility both for e-voting prior to the AGM (remote e-voting) and voting at the AGM by electronic voting (e-voting) was provided by National Securities Depository Limited (NSDL).
- 3) The shareholders holding shares as on the "Cut Off" date i.e., 22nd September 2022 were entitled to vote on the proposed 5 (Five) Resolutions as mentioned in the Notice of the 49<sup>th</sup> Annual General Meeting of M/s Sarda Energy & Minerals Limited. The remote e-voting period remained open from Monday, 26<sup>th</sup> September 2022 (9.00 a.m. IST) and ended on Wednesday, 28<sup>th</sup> September 2022 (5.00 p.m. IST).
- 4) After declaration of voting, the shareholders present at the AGM through VC voted through e-voting facility provided by NSDL at the AGM.
- 5) 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 National Securities Depository Limited (<https://www.evoting.nsdl.com>) in the presence of two witnesses, who are not in the employment of the Company.







# S.G. KANKANI & ASSOCIATES

## COMPANY SECRETARIES

- 6) Based on the data/voting report downloaded from NSDL e-voting system, the details of votes cast in favour or against the respective resolutions proposed in the Notice of the 49<sup>th</sup> AGM are as under:

### ORDINARY BUSINESS:

#### ITEM NO. 1 – ORDINARY RESOLUTION

ADOPTION OF AUDITED STANDALONE AND CONSOLIDATED FINANCIAL STATEMENTS OF THE COMPANY FOR THE YEAR ENDED 31ST MARCH 2022 AND THE REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS THEREON.

- (i) Voted in favour of the resolutions

No. of members Voted	Number of votes cast by them	% of total number of valid votes cast
210	24,837,487	99.99%

- (ii) Voted against the resolutions

No. of members Voted	Number of votes cast by them	% of total number of valid votes cast
3	2,233	0.01%

- (iii) Invalid / Abstain votes

Total number of members whose votes were declares invalid/ Abstain	Total number of votes cast by them
1	64315

#### ITEM NO. 2 – ORDINARY RESOLUTION

TO APPOINT A DIRECTOR IN PLACE OF MR. PANKAJ SARDA (DIN: 00008190), WHO RETIRES BY ROTATION AT THIS ANNUAL GENERAL MEETING AND BEING ELIGIBLE HAD OFFERED HIMSELF FOR RE-APPOINTMENT.

- (i) Voted in favour of the resolutions

No. of members Voted	Number of votes cast by them	% of total number of valid votes cast
172	21,225,657	97.85%

- (ii) Voted against the resolutions

No. of members Voted	Number of votes cast by them	% of total number of valid votes cast
37	465,922	2.15%

- (iii) Invalid / Abstain votes

Total number of members whose votes were declares invalid/ Abstain	Total number of votes
5	3,212,456







# S.G. KANKANI & ASSOCIATES

## COMPANY SECRETARIES

### SPECIAL BUSINESS:

#### ITEM NO. 3 – ORDINARY RESOLUTION

RATIFICATION OF PAYMENT OF REMUNERATION TO M/S S N AND CO COST AND MANAGEMENT ACCOUNTANTS, AS COST AUDITORS OF THE COMPANY FOR THE F.Y. 2022-23.

(i) Voted in favour of the resolutions

No. of members Voted	Number of votes cast by them	% of total number of valid votes cast
207	24,901,550	99.996%

(ii) Voted against the resolutions

No. of members Voted	Number of votes cast by them	% of total number of valid votes cast
4	95	0.0004%

(iii) Invalid / Abstain votes

Total number of members whose votes were declares invalid/ Abstain	Total number of votes cast by them
3	2,390

#### ITEM NO. 4 – ORDINARY RESOLUTION

RE-APPOINTMENT OF MR. PANKAJ SARDA AS WHOLETIME DIRECTOR (DESIGNATED AS JT. MANAGING DIRECTOR) FOR A FURTHER PERIOD OF 5 YEARS W.E.F. 1ST NOVEMBER 2022, LIABLE TO RETIRE BY ROTATION

(i) Voted in favour of the resolutions

No. of members Voted	Number of votes cast by them	% of total number of valid votes cast
174	21,250,685	97.97%

(ii) Voted against the resolutions

No. of members Voted	Number of votes cast by them	% of total number of valid votes cast
34	440,757	2.03%

(iii) Invalid / Abstain votes

Total number of members whose votes were declares invalid/ Abstain	Total number of votes cast by them
6	32,12,593





**S.G. KANKANI & ASSOCIATES**  
**COMPANY SECRETARIES**

**ITEM NO. 5 – SPECIAL RESOLUTION**

**APPROVAL FOR PRIVATE PLACEMENT OF NON-CONVERTIBLE DEBENTURES**

(i) Voted in favour of the resolutions

No. of members Voted	Number of votes cast by them	% of total number of valid votes cast
206	24,900,248	99.99%

(ii) Voted against the resolutions

No. of members Voted	Number of votes cast by them	% of total number of valid votes cast
6	1,534	0.01%

(iii) Invalid / Abstain votes

Total number of members whose votes were declares invalid/ Abstain	Total number of votes cast by them
2	2,253

- 7) Based on the voting results as given hereinabove, we confirm that all the resolutions have been passed with requisite majority.
- 8) All relevant records of voting will remain in my custody until the Chairman considers, approves and signs the minutes of the 49<sup>th</sup> Annual General Meeting and the same shall be handed over thereafter to the Chairman/Company Secretary for safe keeping.

Thanking you,

Yours faithfully,

For S.G. KANKANI & ASSOCIATES,  
COMPANY SECRETARIES,

FRN: P1998CG012600

PR: 1396/2021

(CS KAMLESH OJHA)

PARTNER

F.C.S. No.: 10807

C.P. No.: 14660

DATE: 01-10-2022

UDIN: F010807D001109003

COUNTER SIGNED BY

FOR M/S SARDA ENERGY & MINERALS LIMITED

(MANISH SETHI)

COMPANY SECRETARY