



SUNIL INDUSTRIES LIMITED
(AN ISO 9001 & 14001 CERTIFIED COMPANY)

Corporate Office
315, Rewa Chambers
New Marine Lines, Mumbai - 400 020
Tel. : (022) 2201 7389 / 2208 7860
Fax : (022) 2208 4594
E-mail : info@sunilgroup.com
www.sunilgroup.com
CIN No.: L99999MH1976PLC019331

Date: September 28th, 2024

To,
Department of Corporate Service,
BSE Limited
Department of Corporate Service,
14th Floor, P.J. Tower,
Dalal Street, Fort,
Mumbai - 400 001.

Sub: Proceedings of the 48th Annual General Meeting of Sunil Industries Limited held for the financial year 2023-2024 on September 28th, 2024.

Ref.: Sunil Industries Limited, Scrip Code- 521232

Dear Sir/Madam,

Pursuant to Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the proceedings of the 48th Annual General Meeting (AGM) of Sunil Industries Limited ("**Company**"), held today i.e. Saturday, September 28th, 2024 at D-8, M.I.D.C, Phase II, Manpada Road, Dombivli (East), Thane 421 203, District Thane, Maharashtra. The Meeting commenced at 12:30 p.m. (IST) and concluded at 12:50 p.m. (IST).

The detailed result of the matters that were put to vote, as required under Regulation 44(3) of the Listing Regulations shall be submitted separately.

Kindly take the above on record and acknowledge receipt of the same.
Thanking You,

Yours Faithfully,
For SUNIL INDUSTRIES LIMITED

Sourabh Sahu
Company Secretary & Compliance Officer
Membership No.: ACS: 55322



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**PROCEEDINGS OF THE 48TH ANNUAL GENERAL MEETING OF SUNIL INDUSTRIES LIMITED HELD
ON SATURDAY, SEPTEMBER 28TH, 2024.**

Date, Time and Venue of the Meeting:

The 48th Annual General Meeting (“AGM”) of the Members of **SUNIL INDUSTRIES LIMITED** (“Company”) was held today i.e., on Saturday, 28th September, 2024 at D-8, M.I.D.C., Phase II, Manpada Road, Dombivli (East), Thane - 421203, District Thane, Maharashtra.

The AGM had commenced at 12:30 p.m. and was concluded at 12:50 p.m. (IST).

Brief details of the items deliberated at the AGM and results thereof:

- Mr. Sourabh Sahu, Company Secretary & Compliance Officer of the Company welcomed the Members present and all the Directors (including Chairman of the Audit Committee, Chairman of the Nomination and Remuneration Committee and Chairman of the Stakeholders’ Relationship Committee).
- Thereafter, Mr. Sourabh Sahu explained the general instructions to the Members who had attended the meeting and introduced the Board Members present on the dais to the Members of the Company. The following Directors and Key Managerial Personnel were present at the AGM:
 - i. Mr. Vinod Lath – Chairman and Managing Director;
 - ii. Mr. Pradeep Roongta – Whole Time Director and CFO;
 - iii. Mr. Rajesh Tibrewal – Independent Non-Executive Director;
 - iv. Mrs. Shruti Saraf - Independent Non-Executive Director;
 - v. Mrs. Bindu Shah - Independent Non-Executive Women Director; and
 - vi. Mr. Sourabh Sahu – Company Secretary & Compliance Officer.
- Mr. Sourabh Sahu then informed that the Authorized Representative of Body Corporates holding 9,74,600 Equity Shares, attended the Meeting.
- Mr. Sourabh Sahu then informed that the Company has received no proxy.
- Thereafter Mr. Sourabh Sahu handed over the proceedings by requesting Mr. Vinod Lath, Chairman and Managing Director of the Company to commence the proceedings by addressing the shareholders.
- Mr. Vinod Lath, Chairman, chaired the AGM and welcomed the shareholders to the 48th Annual General Meeting, by declaring the requisite quorum being present, the Chairman called the meeting to order.



- Mr. Vinod Lath, Chairman introduced and informed the Members that authorized representatives of M/s V.K. Beswal & Associates, Chartered Accountants - Statutory Auditors, M/s Shanker Chaudhary & Co. - Cost Accountants, M/s Chetan Jain & Associates, Chartered Accountant - Internal Auditor, M/s. HSPN & Associates LLP - Secretarial Auditor and Mr. Piyush Gohel, Company Secretary – Designated Partner of M/s. HSPN & Associates LLP, Practicing Company Secretaries, as Scrutinizer was also present at the Meeting.
- Then Mr. Vinod Lath addressed the Members by delivering the Chairman’s speech which comprise of general economic scenario of the industry overview and gave an overview of the financial performance of the Company for the financial year ended 31st March, 2024 and its future outlook.
- The Chairman then handed over the further proceedings of the AGM to the Company Secretary i.e., CS Sourabh Sahu and the same was took over by him.
- Mr. Sourabh Sahu informed the Members that in accordance with the provision of Companies Act, 2013, read with rules made there under and SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015 with the Stock Exchange, the Company had provided the remote e-voting facility through Central Depository Services Limited (CDSL) to enable the members to cast/exercise their vote(s) electronically on the agenda items specified in the Notice of 48th AGM. The remote e-voting period had commenced on Wednesday, 25th September, 2024 at 9.00 am. and ended on Friday, 27th September, 2024 at 5.00 pm.
- He further informed that those Members who were unable to vote through electronic means as mentioned above were requested to vote through ballot paper and drop their votes in the ballot box and requested the scrutinizer for orderly conduct of voting.
- Mr. Sourabh Sahu then ordered poll pursuant to Section 109 of the Companies Act 2013 for the 1 to 6 resolutions as mentioned in the Notice of AGM dated August 26th, 2024.
- The Notice of the AGM as well as the Secretarial Audit Report for the year ended March 31, 2024 was taken as read, since there was no qualification in the said report.
- Following items of business as set out in the Notice calling the AGM were put for shareholders’ approval:

Item No. 1	To receive, consider and adopt the Audited Financial Statements of the Company for the year ended 31st March, 2024 including Audited Balance Sheet as at 31st March, 2024 and the statement of Profit & Loss for the year ended on that date and the Report of the Board of Directors and Auditors thereon.
Item No. 2	To re-appoint Mr. Shri Pradeep Chatruprasad Roongta (DIN: 00130283) who retires by rotation & being eligible offers himself for re-appointment as Director.



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Item No. 3	To Ratification of Remuneration payable to Cost Auditor for financial year 2024-2025.
Item No. 4	To Re-appointment of Vinod Lath as Managing Director of the Company.
Item No. 5	To Re-appoint of Pradeep Roongta as Whole Time Director and Chief Financial Officer of the Company.
Item No. 6	To Regularise the appointment of Ms. Bindu Darshan Shah (DIN: 07131459) as Non-Executive and Independent Women Director of the Company.

- The details required under Regulation 30 of the Listing Regulations read with SEBI circular dated July 13, 2023 are enclosed herewith as **Annexure I, Annexure II & Annexure III**.
- The Scrutinizer Mr. Piyush Gohel has arranged and distributed polling papers to the Members.
- The Scrutinizer Mr. Piyush Gohel demonstrated the empty polling boxes to the members and locked and sealed it in the presence of the members of the Company.
- Mr. Sourabh Sahu further informed that those shareholders who were not able to vote through electronic means (remote e-voting) were requested to vote through polling paper and drop their votes in the polling box and requested Mr. Piyush Gohel, scrutinizer for orderly conduct of the voting.
- The scrutinizer has opened polling boxes in the presence of two persons as witnesses (who was not in the employment of the company) after voting process is over.
- Further the Mr. Sourabh Sahu, Company Secretary informed the scrutinizer to submit his Report after the voting.
- He also informed and requested the members that those members who have voted through remote e-voting before the Annual General Meeting would not be allowed to vote at the meeting and accordingly, they were prohibited from voting on the resolutions as mentioned in the Notice of the 48th Annual General Meeting of the Company for avoiding the duplicity of the voting.
- Mr. Sourabh Sahu, Company Secretary informed the members that the result of voting i.e. remote e-voting results and results of voting done at the AGM along with the consolidated scrutinizers report shall be announced within 2 days from the conclusion of AGM at registered office of the company and would be displayed on the website of the Company. He also informed that results would also be intimated to the BSE Ltd (BSE) and would be available at the registered office of the company.
- The detailed voting results along with the Scrutinizer Report shall be submitted with the Stock Exchanges separately.



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- All the Businesses as mentioned in the Notice were duly transacted. Company Secretary then extended a Vote of Thanks and the Meeting was concluded at 12:50 p.m.

Yours Faithfully,
For **SUNIL INDUSTRIES LIMITED**

Sourabh Sahu
Company Secretary & Compliance Officer
Membership No.: ACS: 55322



ANNEXURE I

Details pursuant to SEBI Circular dated July 13, 2023 of SEBI (Listing Obligations and Disclosures) Requirements, 201

RE-APPOINTMENT OF WHOLE-TIME DIRECTOR OF THE COMPANY

Particulars	Details
Reason for change viz. appointment, reappointment, resignation, removal, death or otherwise.	Re-appointment.
Date of appointment & term of appointment.	On basis of recommendation of the Nomination and Remuneration Committee, the Board in their meeting held on 26 th July, 2024 had re-appointed Mr. Pradeep Roongta holding (DIN 00130283) as Whole Time Director of the company subject to approval of the members of the Company in the ensuing Annual General Meeting. accordingly, upon approval of the members hereby re-appointed as a Whole Time Director of the Company w.e.f. 01 st September, 2024 for a tenure of 5 (Five) years effective from 01 st September, 2024 up to 31 st August, 2029.
Brief profile (in case of appointment);	Mr. Pradeep Roongta holding (DIN 00130283) is commerce graduate with immense experience in production and administration field. His leadership has been instrumental in driving substantial business growth and achieving impressive revenue figures. His knowledge and presence as whole-Time Director on the Board of the company will help in bringing more experience towards smooth functioning of the Company's business.
Disclosure of Relationships between Directors inter-se.	Not related to any Directors/ Key Managerial Personnel of the Company.

For SUNIL INDUSTRIES LIMITED

Sourabh Sahu
Company Secretary & Compliance Officer
ACS: 55322



ANNEXURE - II

Details pursuant to SEBI Circular dated July 13, 2023 of SEBI (Listing Obligations and Disclosures) Requirements, 2015

RE-APPOINTMENT OF MANAGING DIRECTOR OF THE COMPANY

Particulars	Details
Reason for change viz. appointment, reappointment, resignation, removal, death or otherwise.	Re-appointment
Date of appointment & term of appointment	On basis of recommendation of the Nomination and Remuneration Committee, the Board in their meeting held on 26th July, 2024 had re-appointed Mr. Vinod Gajanand Lath (DIN: 00064774) as Managing Director of the Company subject to approval of the members of the Company in the ensuing Annual General Meeting. accordingly, upon approval of the members hereby re-appointed as Managing Director of the Company w.e.f. 1 st September, 2024 for a tenure of 5 (Five) years effective from 1 st September, 2024 up to 31st August, 2029.
Brief profile (in case of appointment);	Mr. Vinod Gajanand Lath (DIN: 00064774) is a commerce graduate with immense experience in the field of marketing, finance and administration. Further, he being a founder promoter of the Company has experience of over four decades in Management and Administration, thus the Company stands to gain tremendously from his vast experience and thereby proposes to avail his services as a Managing Director despite him attaining 75 years of age for the benefit of all stakeholders.
Disclosure of Relationships between Directors inter-se.	Not related to any Directors/ Key Managerial Personnel of the Company

For SUNIL INDUSTRIES LIMITED

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ANNEXURE - III

Details pursuant to SEBI Circular dated July 13, 2023 of SEBI (Listing Obligations and Disclosures) Requirements, 2015

APPOINTMENT OF MS. BINDU DARSHAN SHAH (DIN: 07131459) AS NON- EXECUTIVE AND INDEPENDENT WOMEN DIRECTOR OF THE COMPANY

Particulars	Details
Reason for change viz. appointment, reappointment, resignation, removal, death or otherwise.	Appointment under statutory requirement under the provisions of the Companies Act, 2013 and SEBI Regulations. Bindu Darshan Shah (DIN: 07131459) is appointed as Non-Executive Women Independent Director of the Company.
Date of appointment & term of appointment	On basis of recommendation of the Nomination and Remuneration Committee, the Board in their meeting held on 29th June, 2024 had appointed Bindu Darshan Shah (DIN: 07131459) as an Additional Director in the capacity of Non -Executive, Women Independent Director of the Company for the period of Five (5) years subject to approval of the members of the Company in the ensuing Annual General Meeting. accordingly, upon approval of the members hereby appointed as Non -Executive, Women Independent Director of the Company w.e.f. 29th June, 2024 up to 28th June, 2029.
Brief profile (in case of appointment);	Bindu Darshan Shah (DIN: 07131459) Proprietor of K Bindu & Associates, Practicing Company Secretaries, have been in practice independently as a Company Secretary since April, 2007. During this tenure, she has gained wide exposure of Company Secretarial functions in big as well as medium-sized enterprises, whether Public Limited or Private Limited Companies.
Disclosure of Relationships between Directors inter-se.	Not related to any Directors/ Key Managerial Personnel of the Company.

Thanking You,

For SUNIL INDUSTRIES LIMITED

Sourabh Sahu
Company Secretary & Compliance Officer
ACS: 55322