

SUDAL

INDUSTRIES LIMITED

Certified for IATF 16949 / ISO 9001 & EMS OHSAS ISO 14001 / 18001



Corporate Office : 26A Nariman Bhavan, Opp. NCPA, 227 Nariman Point, Mumbai 400 021. (INDIA)
Phone: 91-22-22023845, 61577100, 61577177 ● Fax : 91-22-22022893 ● E-mail : mumbai@sudal.co.in ● www.sudal.co.in

24th December 2020

To

Corporate Relationship Department

BSE Limited

P. J. Towers, 1st Floor,

Dalal Street, Mumbai – 400 001

Scrip Code: 506003

Dear Sir / Madam,

Sub.: Declaration of results of the voting on resolutions set out in notice of 41st Annual General Meeting Wednesday December 23, 2020.

Dear Sir(s),

Pursuant to the provisions of Section 96 of the Companies Act, 2013, the 41st Annual General Meeting (AGM) of the Company was convened on Wednesday December 23, 2020 Video Conferencing/ Other Audio Visual Means ("VC/OAVM") to seek the approval of members of the Company on the resolutions contained in notice.

In terms of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management 8: Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 Sudal Industries Limited ('the Company') provided Remote e-voting facility and e-voting at the time of AGM to the Members vide Notice of 41st Annual General Meeting.

Members voted through remote e-voting till December 22, 2019 (up to 5:00 pm.) being the last date fixed for remote e-voting and members voted electronically at the AGM have been considered by the Scrutinizer. Further, to enable those members who could not vote through remote e-voting, have provided the facility to vote electronically at the



Manufacturers of Aluminium Extrusions & Components ● Architectural & Transport Systems ● Non Ferrous Alloys

Regd. Office & Works : A5 MIDC, Ambad Industrial Area, Mumbai Nashik Highway, Nashik 422 010.

Phone : 91-253-2382396 / 6636200 - 234 ● Fax : 91-253-2382197

E-mail : nasik@sudal.co.in

Pune : (Mob.) : 9223192800 ● Vadodara: Phone: 0265-2337462 ● Delhi: 9313623303

CIN L21541MH1979PLC021541



AGM . The Board at their meeting held on 11th November 2020 has appointed Mr. Jayesh M. Shah, Practicing Company Secretary, Partner - M/s. Rathi & Associates, Company Secretaries as Scrutinizer to scrutinize the voting process for the 41st Annual General Meeting of the Company in a fair and transparent manner.

Based on the Scrutinizer's Report dated December 23, 2020, I, Sudarshan S. Chokhani, Managing Director of the Company, hereby declare that all the 3 (three) resolutions, as set out in the Notice of the 41st Annual General Meeting of the Company held on Wednesday, December 23, 2020 have been duly passed with requisite majority by the members of the Company.

We are also enclosing herewith the voting results of AGM.

You are requested to take note of the same.

Thanking You

Yours faithfully,

For Sudal Industries Limited




Mukesh Ashar

Whole-Time Director & CFO

DIN: 06929024

Rathi & Associates
COMPANY SECRETARIES

A-303, Prathamesh, 3rd Floor, Raghuvanshi Mills Compound, 11-12, Senapati Bapat Marg, Lower Parel (W), Mumbai - 400 013.
Tel.: 4076 4444 / 2491 1222 • Fax : 4076 4466 • E-mail : associates.rathi8@gmail.com

December 23, 2020

To
The Chairman
SUDAL INDUSTRIES LIMITED
A 5 MID Cambad Industrial Estate
Mumbai - Nashik Highway Nashik-422010

Dear Sir,

Sub: Scrutinizer's Report on remote e-voting and e-voting at 41st Annual General Meeting of the Members of Sudal Industries Limited held on Wednesday, 23rd December 2020

Sudal Industries Limited ('the Company') has vide resolution passed by its Board of Directors at their meeting held on November 11, 2020, appointed the undersigned as the Scrutinizer to ensure that the process of remote e-voting and e-voting at 41st Annual General Meeting (AGM) on the resolutions contained in the Notice dated December 4, 2020 for the AGM, as prescribed under Section 108 of the Companies Act, 2013 ("the Act") as amended from time to time, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, placed for the approval of Members of the Company, be carried out in a fair and transparent manner.

The AGM was held through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM") without the physical presence of the Members at a common venue and in compliance with Circular No. 20/2020 dated 5th May, 2020 read with Circular Nos. 14/2020 dated 8th April 2020 and 17/2020 dated 13th April 2020 (collectively "circulars") issued by the Ministry of Corporate Affairs (MCA). The Company had provided e-voting facility at the AGM for those shareholders who did not cast their votes through remote e-voting facility prior to the AGM.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules made thereunder, the circulars issued by the MCA and the applicable regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, relating to remote e-voting and e-voting at AGM on the resolutions contained in the aforesaid Notice of the AGM of the Members of the Company. My responsibility as a Scrutinizer is to scrutinize and ensure that the voting through remote e-voting prior to the AGM and e-voting at AGM is done in a fair and transparent manner and to make a Consolidated Scrutinizer's Report of the votes cast "In Favour" or "Against" the resolutions, based on the reports generated from the remote e-voting and e-voting system at AGM as per the facility provided by Central Depository Services (India) Limited (CDSL) the agency engaged by the Company to provide remote e-voting facility prior to AGM and e-voting facility at the AGM.

As required under Section 101 of the Act read with aforementioned circulars issued by MCA and SEBI Circular No. SEBI/HO/CFD/CMD1/ CIR/P/2020/79 dated May 12, 2020 issued by Securities and Exchange Board of India, a Notice of AGM along with Explanatory Statement under Section 102 of the Act was sent to the Members by electronic means. In compliance with the provisions of MCA circulars, the AGM of the Company was held through VC/OAVM. Following resolutions were proposed for approval by remote e-voting and e-voting at the AGM by the Members of the Company:

1. **Resolution No. 1** as an Ordinary Resolution for adoption of audited Financial Statements of the Company for the financial year ended March 31, 2020, together with the Reports of the Auditor's and Board of Directors' thereon;
2. **Resolution No. 2** as an Ordinary Resolution for appointment of Shri. Mukesh V Ashar (DIN 06929024), who retires by rotation, and being eligible, offers himself for re-appointment;
3. **Resolution No. 3** as an Ordinary Resolution for ratification of payment of remuneration to M/s. Hemant Shah & Associates, (ICWAI Firm Registration No.113447W/W-100019) Cost Auditors of the Company for the financial year ended March 31, 2021;

Remote e-voting facility was made available to shareholders of the Company to cast their votes from Sunday 20th December, 2020 @ 10 am till Tuesday 22nd December, 2020 till 5:00 p.m. Accordingly, votes casted through remote e-voting upto 5.00 p.m. of 22nd December, 2020 and votes casted through e-voting at the 41st AGM have been considered for my scrutiny.

After conclusion of 41st Annual General Meeting, the details of voting through remote e-voting prior to AGM and e-voting at the AGM were locked. In case of shareholders who cast votes through remote e-voting as well as e-voting at the AGM, the voting through e-voting at the AGM of such shareholders were treated as valid. A summary of the votes cast by shareholders through remote e-voting prior to AGM and e-voting at the 41st AGM with their pattern of voting is as per Annexure attached to this Report.

The results of the voting by members through remote e-voting prior to AGM and e-voting at the 41st Annual General Meeting in respect of the above mentioned resolutions may accordingly be declared by the Chairman of the meeting or such other person as authorized by him.

Thanking you,

Yours sincerely,

**For RATHI & ASSOCIATES
COMPANY SECRETARIES**

JAYESH
MANSUK
HLAL
SHAH

Digitally signed
by JAYESH
MANSUKHLAL
SHAH
Date:
2020.12.23
21:26:20 +05'30'

JAYESH SHAH
PARTNER
M. No. F 5637
COP No. 2535
UDIN: F005637B001626311

Annexure

Resolution No. 1 as an Ordinary Resolution for adoption of audited Financial Statements for the financial year ended March 31, 2020, together with the Reports of the Auditor's and Board of Directors' thereon;

Sr. No.	Particulars	No. of members who voted	No. of Shares voted for
a.	Votes cast through e-voting at AGM	3	17,109
b.	Votes cast through remote e-voting	31	46,43,450
	Total	34	46,60,559
c.	Less: Invalid e-voting / remote voting	0	0
d.	Net Valid Voting	34	46,60,559
	(i) Voting with assent for the Resolution	31	46,43,448
	Percentage (%) of Assent		99.63
	(ii) Voting with dissent for the Resolution	3	17,111
	Percentage (%) of Dissent		0.37

*Rounded off

Resolution No. 2 as an Ordinary Resolution for appointment of Shri. Mukesh V Ashar (DIN 06929024), who retires by rotation, and being eligible, offers himself for re-appointment;

Sr. No.	Particulars	No. of members who voted	No. of Shares voted for
a.	Votes cast through e-voting at AGM	3	17,109
b.	Votes cast through remote e-voting	31	46,43,450
	Total	34	46,60,559
c.	Less: Invalid e-voting / remote voting	0	0
d.	Net Valid Voting	34	46,60,559
	(i) Voting with assent for the Resolution	31	46,43,448
	Percentage (%) of Assent		99.63
	(ii) Voting with dissent for the Resolution	3	17,111
	Percentage (%) of Dissent		0.37

*Rounded off

Resolution No. 3 as an Ordinary Resolution for ratification of payment of remuneration to M/s. Hemant Shah & Associates, (ICWAI Firm Registration No.113447W/W-100019) Cost Auditors of the Company for the financial year ended March 31, 2021;

Sr. No.	Particulars	No. of members who voted	No. of Shares voted for
a.	Votes cast through e-voting at AGM	3	17,109
b.	Votes cast through remote e-voting	31	46,43,450
	Total	34	46,60,559
c.	Less: Invalid e-voting / remote voting	0	0
d.	Net Valid Voting	34	46,60,559
	(i) Voting with assent for the Resolution	31	46,43,448
	Percentage (%) of Assent		99.63
	(ii) Voting with dissent for the Resolution	3	17,111
	Percentage (%) of Dissent		0.37

*Rounded off

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Resolution Required : (Ordinary)			1 - To consider and adopt Audited Financial Statements of the Company for the financial year ended March 31, 2020, together with the Reports of the Board of Directors and Auditors thereon					
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
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	4643000	4643000	100.0000	4643000	0	100.0000	0.0000
	Poll		0	0.0000	0	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		4643000	100.0000	4643000	0	100.0000	0.0000
Public Institutions	E-Voting	0	0	0.0000	0.0000	0	100.0000	0.0000
	Poll		0	0.0000	0.0000	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0.0000	0	0.0000	0.0000
	Total		0	0.0000	0.0000	0	100.0000	0.0000
Public Non Institutions	E-Voting	2724818	450	0.0165	445	5	98.8900	1.1100
	Poll		17109	0.6279	3	17106	0.0176	99.9824
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		17559	0.6444	448	17111	2.5514	97.4486
Total		7367818	4660559	63.2600	4643448	17111	99.6329	0.3671

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Resolution Required : (Ordinary)			2 - To appoint Shri. Mukesh V Ashar (DIN 06929024), who retires by rotation, and being eligible, offers himself for re-appointment;					
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
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	4643000	4643000	100.0000	4643000	0	100.0000	0.0000
	Poll		0	0.0000	0	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		4643000	100.0000	4643000	0	100.0000	0.0000
Public Institutions	E-Voting	0	0	0.0000	0.0000	0	100.0000	0.0000
	Poll		0	0.0000	0.0000	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0.0000	0	0.0000	0.0000
	Total		0	0.0000	0.0000	0	100.0000	0.0000
Public Non Institutions	E-Voting	2724818	450	0.0165	445	5	98.8900	1.1100
	Poll		17109	0.6279	3	17106	0.0176	99.9824
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		17559	0.6444	448	17111	2.5514	97.4486
Total		7367818	4660559	63.2600	4643448	17111	99.6329	0.3671

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Resolution Required : (Ordinary)			3 - To rectify of payment of remuneration to /s Hemant Shah & Associates, (ICAI Firm Registration No.113447W/W-100019) Cost Auditors of the Company for the financial year ended March 31, 2021;					
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
		[1]	[2]	[3]={([2]/[1])*100	[4]	[5]	[6]={([4]/[2])*100	[7]={([5]/[2])*100
Promoter and Promoter Group	E-Voting	10963125	3372545	30.7626	3372545	0	100.0000	0.0000
	Poll		7372475	67.2479	7372475	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		10745020	98.0105	10745020	0	100.0000	0.0000
Public Institutions	E-Voting	474939	409941	86.3145	369508	40433	90.1369	9.8631
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		409941	86.3145	369508	40433	90.1369	9.8631
Public Non Institutions	E-Voting	3179436	981	0.0309	771	210	78.5933	21.4067
	Poll		18165	0.5713	18165	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		19146	0.6022	18936	210	98.9032	1.0968
Total		14617500	11174107	76.4434	11133464	40643	99.6363	0.3637