

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



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November 20, 2021

To
Corporate Relationship Department
BSE Limited
P. J. Towers, 1st Floor,
Dalal Street, Mumbai – 400 001

Script Code: 506003

Dear Sir / Madam,

Sub.: Declaration of results of the voting on resolutions set out in notice of 42nd Annual General Meeting held on Saturday, November 20, 2021.

Dear Sir(s),

Pursuant to the provisions of Section 96 of the Companies Act, 2013, the 42nd Annual General Meeting (AGM) of the Company was convened on Saturday, November 20, 2021 at the Registered office of the Company at A-5, MIDC, Ambad Industrial Estate, Mumbai Nashik Highway, Nashik- 422010 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 & 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 physical voting through ballots at the time of AGM to the Members vide Notice of 42nd Annual General Meeting.

Members voted through remote e-voting till up to 5:00 pm on November 19, 2021, being the last date fixed for remote e-voting and members voted through ballots at the AGM have been considered by the Scrutinizer. The Board at their meeting held on 6th October, 2021 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 42nd Annual General Meeting of the Company in a fair and transparent manner.

Based on the Scrutinizer's Report dated November 20, 2021, I, Mukesh Ashar, Whole-Time Director & CFO of the Company, hereby declare that all the 3 (three) resolutions, as set out in the Notice of the 42nd Annual General Meeting of the Company held on Saturday, November 20, 2021 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

November 20, 2021

To
The Chairman
Sudal Industries Limited
A-5, MIDC, Ambad Industrial Estate,
Mumbai Nashik Highway,
Nashik- 422010

Dear Sir,

Sub: Scrutinizer's Report on remote e-voting and physical voting through ballots at 42nd Annual General Meeting of the Members of Sudal Industries Limited held on Saturday, November 20, 2021

Sudal Industries Limited ("the Company") at their Board meeting held on October 6, 2021 appointed Mr. Jayesh M. Shah (Membership No. FCS 5637), Partner of M/s Rathi & Associates, Practicing Company Secretaries, to ensure that the process of remote e-voting and physical voting through ballots, as prescribed under Section 108 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 of the Companies Act, 2013 ("the Act") as amended from time to time and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, on the resolutions contained in the Notice of the 42nd Annual General Meeting placed for the approval of members of the Company, be carried out in a fair and transparent manner.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 read with Rules made thereunder and the applicable regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, relating to remote e-voting and physical ballot voting on the resolutions as contained in the aforesaid Notice of the Annual General Meeting of the Members of the Company.

Our responsibility as a Scrutinizer is to scrutinize and ensure that the voting done through remote e-voting and physical ballot 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 system of Central Depository Services (India) Limited ('CDSL'), the agency engaged by the Company to provide remote e-voting facility and physical voting through ballots.

As required under Section 101 of the Act, a notice of the 42nd Annual General Meeting was sent to the Members by permitted means, for seeking approval of members on following resolutions:

1. **Resolution No. 1** as an **Ordinary Resolution** to receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2021, together with the Reports of the Board of Directors' and Auditor's thereon;
2. **Resolution No. 2** as an **Ordinary Resolution** for appointment of Mr. Shyantanu S. Chokahani (DIN 02444142), as Director of the Company, who retires by rotation, and being eligible, has offered himself for re-appointment;
3. **Resolution No. 3** as an **Ordinary Resolution** for ratification of remuneration payable to the Cost Auditors of the Company for the year 2021-2022.

The Company provided the remote e-Voting facility offered by Central Depository Services (India) Limited ('CDSL') to cast votes on aforesaid resolutions by the members of the Company.

Remote e-voting facility was made available to members of the Company to exercise their voting rights from Wednesday, 17th November, 2021 at 10:00 a.m. upto Friday, 19th November, 2021 at 5:00 p.m. Accordingly, e-votes casted upto 5:00 p.m. of Friday, 19th November, 2021 have been considered for our scrutiny.

After the conclusion of the Annual General Meeting, first the voting conducted through physical ballots at the meeting was unblocked in the presence of two witnesses not in employment of the Company and thereafter votes cast through remote e-voting was unblocked. A summary of the votes cast by members through remote e-voting and physical ballots at the Annual General Meeting with their pattern of voting is as per Annexure enclosed to this Report.

The results of the voting by members through remote e-voting and physical ballots at the Annual General Meeting in respect of the above mentioned resolutions may accordingly be declared by the Chairman of the Meeting or any one of the Director as authorized in this regard by the Chairman.

Thanking you,

Yours sincerely,

**For RATHI & ASSOCIATES
COMPANY SECRETARIES**

JAYESH
MANSUKHL
AL SHAH

Digitally signed by
JAYESH
MANSUKHLAL SHAH
Date: 2021.11.20
16:37:57 +05'30'

**JAYESH M. SHAH
PARTNER
MEM No. F 5637
COP No. 2535
UDIN: F005637C001493618**

Annexure

1. **Resolution No. 1** as an Ordinary Resolution to receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2021, together with the Reports of the Board of Directors' and Auditor's thereon;

| Sr. No. | Particulars | No. of Ballots/remote e-voting | No. of Shares voted for |
|---------|--|--------------------------------|-------------------------|
| a. | Votes cast through physical ballot | 6 | 15,33,913 |
| b. | Remote e-Voting Confirmations received | 18 | 13,91,488 |
| | Total | 24 | 29,25,401 |
| c. | Less: Invalid Ballot/Remote e-Voting confirmations | 0 | 0 |
| d. | Net Valid Physical Ballot Forms/Remote e-Voting | 24 | 29,25,401 |
| (i) | Physical Ballot Forms / Remote E-voting with assent for the Resolution | 24 | 29,25,401 |
| | Percentage (%) of Assent | | 100 |
| (ii) | Physical Ballot Forms / Remote E-voting dissent for the Resolution | 0 | 0 |
| | Percentage (%) of Dissent | | 0 |

2. **Resolution No. 2** as an Ordinary Resolution for appointment of Mr. Shyantanu S. Chokhani (DIN 02444142), as Director of the Company, who retires by rotation, and being eligible has offered himself for re-appointment;

| Sr. No. | Particulars | No. of Ballots/remote e-voting | No. of Shares voted for |
|---------|--|--------------------------------|-------------------------|
| a. | Votes cast through physical ballot | 6 | 15,33,913 |
| b. | Remote e-Voting Confirmations received | 18 | 13,91,488 |
| | Total | 24 | 29,25,401 |
| c. | Less: Invalid Ballot/Remote e-Voting confirmations | 0 | 0 |
| d. | Net Valid Physical Ballot Forms/Remote e-Voting | 24 | 29,25,401 |
| (i) | Physical Ballot Forms / Remote E-voting with assent for the Resolution | 24 | 29,25,401 |
| | Percentage (%) of Assent | | 100 |
| (ii) | Physical Ballot Forms / Remote E-voting dissent for the Resolution | 0 | 0 |
| | Percentage (%) of Dissent | | 0 |

3. **Resolution No. 3** as an Ordinary Resolution for ratification of remuneration payable to Cost Auditors of the Company for the financial year 2021-2022.

| Sr. No. | Particulars | No. of Ballots/remote e-voting | No. of Shares voted for |
|---------|--|--------------------------------|-------------------------|
| a. | Votes cast through physical ballot | 6 | 15,33,913 |
| b. | Remote e-Voting Confirmations received | 18 | 13,91,488 |
| | Total | 24 | 29,25,401 |
| c. | Less: Invalid Ballot/Remote e-Voting confirmations | 0 | 0 |
| d. | Net Valid Physical Ballot Forms/Remote e-Voting | 24 | 29,25,401 |
| (i) | Physical Ballot Forms / Remote E-voting with assent for the Resolution | 24 | 29,25,401 |
| | Percentage (%) of Assent | | 100 |
| (ii) | Physical Ballot Forms / Remote E-voting dissent for the Resolution | 0 | 0 |
| | Percentage (%) of Dissent | | 0 |

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| Resolution Required : (Ordinary) | | 1 - To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2021, together with the Reports of the Board of Directors' and Auditor's thereon | | | | | | |
|---|----------------|--|---------------------|---|--------------------------|-----------------------|--------------------------------------|------------------------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | | | | | | |
| 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 | 1391213 | 29.9637 | 1391213 | 0 | 100.0000 | 0.0000 |
| | Poll | | 1533587 | 33.0301 | 1533587 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 2924800 | 62.9938 | 2924800 | 0 | 100.0000 | 0.0000 |
| Public Institutions | E-Voting | 50 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| Public Non Institutions | E-Voting | 2724768 | 275 | 0.0101 | 275 | 0 | 100.0000 | 0.0000 |
| | Poll | | 326 | 0.0120 | 326 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 601 | 0.0221 | 601 | 0 | 100.0000 | 0.0000 |
| Total | | 7367818 | 2925401 | 39.7051 | 2925401 | 0 | 100.0000 | 0.0000 |

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2 - To appoint a Director in place of Mr. Shyantanu S Chokhani (DIN 02444142), who retires by rotation, and being eligible, offers himself for re-appointment.

Resolution Required : (Ordinary)

Whether promoter/ promoter group are interested in the agenda/resolution?

| 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 | 1391213 | 29.9637 | 1391213 | 0 | 100.0000 | 0.0000 |
| | Poll | | 1533587 | 33.0301 | 1533587 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 2924800 | 62.9938 | 2924800 | 0 | 100.0000 | 0.0000 |
| Public Institutions | E-Voting | 50 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| Public Non Institutions | E-Voting | 2724768 | 275 | 0.0101 | 275 | 0 | 100.0000 | 0.0000 |
| | Poll | | 326 | 0.0120 | 326 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 601 | 0.0221 | 601 | 0 | 100.0000 | 0.0000 |
| Total | | 7367818 | 2925401 | 39.7051 | 2925401 | 0 | 100.0000 | 0.0000 |

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| Resolution Required : (Ordinary) | | 3 - Ratification of Remuneration payable to Cost Auditor | | | | | | |
|---|----------------|--|---------------------|---|--------------------------|-----------------------|--------------------------------------|------------------------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | | | | | | |
| 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 | 1391213 | 29.9637 | 1391213 | 0 | 100.0000 | 0.0000 |
| | Poll | | 1533587 | 33.0301 | 1533587 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 2924800 | 62.9938 | 2924800 | 0 | 100.0000 | 0.0000 |
| Public Institutions | E-Voting | 50 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| Public Non Institutions | E-Voting | 2724768 | 275 | 0.0101 | 275 | 0 | 100.0000 | 0.0000 |
| | Poll | | 326 | 0.0120 | 326 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 601 | 0.0221 | 601 | 0 | 100.0000 | 0.0000 |
| Total | | 7367818 | 2925401 | 39.7051 | 2925401 | 0 | 100.0000 | 0.0000 |