

# Sharda Cropchem Limited

Tel. : +91 22 66782800  
FAX : +91 22 66782828 / 66782808  
E-mail : office@shardaintl.com  
Regd. Office : Prime Business Park, Dashrathlal Joshi Road, Vile Parle (W),  
Mumbai - 400056, India.  
www.shardacropchem.com



09<sup>th</sup> August, 2023

To,

<b>National Stock Exchange of India Limited</b> Exchange Plaza, 5th Floor, Plot No. C/1, G-Block, Bandra Kurla Complex, Bandra (E), Mumbai – 400 051  <b>Trading Symbol: SHARDACROP</b>	<b>BSE Limited</b> Phiroze Jeejeebhoy Tower, Dalal Street, Mumbai – 400 001  <b>Scrp Code: 538666</b>
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Dear Sir/Madam,

**Re. Disclosure of Voting Results of 20<sup>th</sup> Annual General Meeting of M/s. Sharda Cropchem Limited (“Company”) held on 8<sup>th</sup> August, 2023 as per Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015.**

We would like to inform you that the 20<sup>th</sup> Annual General Meeting of the Company was held on Tuesday, 8<sup>th</sup> August, 2023 at 02:30 p.m. IST through Video Conferencing / Other Audio-Visual Means (VC / OAVM).

Please find enclosed herewith the Disclosure of Voting Results pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. All the resolutions were passed with requisite majority by the Shareholders.

Remote e-voting was conducted from Friday, 4<sup>th</sup> August, 2023 (9:00 a.m. IST) to Monday, 7<sup>th</sup> August, 2023 (5:00 p.m. IST) both days inclusive and e-voting was conducted during the AGM dated 8<sup>th</sup> August, 2023. The Consolidated Scrutinizer’s report on the remote e-voting and e-voting during the AGM is enclosed herewith.

Kindly take the same on record.

Thanking you.

Yours Sincerely,

**FOR SHARDA CROPCHEM LIMITED**

**JETKIN  
NAVINCHAN  
DRA GUDHKA**

Digitally signed by JETKIN NAVINCHANDRA GUDHKA  
DN: c=IN, postalCode=400049, st=MAHARASHTRA,  
street=MUMBAI42, serialNumber=91103c6d48512f3aa0ec87641ba04af495e81f  
o=Personal, title=2291,  
serialNumber=91103c6d48512f3aa0ec87641ba04af495e81f  
id=55bc27537a86453bde15,  
personalEmail=529200211027140418555,  
2.5.4.20=9e2f7071a2c75e5948ab6cedda1434b872a7f73c48c734  
fbb55fba1c1ef2f2021, email=JETKINGUTKA@GMAIL.COM,  
cn=JETKIN NAVINCHANDRA GUDHKA  
Date: 2023.08.09 15:32:04 +05'30'

**JETKIN GUDHKA  
COMPANY SECRETARY &  
COMPLIANCE OFFICER**

Encl: As above

## SHARDA CROP CHEM LIMITED

## VOTING RESULTS

Date of the AGM/EGM	08-Aug-23
Total number of shareholders on record date	55,835
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	9
Public:	30

## AGENDA-WISE DISCLOSURE

The mode of voting of all the resolutions was remote voting and voting at the meeting ("Poll")

Resolution No.	1							
Resolution required: (Ordinary/ Special)	ORDINARY - To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March, 2023, together with the Reports of the Board of Directors and the Auditors thereon.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	675,03,833	675,03,823	100.0000	675,03,823	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>675,03,823</b>	<b>100.0000</b>	<b>675,03,823</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public- Institutions	E-Voting	130,39,030	123,61,924	94.8071	123,61,924	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>123,61,924</b>	<b>94.8071</b>	<b>123,61,924</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public- Non Institutions	E-Voting	96,77,632	19,655	0.2031	18,430	1,225	93.7674	6.2325
	Poll		1,769	0.0183	1,769	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>21,424</b>	<b>0.2214</b>	<b>20,199</b>	<b>1,225</b>	<b>94.2821</b>	<b>5.7179</b>
<b>Total</b>		<b>902,20,495</b>	<b>798,87,171</b>	<b>88.5466</b>	<b>798,85,946</b>	<b>1,225</b>	<b>99.9985</b>	<b>0.0015</b>



Resolution No.	2							
Resolution required: (Ordinary/ Special)	ORDINARY - To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2023, together with the Report of the Auditors thereon.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	675,03,833	675,03,823	100.0000	675,03,823	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>675,03,823</b>	<b>100.0000</b>	<b>675,03,823</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public- Institutions	E-Voting	130,39,030	123,61,924	94.8071	123,41,351	20,573	99.8335	0.1664
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>123,61,924</b>	<b>94.8071</b>	<b>123,41,351</b>	<b>20,573</b>	<b>99.8336</b>	<b>0.1664</b>
Public- Non Institutions	E-Voting	96,77,632	19,655	0.2031	18,430	1,225	93.7674	6.2325
	Poll		1,769	0.0183	1,769	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>21,424</b>	<b>0.2214</b>	<b>20,199</b>	<b>1,225</b>	<b>94.2821</b>	<b>5.7179</b>
<b>Total</b>		<b>902,20,495</b>	<b>798,87,171</b>	<b>88.5466</b>	<b>798,65,373</b>	<b>21,798</b>	<b>99.9727</b>	<b>0.0273</b>



Resolution No.	3							
Resolution required: (Ordinary/ Special)	ORDINARY - To confirm the payment of Interim Dividend on Equity Shares and to declare a Final Dividend on Equity Shares of the Company for the Financial Year 2022-23.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	675,03,833	675,03,823	100.0000	675,03,823	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>675,03,823</b>	<b>100.0000</b>	<b>675,03,823</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public- Institutions	E-Voting	130,39,030	123,90,465	95.0260	123,90,465	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>123,90,465</b>	<b>95.026</b>	<b>123,90,465</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public- Non Institutions	E-Voting	96,77,632	19,743	0.2040	18,518	1,225	93.7952	6.2047
	Poll		1,769	0.0183	1,769	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>21,512</b>	<b>0.2223</b>	<b>20,287</b>	<b>1,225</b>	<b>94.3055</b>	<b>5.6945</b>
<b>Total</b>		<b>902,20,495</b>	<b>799,15,800</b>	<b>88.5783</b>	<b>799,14,575</b>	<b>1,225</b>	<b>99.9985</b>	<b>0.0015</b>



*[Handwritten Signature]*

Resolution No.	4							
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint a Director in place of Mr. Ashish R. Bubna (DIN: 00945147), who retires by rotation and being eligible, offers himself for re-appointment.							
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	No. of Votes – in	No. of Votes –	% of Votes in favour	% of Votes against on
Promoter and Promoter Group	E-Voting	675,03,833	675,03,823	100.0000	675,03,823	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>675,03,823</b>	<b>100.0000</b>	<b>675,03,823</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public- Institutions	E-Voting	130,39,030	123,90,465	95.0260	113,97,928	9,92,537	91.9895	8.0104
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>123,90,465</b>	<b>95.026</b>	<b>113,97,928</b>	<b>9,92,537</b>	<b>91.9895</b>	<b>8.0105</b>
Public- Non institutions	E-Voting	96,77,632	19,655	0.2031	17,772	1,883	90.4197	9.5802
	Poll		1,769	0.0183	1,769	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>21,424</b>	<b>0.2214</b>	<b>19,541</b>	<b>1,883</b>	<b>91.2108</b>	<b>8.7892</b>
<b>Total</b>		<b>902,20,495</b>	<b>799,15,712</b>	<b>88.5782</b>	<b>789,21,292</b>	<b>9,94,420</b>	<b>98.7557</b>	<b>1.2443</b>

*Ashish R. Bubna*



Resolution No.	5							
Resolution required: (Ordinary/ Special)	ORDINARY - To approve the appointment of the Statutory Auditors of the Company.							
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	No. of Votes – in	No. of Votes –	% of Votes in favour	% of Votes against on
Promoter and Promoter Group	E-Voting	675,03,833	675,03,823	100.0000	675,03,823	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>675,03,823</b>	<b>100.0000</b>	<b>675,03,823</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public- Institutions	E-Voting	130,39,030	123,90,465	95.0260	95,10,226	28,80,239	76.7543	23.2456
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>123,90,465</b>	<b>95.026</b>	<b>95,10,226</b>	<b>28,80,239</b>	<b>76.7544</b>	<b>23.2456</b>
Public- Non Institutions	E-Voting	96,77,632	19,655	0.2031	18,097	1,558	92.0732	7.9267
	Poll		1,769	0.0183	1,769	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>21,424</b>	<b>0.2214</b>	<b>19,866</b>	<b>1,558</b>	<b>92.7278</b>	<b>7.2722</b>
<b>Total</b>		<b>902,20,495</b>	<b>799,15,712</b>	<b>88.5782</b>	<b>770,33,915</b>	<b>28,81,797</b>	<b>96.3940</b>	<b>3.6060</b>



Resolution No.	6							
Resolution required: (Ordinary/ Special)	SPECIAL - To re-appoint Mr. Ramprakash V. Bubna (DIN: 00136568) as Chairman & Managing Director of the Company.							
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	No. of Votes – in	No. of Votes –	% of Votes in favour	% of Votes against on
Promoter and Promoter Group	E-Voting	675,03,833	675,03,823	100.0000	675,03,823	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>675,03,823</b>	<b>100.0000</b>	<b>675,03,823</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public- Institutions	E-Voting	130,39,030	123,90,465	95.0260	120,73,461	3,17,004	97.4415	2.5584
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>123,90,465</b>	<b>95.026</b>	<b>120,73,461</b>	<b>3,17,004</b>	<b>97.4415</b>	<b>2.5585</b>
Public- Non Institutions	E-Voting	96,77,632	19,725	0.2038	17,812	1,913	90.3016	9.6983
	Poll		1,769	0.0183	1,769	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>21,494</b>	<b>0.2221</b>	<b>19,581</b>	<b>1,913</b>	<b>91.0998</b>	<b>8.9002</b>
<b>Total</b>		<b>902,20,495</b>	<b>799,15,782</b>	<b>88.5783</b>	<b>795,96,865</b>	<b>3,18,917</b>	<b>99.6009</b>	<b>0.3991</b>



Resolution No.	7							
Resolution required: (Ordinary/ Special)	SPECIAL - To re-appoint Mrs. Sharda R. Bubna (DIN: 00136760) as Whole-Time Director of the Company.							
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	No. of Votes – in	No. of Votes –	% of Votes in favour	% of Votes against on
Promoter and Promoter Group	E-Voting	675,03,833	675,03,823	100.0000	675,03,823	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>675,03,823</b>	<b>100.0000</b>	<b>675,03,823</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public- Institutions	E-Voting	130,39,030	123,90,465	95.0260	121,85,501	2,04,964	98.3457	1.6540
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>123,90,465</b>	<b>95.0260</b>	<b>121,85,501</b>	<b>2,04,964</b>	<b>98.3458</b>	<b>1.6540</b>
Public- Non Institutions	E-Voting	96,77,632	19,725	0.2038	17,812	1,913	90.3016	9.6984
	Poll		1,769	0.0183	1,769	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>21,494</b>	<b>0.2221</b>	<b>19,581</b>	<b>1,913</b>	<b>91.0998</b>	<b>8.9002</b>
<b>Total</b>		<b>902,20,495</b>	<b>799,15,782</b>	<b>88.5783</b>	<b>797,08,905</b>	<b>2,06,877</b>	<b>99.7411</b>	<b>0.2589</b>



Resolution No.	8							
Resolution required: (Ordinary/ Special)	ORDINARY - To re-appoint Mr. Ashish R. Bubna (DIN: 00945147) as Whole-Time Director of the Company.							
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	No. of Votes – in	No. of Votes –	% of Votes in favour	% of Votes against on
Promoter and Promoter Group	E-Voting	675,03,833	675,03,823	100.0000	675,03,823	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>675,03,823</b>	<b>100.0000</b>	<b>675,03,823</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public- Institutions	E-Voting	130,39,030	123,90,465	95.0260	111,95,235	11,95,230	90.3536	9.6464
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>123,90,465</b>	<b>95.026</b>	<b>111,95,235</b>	<b>11,95,230</b>	<b>90.3536</b>	<b>9.6464</b>
Public- Non Institutions	E-Voting	96,77,632	19,655	0.2031	17,772	1,883	90.4197	9.5802
	Poll		1,769	0.0183	1,769	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>21,424</b>	<b>0.2214</b>	<b>19,541</b>	<b>1,883</b>	<b>91.2108</b>	<b>8.7892</b>
<b>Total</b>		<b>902,20,495</b>	<b>799,15,712</b>	<b>88.5782</b>	<b>787,18,599</b>	<b>11,97,113</b>	<b>98.5020</b>	<b>1.4980</b>

*Ashish R. Bubna*



Resolution No.	9							
Resolution required: (Ordinary/ Special)	ORDINARY - To re-appoint Mr. Manish R. Bubna (DIN: 00137394) as Whole-Time Director of the Company.							
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	No. of Votes – in	No. of Votes –	% of Votes in favour	% of Votes against on
Promoter and Promoter Group	E-Voting	675,03,833	675,03,823	100.0000	675,03,823	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>675,03,823</b>	<b>100.0000</b>	<b>675,03,823</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public- Institutions	E-Voting	130,39,030	123,90,465	95.0260	115,22,344	8,68,121	92.9936	7.0063
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>123,90,465</b>	<b>95.026</b>	<b>115,22,344</b>	<b>8,68,121</b>	<b>92.9936</b>	<b>7.0064</b>
Public- Non Institutions	E-Voting	96,77,632	19,655	0.2031	17,772	1,883	90.4197	9.5802
	Poll		1,769	0.0183	1,769	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>21,424</b>	<b>0.2214</b>	<b>19,541</b>	<b>1,883</b>	<b>91.2108</b>	<b>8.7892</b>
<b>Total</b>		<b>902,20,495</b>	<b>799,15,712</b>	<b>88.5782</b>	<b>790,45,708</b>	<b>8,70,004</b>	<b>98.9113</b>	<b>1.0887</b>

Note: All the aforesaid resolutions were passed with the requisite majority.

For Sharda Cropchem Limited

*M. Bubna*

Ramprakash V. Bubna  
Chairman & Managing Director  
(DIN:00136568)



*J. Budhka*

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## COMPANY SECRETARIES

### SCRUTINIZER'S CONSOLIDATED REPORT

[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015) and Secretarial Standard on General Meetings issued by Institute of Company Secretaries of India]

To,  
The Chairman of 20th Annual General Meeting of the members of Sharda Cropchem Limited.

Dear Sir,

**Sub: Scrutinizer's Consolidated Report for remote e-voting and e-voting at the 20th Annual General Meeting of members of Sharda Cropchem Limited held on Tuesday, August 08, 2023 at 02:30 PM conducted through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM').**

1. I, Alpeshkumar Panchal, Partner of KJB & CO LLP, Practicing Company Secretaries, have been appointed as the Scrutinizer by the Board of Directors of Sharda Cropchem Limited (*"the Company"*) for the purpose of scrutinizing remote E-voting process (*"Remote e-Voting"*) as well as voting by use of electronic means at the meeting (*"e-Voting"*) in respect of resolutions proposed at the 20th Annual General Meeting of the Company (*"Meeting"*) held on **Tuesday, August 08, 2023 at 02:30 PM conducted through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM')**, in accordance with the provisions of Section 108 of the **Companies Act, 2013 (*"the Act"*)** read with Rule 20 of the **Companies (Management and Administration) Rules, 2014, as amended (*"the Rules"*)** and Secretarial Standard on General Meetings (*"SS-2"*) issued by the Institute of Company Secretaries of India.
2. The 20th AGM was conducted as per the guidelines issued by Ministry of Corporate Affairs (*"MCA"*) vide General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 20/2020 dated May 5, 2020, General Circular No. 02/2021 dated January 13, 2021, General Circular No. 19/2021 dated December 08, 2021, General Circular No. 21/2021 dated December 14, 2021, General Circular No. 2/2022 dated May 05, 2022 and General Circular No. 11/2022 dated December 28, 2022 (collectively to referred as *"MCA Circulars"*) and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May, 13 2022 read with Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 05, 2023 issued by the Securities and Exchange Board of India (collectively to referred as *"SEBI Circulars"*).

#### **3. Management's Responsibility:**

The management of the Company is responsible to ensure compliance with the requirements of the Act, Rules and SS-2 relating to Voting through Remote e-Voting and through e-voting facility at the Meeting (hereinafter referred to as *"Voting through Electronic means"*) on the resolutions stated in the Notice calling the Meeting of the Company (*"Notice"*).

#### **4. Scrutinizer's Responsibility:**

Our responsibility as a Scrutinizer for the voting process is restricted to ensure that the voting process is conducted in a fair and transparent manner and submit a Scrutinizer's Consolidated Report of the votes cast "in favour" or "against" the resolutions stated in the Notice, based on the reports generated from the electronic voting system provided by Kfin Technologies Private Limited, the agency engaged by the Company to provide facility to the members to cast their votes by way of Remote e-Voting and e-voting facility made available at the Meeting.

D-702, Shivalay Green, Opp. Taksh Aura  
Behind L& T Knowledge City,  
Ajwa - Waghodia Road, Ankhol  
Vadodera - 390 019.

T: +91 2222522  
E: info@kjblp.com  
Website: www.kjblp.com  
LLPIN: AAM-3002



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## COMPANY SECRETARIES

5. Further to above, we submit our report as under:

- a) The Remote e-Voting platform period remained open from Friday, August 04, 2023 at 9.00 A.M. till Monday, August 07, 2023 at 5.00 P.M. on the designated website [evoting@kfintech.com](mailto:evoting@kfintech.com) of Kfin Technologies Private Limited
- b) The Company had also provided the facility of e-voting during the Meeting and till 15 minutes from conclusion of the Meeting by VC/OAVM for the Members who had not cast their vote by remote e-voting.
- c) After the completion of e-voting process at the Meeting, the votes cast through e-voting at the Meeting and through remote e-voting prior to the date of Meeting were unblocked and downloaded from the e-voting website of Kfin Technologies Private Limited [evoting@kfintech.com](mailto:evoting@kfintech.com). The e-voting data/results downloaded from e-voting system of Kfin Technologies Private Limited were scrutinized and reviewed, the votes were counted, and the results were prepared.
- d) Voting rights of members have been reckoned in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date i.e. Tuesday, August 01, 2023.

The Consolidated result of the voting for the 20th Annual General Meeting is as under:

### Item No. 1:

**Ordinary resolution** to receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended 31 March, 2023, together with the Reports of the Board of Directors and the Auditors thereon.

i. Voted in favour of the resolution:

Mode of voting	Number of members voted	Number of shares held by them	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	156	7,98,84,177	7,98,84,177	99.9985
e-voting	16	1,769	1,769	100.0000
<b>Total</b>	<b>172</b>	<b>7,98,85,946</b>	<b>7,98,85,946</b>	<b>99.9985</b>

ii. Voted against the resolution:

Mode of voting	Number of members voted	Number of shares held by them	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	3	1,225	1,225	0.0015
e-voting	0	0	0	0.0000
<b>Total</b>	<b>3</b>	<b>1,225</b>	<b>1,225</b>	<b>0.0015</b>

iii. Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

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Vadodara - 390 019.

T: +91 2222522  
E: [info@kjblp.com](mailto:info@kjblp.com)  
Website: [www.kjblp.com](http://www.kjblp.com)  
LLPIN: AAM-3002



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## COMPANY SECRETARIES

### Item No. 2:

**Ordinary resolution** to receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31 March, 2023, together with the Report of the Auditors thereon.

i. Voted **in favour** of the resolution:

Mode of voting	Number of members voted	Number of shares held by them	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	153	7,98,63,604	7,98,63,604	99.9727
e-voting	16	1,769	1,769	100.0000
<b>Total</b>	<b>169</b>	<b>7,98,65,373</b>	<b>7,98,65,373</b>	<b>99.9727</b>

ii. Voted **against** the resolution:

Mode of voting	Number of members voted	Number of shares held by them	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	6	21,798	21,798	0.0273
e-voting	0	0	0	0.0000
<b>Total</b>	<b>6</b>	<b>21,798</b>	<b>21,798</b>	<b>0.0273</b>

iii. **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

### Item No. 3:

**Ordinary resolution** for to confirm the payment of Interim Dividend on Equity Shares and to declare a Final Dividend on Equity Shares of the Company for the Financial Year 2022-23.

i. Voted **in favour** of the resolution:

Mode of voting	Number of members voted	Number of shares held by them	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	159	7,99,12,806	7,99,12,806	99.9985
e-voting	16	1,769	1,769	100.0000
<b>Total</b>	<b>175</b>	<b>7,99,14,575</b>	<b>7,99,14,575</b>	<b>99.9985</b>



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COMPANY SECRETARIES

ii. Voted against the resolution:

Mode of voting	Number of members voted	Number of shares held by them	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	3	1,225	1,225	0.0015
e-voting	0	0	0	0.0000
<b>Total</b>	<b>3</b>	<b>1,225</b>	<b>1,225</b>	<b>0.0015</b>

iii. Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

## Item No. 4:

Ordinary resolution for to appoint a Director in place of Mr Ashish R. Bubna (DIN: 00945147), who retires by rotation and being eligible, offers himself for re-appointment:

i. Voted in favour of the resolution:

Mode of voting	Number of members voted	Number of shares held by them	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	114	7,89,19,523	7,89,19,523	98.7557
e-voting	16	1,769	1,769	100.0000
<b>Total</b>	<b>130</b>	<b>7,89,21,292</b>	<b>7,89,21,292</b>	<b>98.7557</b>

ii. Voted against the resolution:

Mode of voting	Number of members voted	Number of shares held by them	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	49	9,94,420	9,94,420	1.2443
e-voting	0	0	0	0.0000
<b>Total</b>	<b>49</b>	<b>9,94,420</b>	<b>9,94,420</b>	<b>1.2443</b>

iii. Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

D-702, Shivalay Green, Opp. Taksh Aura  
Behind L & T Knowledge City,  
Ajwa - Waghadia Road, Ankhoh  
Vadodara - 390 019.

T: +91 2222522  
E: info@kjblp.com  
Website: www.kjblp.com  
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## COMPANY SECRETARIES

### Item No. 5:

**Ordinary resolution** for to approve the appointment of the Statutory Auditors of the Company.:

i. Voted in favour of the resolution:

Mode of voting	Number of members voted	Number of shares held by them	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	147	7,70,32,146	7,70,32,146	96.3940
e-voting	16	1,769	1,769	100.0000
<b>Total</b>	<b>163</b>	<b>7,70,33,915</b>	<b>7,70,33,915</b>	<b>96.3940</b>

ii. Voted against the resolution:

Mode of voting	Number of members voted	Number of shares held by them	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	13	28,81,797	28,81,797	3.6060
e-voting	0	0	0	0.0000
<b>Total</b>	<b>13</b>	<b>28,81,797</b>	<b>28,81,797</b>	<b>3.6060</b>

iii. Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

### Item No. 6:

**Special resolution** for to re-appoint Mr Ramprakash V. Bubna (DIN: 00136568) as Chairman & Managing Director of the Company.:

i. Voted in favour of the resolution:

ii.

Mode of voting	Number of members voted	Number of shares held by them	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	140	7,95,95,096	7,95,95,096	99.6009
e-voting	16	1,769	1,769	100.0000
<b>Total</b>	<b>156</b>	<b>7,95,96,865</b>	<b>7,95,96,865</b>	<b>99.6009</b>

iii. Voted against the resolution:

Mode of voting	Number of members voted	Number of shares held by them	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	25	3,18,917	3,18,917	0.3991
e-voting	0	0	0	0.0000
<b>Total</b>	<b>25</b>	<b>3,18,917</b>	<b>3,18,917</b>	<b>0.3991</b>

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## COMPANY SECRETARIES

iv. **Invalid votes:**

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

**Item No. 7:**

**Special resolution** for to re-appoint Mrs. Sharda R. Bubna (DIN: 00136760) as Whole-Time Director of the Company.

i. **Voted in favour** of the resolution:

Mode of voting	Number of members voted	Number of shares held by them	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	142	7,97,07,136	7,97,07,136	99.7411
e-voting	16	1,769	1,769	100.0000
<b>Total</b>	<b>158</b>	<b>7,97,08,905</b>	<b>7,97,08,905</b>	<b>99.7411</b>

ii. **Voted against** the resolution:

Mode of voting	Number of members voted	Number of shares held by them	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	21	2,06,877	2,06,877	0.2589
e-voting	0	0	0	0.0000
<b>Total</b>	<b>21</b>	<b>2,06,877</b>	<b>2,06,877</b>	<b>0.2589</b>

iii. **Invalid votes:**

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

**Item No. 8:**

**Ordinary resolution** for to re-appoint Mr Ashish R. Bubna (DIN: 00945147) as Whole-Time Director of the Company.

i. **Voted in favour** of the resolution:

Mode of voting	Number of members voted	Number of shares held by them	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	109	7,87,16,830	7,87,16,830	98.5020
e-voting	16	1,769	1,769	100.0000
<b>Total</b>	<b>125</b>	<b>7,87,18,599</b>	<b>7,87,18,599</b>	<b>98.5020</b>

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Behind L & T Knowledge City,  
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## COMPANY SECRETARIES

ii. Voted against the resolution:

Mode of voting	Number of members voted	Number of shares held by them	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	53	11,97,113	11,97,113	1.4980
e-voting	0	0	0	0.0000
<b>Total</b>	<b>53</b>	<b>11,97,113</b>	<b>11,97,113</b>	<b>1.4980</b>

iii. Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

### Item No. 9:

Ordinary resolution for to re-appoint Mr Manish R. Bubna (DIN: 00137394) as Whole-Time Director of the Company.

i. Voted in favour of the resolution:

Mode of voting	Number of members voted	Number of shares held by them	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	119	7,90,43,939	7,90,43,939	98.9113
e-voting	16	1,769	1,769	100.0000
<b>Total</b>	<b>135</b>	<b>7,90,45,708</b>	<b>7,90,45,708</b>	<b>98.9113</b>

ii. Voted against the resolution:

Mode of voting	Number of members voted	Number of shares held by them	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	44	8,70,004	8,70,004	1.0887
e-voting	0	0	0	0.0000
<b>Total</b>	<b>44</b>	<b>8,70,004</b>	<b>8,70,004</b>	<b>1.0887</b>

iii. Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

Based on the foregoing, all the resolutions as stated in the Notice of the Meeting of the Company are deemed to have been passed with the requisite majority on the date of the 20th Annual General Meeting i.e. Tuesday, August 08, 2023.

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## COMPANY SECRETARIES

The electronic data and all other relevant records relating to the e-voting are under my safe custody and will be handed over to the Company for preserving safely after the Chairman considers, approves and signs the minutes of the 20th Annual General Meeting.

*Note: For the purpose of number of members voted in case of promoter and promoter group, the number of folios have been consolidated on PAN basis.*

Thanking you.

For KJB & CO LLP,  
Practicing Company Secretaries  
Firm Unique Identification No.-L2020MH006601  
Peer Review Certificate No.-2797/2022

  
Alpeshkumar Panchal  
Partner

Mem No. - A49008

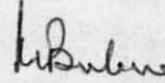
C. P. No. - 20120

UDIN: A049008E000767981

Date: Shravan 18, 1945 / August 09, 2023

Place: Vadodara





Countersigned by: Mr. Ramprakash V. Bubna  
(Chairman of the 20th Annual General Meeting)

