

Sunil K. Jain & Associates

Company Secretaries

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27th September, 2022

To,
The Chairman
Sir Shadi Lal Enterprises Limited
Upper Doab Sugar Mills
Shamli-247776 (U.P.)

Sub: Consolidated Scrutinizer's Report on voting by Remote E-voting and E-voting facility to the members present at the AGM through video Conferencing/Other Audio Visual Means in respect of the Resolutions contained in the Notice dated 30th July, 2022

Dear Sir,

We thank you for appointing us as the scrutinizer for remote e-voting process and e-voting by your members during the 88th Annual General Meeting of your Company held on Monday, 26th September, 2022 through Video Conferencing ("VC") / other Audio-Visual Means ("OAVM").

We hereby submit the scrutinizer's Report which is comprehensive and self-explanatory in all respects.

For Sunil K. Jain & Associates
Company Secretaries

S.K. Jain

Sunil Kumar Jain
Proprietor

M. NO.F-4089; C.P.No. 4079
UDIN: F004089D001055150



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SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended]

NAME OF THE COMPANY	SIR SHADI LAL ENTERPRISES LIMITED
MEETING	88 th Annual General Meeting
DAY, DATE AND TIME	Monday, 26 th September, 2022 at 11:00 A.M.
DEEMED VENUE	Upper Doab Sugar Mill, Shamli, UP 247776
MODE	Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM")

1. Appointment as Scrutinizer:

I, Sunil K. Jain Proprietor of M/s Sunil K. Jain & Associates, Company Secretaries (FCS-4089; C.P.No. 4079) have been appointed as the Scrutinizer by the Board of Directors of Sir Shadi Lal Enterprises Limited vide resolution dated 30th July, 2022 pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended for the remote e-voting as well as the e-voting by Members during the 88th Annual General Meeting ("AGM") of SIR SHADI LAL ENTERPRISES LIMITED (CIN:L51909UP1933PLC146675) (hereinafter referred to as "the Company") scheduled on Monday, 26th September, 2022 at 11:00 A.M. held through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM"). My responsibility as a Scrutinizer for e-voting process (i.e. remote e-voting and e-voting) is restricted to making a Consolidated Scrutinizer's report of the votes cast "in favour" or "against" the resolutions contained in the Notice dated 30th July, 2022, based on the reports generated from the electronic voting system.

2. Dispatch of Notice convening the AGM:

2.1 Pursuant to General Circulars No. 14/2020, 17/2020, 20/2020, 02/2021, 21/2021 and 2/2022 dated 8th April, 2020, 13th April, 2020, 5th May, 2020, 13th January, 2021, 14th December, 2021 and 5th May, 2022 respectively issued by the Ministry of Corporate Affairs, the AGM was held by the Company through video conferencing. An advertisement was published in Financial Express



(English) and Jansatta (Hindi), Delhi editions on 2nd September, 2022 specifying the day, date & time of the AGM, availability of the notice on Company's website and website of Stock Exchange, manner of registration of email ids by the members (both physical & de-mat) who are yet to register their email ids with the Company, manner of voting through remote e-voting or through e-voting system at the AGM etc.

2.2 The Company hosted the notice of AGM on its website, website of the agency providing the platform for remote e-voting and e-voting during the AGM and also intimated the same to BSE Limited on 1st September, 2022.

2.3 The Company informed that on the basis of the Register of Members and the list of Beneficial Owners made available by Alankit Assignments Limited, the Registrar and Share Transfer Agents ("RTA") of the Company and the depositories viz., National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") respectively, the Company completed dispatch of Notice of AGM on 1st September, 2022.

2.4 Cut-off date:

Voting rights were reckoned as on Monday, 19th September, 2022 being the cut-off date for the purpose of deciding the entitlements of members for remote e-voting and e-voting at the AGM.

3. Remote e-voting process:

3.1 Agency:

The Company appointed NSDL as the agency for providing the platform for remote e-voting and e-voting at the AGM.

3.2 Remote e-voting period:

Remote e-voting platform remained open from Friday, 23rd September, 2022 (9:00 a.m. IST) to Sunday, 25th September, 2022 (5.00 p.m. IST) and members were required to cast their votes electronically conveying their assent or dissent in respect of the resolutions on the remote e-voting platform provided by NSDL.

4. Voting at the AGM:

4.1 In terms of Regulation 44(1) and 44(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as prescribed under Rule 20



(4)(xiii) of the Companies (Management and Administration) Rules, 2014, the facility of remote e-voting and e-voting during AGM has been provided by the Company.

4.2 On 26th September, 2022, the day of 88th AGM, the Company conducted voting through e-voting for those members, who could not participate in the remote e-voting to record their votes.

5. Counting Process:

5.1 On completion of e-voting during the AGM, I unblocked the results of the remote e-voting and e-voting by members at the AGM, in the presence of 2 witnesses, Ms. Swarn Lata and Ms. Shashi Jain who are not in the employment of the Company; on the NSDL e-voting platform and downloaded the results.

6. Results:

6.1 I observed that:

- (a) 3 Members had cast their votes through Venue e-voting at the AGM (26th September, 2022); and
- (b) 238 Members had cast their votes through remote e-voting.

6.2 Consolidated results with respect to each item on the agenda as set out in the Notice of the AGM dated 30th July, 2022 are enclosed herewith.

6.3 Based on the aforesaid results, I report that (6) six **Ordinary Resolutions** as set out in Item Nos. 1, 2, 3, 4, 5 and 6 and (3) three **Special Resolutions** as set out in Item Nos. 7, 8 and 9 of the Notice of the AGM dated 30th July, 2022 have been passed with the requisite majority.

S.K. Jain

Sunil Kumar Jain

Proprietor

Sunil K. Jain & Associates

Company Secretaries

M. NO.F-4089; C.P.No. 4079

UDIN: F004089D001055150

DATE: 27th September, 2022

PLACE: Delhi



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Company Secretaries

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CONSOLIDATED RESULTS

[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended]

ORDINARY BUSINESS:

Item No. 1: To receive, consider and adopt the audited financial statements of the Company for the financial year ended 31st March, 2022 together with reports of Board of Directors and Auditors thereon.

Particulars	Remote e-Voting		Venue e-Voting		Total		(%)
	Number	Votes	Number	Votes	Number	Votes	
Favour	191	1982263	3	1296006	194	3278269	99.75
Against	47	8130	0	0	47	8130	0.25
Total	238	1990393	3	1296006	241	3286399	100.00

Based on the aforesaid result, I report that the **Ordinary Resolution** as set out in Item No. 1 of the Notice of the AGM dated 30th July, 2022 has been passed with requisite majority.

Item No. 2: To appoint a Director in place of Mr. Rajat Lal (DIN:00112489), who retires by rotation and being eligible, offers himself for re-appointment.

Particulars	Remote e-Voting		Venue e-Voting		Total		(%)
	Number	Votes	Number	Votes	Number	Number	
Favour	190	1982262	3	1296006	193	3278268	99.75
Against	48	8131	0	0	48	8131	0.25
Total	238	1990393	3	1296006	241	3286399	100.00



Based on the aforesaid result, I report that the **Ordinary Resolution** as set out in Item No. 2 of the Notice of the AGM dated 30th July, 2022 has been passed with requisite majority.

Item No. 3: To appoint a Director in place of Mr. Rahul Lal (DIN:06575738), who retires by rotation and being eligible, offers himself for re-appointment.

Particulars	Remote e-Voting		Venue e-Voting		Total		(%)
	Number	Votes	Number	Votes	Number	Number	
Favour	190	1982262	3	1296006	193	3278268	99.75
Against	48	8131	0	0	48	8131	0.25
Total	238	1990393	3	1296006	241	3286399	100.00

Based on the aforesaid result, I report that the **Ordinary Resolution** as set out in Item No. 3 of the Notice of the AGM dated 30th July, 2022 has been passed with requisite majority.

Item No. 4: To appoint M/s Basant Ram & Sons , Chartered Accountants as Statutory Auditors from the conclusion of 88th Annual General Meeting till the conclusion of 93rd Annual General Meeting to be held in the year 2027

Particulars	Remote e-Voting		Venue e-Voting		Total		(%)
	Number	Votes	Number	Votes	Number	Number	
Favour	190	1982262	3	1296006	193	3278268	99.99
Against	47	291	0	0	47	291	0.01
Total	237	1982553	3	1296006	240	3278559	100.00

Based on the aforesaid result, I report that the **Ordinary Resolution** as set out in Item No. 4 of the Notice of the AGM dated 30th July, 2022 has been passed with requisite majority.

SPECIAL BUSINESS :

Item No. 5: To ratify the remuneration of Mr. Rishi Mohan Bansal , Cost Auditor for the Financial Year ending 31st March , 2023

Particulars	Remote e-Voting		Venue e-Voting		Total		(%)
	Number	Votes	Number	Votes	Number	Number	
Favour	190	1982262	3	1296006	193	3278268	99.99
Against	47	291	0	0	47	291	0.01
Total	237	1982553	3	1296006	240	3278559	100.00



Based on the aforesaid result, I report that the **Ordinary Resolution** as set out in Item No. 5 of the Notice of the AGM dated 30th July, 2022 has been passed with requisite majority.

Item No. 6: To appoint Mr. Udit Pat Singhania (DIN:07984594) as a Non-Executive Independent Director

Particulars	Remote e-Voting		Venue e-Voting		Total		(%)
	Number	Votes	Number	Votes	Number	Number	
Favour	190	1982262	3	1296006	193	3278268	99.75
Against	48	8131	0	0	48	8131	0.25
Total	238	1990393	3	1296006	241	3286399	100.00

Based on the aforesaid result, I report that the **Ordinary Resolution** as set out in Item No. 6 of the Notice of the AGM dated 30th July, 2022 has been passed with requisite majority.

Item No. 7: To re-appoint Mr. Vivek Viswanathan as Joint Managing Director for a period of five years w.e.f. 01.01.2023

Particulars	Remote e-Voting		Venue e-Voting		Total		(%)
	Number	Votes	Number	Votes	Number	Number	
Favour	190	1982262	3	1296006	193	3278268	99.75
Against	48	8131	0	0	48	8131	0.25
Total	238	1990393	3	1296006	241	3286399	100.00

Based on the aforesaid result, I report that the **Special Resolution** as set out in Item No. 7 of the Notice of the AGM dated 30th July, 2022 has been passed with requisite majority.

Item No. 8: To re-appoint of Mr. Rahul Lal as Joint Managing Director for a period of five years w.e.f. 01.07.2023

Particulars	Remote e-Voting		Venue e-Voting		Total		(%)
	Number	Votes	Number	Votes	Number	Number	
Favour	190	1982262	3	1296006	193	3278268	99.75
Against	48	8131	0	0	48	8131	0.25
Total	238	1990393	3	1296006	241	3286399	100.00

Based on the aforesaid result, I report that the **Special Resolution** as set out in Item No. 8 of the Notice of the AGM dated 30th July, 2022 has been passed with requisite majority.



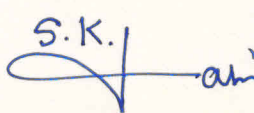
Item No. 9: To Approve Related Party Transactions with Directors, Promoters and other related party

Particulars	Remote e-Voting		Venue e-Voting		Total		(%)
	Number	Votes	Number	Votes	Number	Number	
Favour	186	74519	2	2	188	74521	90.16
Against	48	8131	0	0	48	8131	9.84
Total	234	82650	2	2	236	82652	100.00

*Pursuant to provisions of **Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015** ; votes of Related Parties (5 Shareholders with 3203747 votes) have not been considered for this Item.

Based on the aforesaid result, I report that the **Special Resolution** as set out in Item No.9 of the Notice of the AGM dated 30th July,2022 has been passed with requisite majority.

The electronic data and all other relevant records relating to remote e-voting and e-voting are under my safe custody and will be handed over to Mr. Ajay Kumar Jain, Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

S.K. Jain



Sunil Kumar Jain
Proprietor
Sunil K. Jain & Associates
Company Secretaries
M. NO.F-4089; C.P.No. 4079
UDIN: F004089D001055150
DATE: 27th September, 2022
PLACE: Delhi

Counter Signed By:

Ajay Kumar Jain
Company Secretary
Sir Shadi Lal Enterprises Limited
(Membership No.: F-5826)