

SUNIL K. JAIN & ASSOCIATES

COMPANY SECRETARIES

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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	87 th Annual General Meeting
DAY, DATE AND TIME	Monday, 27 th September, 2021 at 11:00 A.M.
VENUE	Virtual Meeting
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 7th August, 2021 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 87th Annual General Meeting ("AGM") of SIR SHADI LAL ENTERPRISES LIMITED (CIN:L51909UP1933PLC146675) (hereinafter referred to as "the Company") scheduled on Monday, 27th September, 2021 at 11:00 A.M. held through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM"). Our 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 7th August, 2021, 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 and 02/2021 dated 8th April, 2020, 13th April, 2020, 5th May, 2020 and 13th January, 2021 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 5th September, 2021 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 3rd September, 2021.

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 4th September, 2021.

2.4 Cut-off date:

Voting rights were reckoned as on Monday, 20th September, 2021 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, 24th September, 2021 (9:00 a.m. IST) to Sunday, 26th September, 2021 (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 27th September, 2021, the day of 87th 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, we 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 We observe that:

- (a) 1 Member had cast his vote through Venue e-voting at the AGM (27th September, 2021); and
- (b) 350 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 7th August, 2021 are enclosed herewith.

- 6.3 Based on the aforesaid results, we report that 3 Ordinary Resolutions as set out in Item Nos. 1, 2 and 3 and 1 (One) Special Resolution as set out in Item No. 5 of the Notice of the AGM dated 7th August, 2021 have been **passed with the requisite majority** whereas 1 (One) Ordinary Resolution as set out in Item No. 4 of the Notice of the AGM dated 7th August, 2021 has been **passed unanimously**.

For Sunil K. Jain & Associates
Company Secretaries

S.K. Jain

Sunil K. Jain
Proprietor

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

UDIN: F004089C001016705



DATE: 27th September, 2021
PLACE: Delhi

SUNIL K. JAIN & ASSOCIATES

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]

Item No. 1: To receive, consider and adopt the audited financial statements of the Company for the financial year ended 31st March , 2021 and the reports of Board of Directors and Auditors thereon.

Particulars	Remote e-Voting		Venue e-Voting		Total		(%)
	Number	Votes	Number	Votes	Number	Votes	
Favour	349	3124650	1	1	350	3124651	99.99
Against	1	1	0	0	1	1	0.01
Total	350	3124651	1	1	351	3124652	100.00

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in Item No. 1 of the Notice of the AGM dated 7th August,2021 has been **passed with requisite majority**.

Item No. 2: To appoint a Director in place of Mrs. Radhika Viswanathan Hoon (DIN 06436444), who retires by rotation and being eligible, offers herself for re-appointment.

Particulars	Remote e-Voting		Venue e-Voting		Total		(%)
	Number	Votes	Number	Votes	Number	Number	
Favour	346	1821998*	1	1	347	1821999	99.64
Against	1	6647	0	0	1	6647	0.36
Total	347	1828645	1	1	348	1828646	100.00

* Votes of Mr. Vivek Viswanathan (1296004 votes) being a Relative of Mrs. Radhika Viswanathan Hoon within the meaning of **Section 2(77)** of the **Companies Act,2013**; have not been considered for this item.



Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in Item No. 2 of the Notice of the AGM dated 7th August, 2021 has been **passed with requisite majority**.

Item No. 3: To appoint a Director in place of Mr. Neeraj Gupta (DIN 00317395), 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	347	3023283*	1	1	348	3023284	99.78
Against	1	6647	0	0	1	6647	0.22
Total	348	3029930	1	1	349	3029931	100.00

*Votes of Mrs. Poonam Lal (287745 votes) being a Relative of Mr. Neeraj Gupta within the meaning of **Section 2(77)** of the **Companies Act, 2013**; have not been considered for this item.

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in Item No. 3 of the Notice of the AGM dated 7th August, 2021 has been **passed with requisite majority**.

Item No. 4: To ratify the appointment and remuneration of Mr. Rishi Mohan Bansal , Cost Auditor for the Financial Year ending 31st March , 2022

Particulars	Remote e-Voting		Venue e-Voting		Total		(%)
	Number	Votes	Number	Votes	Number	Number	
Favour	349	3317675	1	1	350	3317676	100.00
Against	0	0	0	0	0	0	0.00
Total	349	3317675	1	1	350	3317676	100.00

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in Item No. 4 of the Notice of the AGM dated 7th August, 2021 has been **passed unanimously**.

Item No. 5: To Approve Related Party Transaction

Particulars	Remote e-Voting		Venue e-Voting		Total		(%)
	Number	Votes	Number	Votes	Number	Number	
Favour	342	48781*	1	1	343	48782	88.01
Against	1	6647	0	0	1	6647	11.99
Total	343	55428	1	1	344	55429	100.00



*As per provisions of **Regulations 23(4) & (7) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015** ; votes of Related Parties (5 Shareholders with 3069221 votes) have not been considered for this Item.

Based on the aforesaid result, we report that the **Special Resolution** as set out in Item No. 5 of the Notice of the AGM dated 7th August, 2021 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.

For Sunil K. Jain & Associates
Company Secretaries

S.K. Jain

Sunil K. Jain
Proprietor

M. NO.F-4089; C.P.No. 4079
UDIN: F004089C001016705



DATE: 27th September, 2021
PLACE: Delhi