

SUDITI INDUSTRIES LTD.



Admin office: C-3/B, M.I.D.C., T.T.C. Industrial Area, Pawne Village, Turbhe, Navi Mumbai – 400 705
Tel. No: 67368600/10, web site: www.suditi.in E-mail: cs@suditi.in CIN: L19101MH1991PLC063245
Regd.Office: C-253/254, MIDC, TTC INDL.AREA, PAWNE VILLAGE, TURBHE, NAVI MUMBAI – 400 705.

October 03, 2023

To,
The Secretary,
(Listing Department)
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, 21st Floor, Fort,
Mumbai - 400 001

Subject: Submission of Voting Results and Scrutinizer's Report

Reference: Suditi Industries Ltd. (Script Code 521113)

Dear Sir,

Please find enclosed herewith;

- Voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- Report of Scrutinizer dated September 30, 2023 pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014.

Kindly take the same on records.

Thanking you,

For SUDITI INDUSTRIES LIMITED

PAWAN AGARWAL

Digitally signed by PAWAN AGARWAL
DN: c=IN, o=Personal, postalCode=400006,
st=Maharashtra,
serialNumber=205830990285334A1B1A
642D9794AD166611278B02F898AEC5D8B
A25D71926, cn=PAWAN AGARWAL
Date: 2023.10.03 16:45:53 +05'30'

Pawan Agarwal
Director
DIN: 00808731

Encl.: as above

General information about company	
Scrip code	521113
NSE Symbol	NA
MSEI Symbol	NA
ISIN	INE691D01012
Name of the company	SUDITI INDUSTRIES LIMITED
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	29-09-2023
Start time of the meeting	03:00 PM
End time of the meeting	03:30 PM

Scrutinizer Details	
Name of the Scrutinizer	MITESH J SHAH
Firms Name	MITESH J SHAH & ASSOCIATES
Qualification	CS
Membership Number	10070
Date of Board Meeting in which appointed	14-08-2023
Date of Issuance of Report to the company	30-09-2023

Voting results	
Record date	22-09-2023
Total number of shareholders on record date	7171
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	1
b) Public	33
No. of resolution passed in the meeting	6
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			To receive, consider and adopt: The Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2023 together with Reports of the Board of Directors and Auditor thereon; and The Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2023 together with Reports of the Board of Directors and Auditor thereon.					
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	18901545	18901545	100	18901545	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		18901545	18901545	100	18901545	0	100
Public-Institutions	E-Voting	400	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		400	0	0	0	0	0
Public- Non Institutions	E-Voting	7465346	83823	1.1228	82216	1607	98.0829	1.9171
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		7465346	83823	1.1228	82216	1607	98.0829
Total		26367291	18985368	72.0035	18983761	1607	99.9915	0.0085
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint a Director in place of Mr. Pawan Agarwal (DIN: 00808731), Director, who retires by rotation in terms of Section 152 (6) of the Companies Act, 2013 and being eligible, offer himself for re-appointment				
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	18901545	18901545	100	18901545	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		18901545	18901545	100	18901545	0	100
Public- Institutions	E-Voting	400	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		400	0	0	0	0	0
Public- Non Institutions	E-Voting	7465346	83823	1.1228	82216	1607	98.0829	1.9171
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		7465346	83823	1.1228	82216	1607	98.0829
Total		26367291	18985368	72.0035	18983761	1607	99.9915	0.0085
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To regularise the appointment of Ms. Krina Gaurav Gala (DIN: 07040989) from additional Director to a Director of the Company				
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	18901545	18901545	100	18901545	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		18901545	18901545	100	18901545	0	100
Public- Institutions	E-Voting	400	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		400	0	0	0	0	0
Public- Non Institutions	E-Voting	7465346	83823	1.1228	82216	1607	98.0829	1.9171
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		7465346	83823	1.1228	82216	1607	98.0829
Total		26367291	18985368	72.0035	18983761	1607	99.9915	0.0085
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(4)								
Resolution required: (Ordinary / Special)					Special			
Whether promoter/promoter group are interested in the agenda/resolution?					Yes			
Description of resolution considered					To approve the Related Party transactions			
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	18901545	568375	3.007	568375	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		18901545	568375	3.007	568375	0	100
Public- Institutions	E-Voting	400	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		400	0	0	0	0	0
Public- Non Institutions	E-Voting	7465346	83823	1.1228	82216	1607	98.0829	1.9171
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		7465346	83823	1.1228	82216	1607	98.0829
Total		26367291	652198	2.4735	650591	1607	99.7536	0.2464
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To authorise the Board of Directors under Section 180 (1)(c) of the Companies Act, 2013 for borrowings upto the revised limit of Rs.50.00 Crores				
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	18901545	18901545	100	18901545	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		18901545	18901545	100	18901545	0	100
Public- Institutions	E-Voting	400	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		400	0	0	0	0	0
Public- Non Institutions	E-Voting	7465346	83823	1.1228	82216	1607	98.0829	1.9171
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		7465346	83823	1.1228	82216	1607	98.0829
Total		26367291	18985368	72.0035	18983761	1607	99.9915	0.0085
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(6)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To authorise the Board of Directors under Section 180 (1)(a) of the Companies Act, 2013 for creation of charge upto the revised limit of Rs.50.00 Crores				
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	18901545	18901545	100	18901545	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		18901545	18901545	100	18901545	0	100
Public- Institutions	E-Voting	400	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		400	0	0	0	0	0
Public- Non Institutions	E-Voting	7465346	83823	1.1228	82216	1607	98.0829	1.9171
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		7465346	83823	1.1228	82216	1607	98.0829
Total		26367291	18985368	72.0035	18983761	1607	99.9915	0.0085
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



Form MGT-13

SCRUTINIZER'S COMBINED REPORT ON REMOTE E-VOTING & E-VOTING

[Pursuant to Section 108 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014]

To,
The Chairman,
Suditi Industries Limited

32nd Annual General Meeting ("AGM") of the Equity Shareholders of Suditi Industries Limited ("the Company") held on Friday, September 29, 2023 through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").

Dear Sir/Madam,

I, Mitesh J. Shah, Proprietor of M/s. Mitesh J. Shah & Associates, Practicing Company Secretary, had been appointed as the Scrutinizer by the Board of Directors of Suditi Industries Limited at its meeting held on August 14, 2023 for the purpose of scrutinizing the electronic voting including remote electronic voting at the 32nd Annual General Meeting of the Company held on Friday, September 29, 2023 at 03.00 p.m. (IST) pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014.

1. The notice dated August 14, 2023, as confirmed by the Company was sent to the Shareholders in respect of the below mentioned resolutions passed at the AGM of the Company through electronic mode to those Members whose email addresses are registered with the Company/Depositories, in compliance with the General Circulars No. 14 / 2020 dated April 8, 2020, General Circulars No. 17 / 2020 dated April 13, 2020, General Circular No. 20 / 2020 dated May 5, 2020, General Circular No. 20/2020 dated May 05, 2020 read with General Circular No. 21/2021 dated December 14, 2021 and General Circular No. 02/2022 dated May 05, 2022 and General Circular No. 10/2022 dated December 28, 2022. (Collectively referred to as "MCA Circulars") read with Circular number 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 and Circular No. SEBI/HO/CFD/PoD-2/P /CIR/2023/4 dated January 05, 2023 issued by the Securities and Exchange Board of India ("SEBI").
2. The Shareholders of the Company holding shares as on the "cut-off" date i.e. Friday, September 22, 2023, were entitled to vote on the proposed resolution(s) as set out in the item nos. 1 to 6 in the Notice of 32nd AGM of the Company.



205, Monalisa Apartment, Kasturba Road, Above Bharat Co. Op. Bank Ltd, Malad West, Mumbai - 400 064.

Office Nos. +91 77387 97775, +91 97699 64414 mitesh@mjshah.com

3. The Company had availed the e-voting facility offered by National Securities Depository Limited ("NSDL"). The voting period for remote e-voting commenced on Tuesday, September 26, 2023 at 09:00 A.M. (IST) and ended on Thursday, September 28, 2023 at 05:00 P.M. (IST) and the NSDL e-voting platform was blocked thereafter.

The Company also provided e-voting facility to the shareholders present at the AGM held through VC/OAVM. The votes casted through remote e-voting before the AGM and e-voting done at the time of AGM were unblocked and calculated after the conclusion of 32nd AGM.

4. Based on the data downloaded from the official website of the National Securities Depository Limited ("NSDL") for the remote e-voting and e-Voting process, we have scrutinized and reviewed the remote e-voting and e-voting process and votes tendered therein.

The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting prior to and e-voting during the AGM on the resolutions contained in the notice of the AGM. My responsibility as scrutinizer for the remote e-voting and e-voting is restricted to making a Scrutinizer's Report of the votes cast in favour of or against the resolutions.

I now submit my combined Report as under on the result of the remote e-voting and e-voting in respect of all the resolutions proposed in the Notice of 32nd AGM:

➤ **Item No. 1: Ordinary Resolution**

To receive, consider and adopt:

a. 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; and

b. the Audited Consolidated Financial Statements of the Company for the financial year ended 31 March, 2023 together with the Report of the Auditors thereon.

Voting results for resolution (E-voting including Remote E-Voting):

	Number of Shareholders	Number of votes cast by them	Percentage (%)
Votes in favour of the Resolution	64	1,89,83,761	99.99
Votes against the Resolution	2	1,607	0.01
Invalid Votes	-	-	-
Total	66	1,89,85,368	100



Based on the aforesaid results, we report that the Ordinary Resolution as contained in Item No. 1 of the Notice of 32nd AGM has been passed with requisite majority.

➤ **Item No. 2: Ordinary Resolution**

To appoint a Director in place of Mr. Pawan Agarwal (DIN: 00808731), Director, who retires by rotation in terms of Section 152(6) of the Companies Act, 2013, and being eligible, offers himself for re-appointment.

Voting results for resolution (E-voting including Remote E-Voting):

	Number of Shareholders	Number of votes cast by them	Percentage (%)
Votes in favour of the Resolution	64	1,89,83,761	99.99
Votes against the Resolution	2	1,607	0.01
Invalid Votes	-	-	-
Total	66	1,89,85,368	100

Based on the aforesaid results, we report that the Ordinary Resolution as contained in Item No. 2 of the Notice of 32nd AGM has been passed with requisite majority.

➤ **Item No. 3: Special Resolution**

To regularize the appointment of Ms. Krina Gaurav Gala, (DIN 07040989) from Additional Director to a Director of the Company:

Voting results for resolution (E-voting including Remote E-Voting):

	Number of Shareholders	Number of votes cast by them	Percentage (%)
Votes in favour of the Resolution	64	1,89,83,761	99.99
Votes against the Resolution	2	1,607	0.01
Invalid Votes	-	-	-
Total	66	1,89,85,368	100

Based on the aforesaid results, we report that the Special Resolution as contained in Item No. 3 of the Notice of 32nd AGM has been passed with requisite majority.



➤ **Item No. 4: Special Resolution**

To approve the Related Party transactions:

Voting results for resolution (E-voting including Remote E-Voting):

	Number of Shareholders	Number of votes cast by them	Percentage (%)
Votes in favour of the Resolution	60	6,50,591	99.75
Votes against the Resolution	2	1,607	0.25
Invalid Votes	-	-	-
Total	62	6,52,198	100

Based on the aforesaid results, we report that the Special Resolution as contained in Item No. 4 of the Notice of 32nd AGM has been passed with requisite majority.

➤ **Item No. 5: Special Resolution**

To authorize board of directors under Section 180 (1) (c) of the Companies Act, 2013 for borrowings upto the revised limit of Rs. 50 crores:

Voting results for resolution (E-voting including Remote E-Voting):

	Number of Shareholders	Number of votes cast by them	Percentage (%)
Votes in favour of the Resolution	64	1,89,83,761	99.99
Votes against the Resolution	2	1,607	0.01
Invalid Votes	-	-	-
Total	66	1,89,85,368	100

Based on the aforesaid results, we report that the Special Resolution as contained in Item No. 5 of the Notice of 32nd AGM has been passed with requisite majority.

➤ **Item No. 6: Special Resolution**

To authorize the board of directors under Section 180 (1) (a) of the Companies Act, 2013 for creation of charge upto the revised limit of Rs. 50 crores:



Voting results for resolution (E-voting including Remote E-Voting):

	Number of Shareholders	Number of votes cast by them	Percentage (%)
Votes in favour of the Resolution	64	1,89,83,761	99.99
Votes against the Resolution	2	1,607	0.01
Invalid Votes	-	-	-
Total	66	1,89,85,368	100

Based on the aforesaid results, we report that the Special Resolution as contained in Item No. 6 of the Notice of 32nd AGM has been passed with requisite majority.

The relevant records relating to remote e-voting and e-voting were handed over to the Company Secretary authorized by the Board for safe keeping.

Notes:

1. Vote casted by related parties on aforesaid resolutions are not considered in the above results.
2. The percentages are round off to the nearest decimals.
3. No of votes cast does not include no of votes abstained & invalid votes.
4. No of members are considered on the basis of PAN.

Thanking you,

Yours faithfully,

**For Mitesh J Shah & Associates
Company Secretaries**



Mitesh J. Shah

Proprietor

FCS No. 10070

CP No. 12891

Peer Review Certificate No. 1730/2022

UDIN: F010070E001141299

Date: 30.09.2023

Place: Mumbai

**Countersigned
For Suditi Industries Limited**

**PAWAN
AGARWAL**

Digitally signed by PAWAN AGARWAL
DN: c=IN, o=Personal,
postalCode=400006, st=Maharashtra,
serialNumber=82058309902855334A1
B1A642D9794AD166611278802F898A
ECSDB8A25D71526, cn=PAWAN
AGARWAL
Date: 2023.09.30 18:50:53 +05'30'

Pawan Agarwal

Director

DIN: 00808731

The Scrutinizer unblocked the votes from the e-voting system of NSDL in our presence at 03.42 p.m. on Friday, September 29, 2023.



Ronak Thakrar



Jaimin Chotaliya