

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.

January 04, 2025

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. (Scrip 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 January 04, 2025 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 Digitally signed by
PAWAN AGARWAL
AGARWAL Date: 2025.01.04
14:35:40 +05'30'

Pawan Agarwal
Director
DIN: 00808731

Encl.: as above

General information about company	
Scrip code	521113
NSE Symbol	NOTLISTED
MSEI Symbol	NOTLISTED
ISIN	INE691D01012
Name of the company	SUDITI INDUSTRIES LIMITED
Type of meeting	EGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	03-01-2025
Start time of the meeting	03:00 PM
End time of the meeting	03:08 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	04-12-2024
Date of Issuance of Report to the company	04-01-2025

Voting results	
Record date	27-12-2024
Total number of shareholders on record date	7149
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	37
No. of resolution passed in the meeting	4
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				INCREASE IN AUTHORISED SHARE CAPITAL OF THE COMPANY AND CONSEQUENT AMENDMENT IN THE MEMORANDUM OF ASSOCIATION				
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	18885890	99.9172	18885890	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		18901545	18885890	99.9172	18885890	0	100
Public- Institutions	E-Voting	1100	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		1100	0	0	0	0	0
Public- Non Institutions	E-Voting	7464646	105680	1.4157	105598	82	99.9224	0.0776
	Poll							
	Postal Ballot (if applicable)							
	Total		7464646	105680	1.4157	105598	82	99.9224
Total		26367291	18991570	72.027	18991488	82	99.9996	0.0004
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)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				DISINVESTMENT IN SUDITI SPORTS APPAREL LIMITED, SUBSIDIARY OF THE COMPANY UNDER SECTION 180(1)(a) OF THE COMPANIES ACT, 2013				
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	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		18901545	0	0	0	0	0
Public- Institutions	E-Voting	1100	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		1100	0	0	0	0	0
Public- Non Institutions	E-Voting	7464646	105680	1.4157	105598	82	99.9224	0.0776
	Poll							
	Postal Ballot (if applicable)							
	Total		7464646	105680	1.4157	105598	82	99.9224
Total		26367291	105680	0.4008	105598	82	99.9224	0.0776
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	18885890
Public Insitutions	
Public - Non Insitutions	

Resolution(3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				ISSUE OF 1,23,00,000 SHARE WARRANTS. CONVERTIBLE INTO EQUITY SHARES ON PREFERENTIAL BASIS TO THE PERSONS BELONGING TO THE PROMOTER AND NON-PROMOTER CATEGORY				
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	18885890	99.9172	18885890	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		18901545	18885890	99.9172	18885890	0	100
Public- Institutions	E-Voting	1100	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		1100	0	0	0	0	0
Public- Non Institutions	E-Voting	7464646	105680	1.4157	105587	93	99.912	0.088
	Poll							
	Postal Ballot (if applicable)							
	Total		7464646	105680	1.4157	105587	93	99.912
Total		26367291	18991570	72.027	18991477	93	99.9995	0.0005
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				ISSUE OF 1,32,49,000 EQUITY SHARES ON PREFERENTIAL BASIS TO THE PERSONS BELONGING TO THE PROMOTER AND NON-PROMOTER CATEGORY				
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	18885890	99.9172	18885890	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		18901545	18885890	99.9172	18885890	0	100
Public- Institutions	E-Voting	1100	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		1100	0	0	0	0	0
Public- Non Institutions	E-Voting	7464646	105680	1.4157	105587	93	99.912	0.088
	Poll							
	Postal Ballot (if applicable)							
	Total		7464646	105680	1.4157	105587	93	99.912
Total		26367291	18991570	72.027	18991477	93	99.9995	0.0005
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	



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

Extra-Ordinary General Meeting ("EGM") of the Equity Shareholders of Suditi Industries Limited ("the Company") held on Friday, January 03, 2025 through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").

Dear Sir,

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 December 04, 2024 for the purpose of scrutinizing the electronic voting including remote electronic voting at the Extra-Ordinary General Meeting of the Company held on Friday, January 03, 2025 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.

The notice dated December 04, 2024, as confirmed by the Company was sent to the Shareholders in respect of the below mentioned resolutions passed at the EGM of the Company through electronic mode to those members whose email addresses are registered with the Company/Depositories, in compliance with the MCA circular nos. 14/2020 and 17/2020 dated April 08, 2020 and April 13, 2020 respectively, in relation to "Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and rules made thereunder and circular nos. 20/2020, 02/2021, 19/2021, 21/2021, 02/2022 and 10/2022 dated May 05, 2020, January 13, 2021, December 08, 2021, December 14, 2021, May 05, 2022, December 28, 2022, September 25, 2023 and General Circular No. 09/ 2024 dated September 19, 2024 , respectively in relation to "Clarification on holding of Annual General Meeting (EGM) through Video Conferencing (VC) or Other Audio-Visual Means (OAVM)" (collectively referred to as 'MCA Circulars') permitted the Companies whose EGMs are due in the year 2024, to conduct their EGMs through VC / OAVM, without the physical presence of the members at a common venue (collectively referred to as "MCA Circulars") read with Circular no. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 05, 2023 in relation to "Relaxation from compliance with certain provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015" ('SEBI Circular') provided relaxation upto September 30, 2024, from Regulation 36(1)(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (collectively referred to as "SEBI Circulars").



1. The Shareholders of the Company holding shares as on the “cut-off” date i.e. Friday, December 27, 2024, were entitled to vote on the proposed resolution(s) as set out in the item nos. 1 to 4 in the Notice of EGM of the Company.
2. 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, December 31, 2024 (9.00 am) to Thursday, January 02, 2025 (5.00 pm) (both days inclusive) and the NSDL e-voting platform was blocked thereafter.

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

3. 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 EGM on the resolutions contained in the notice of the EGM. 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.

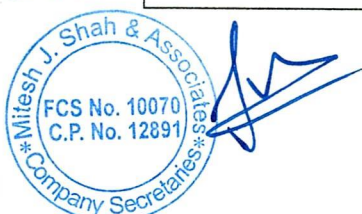
I now submit my combined Report as under on the result of the remote e-voting and e-voting in respect of all the resolutions proposed in the Notice of EGM:

➤ **Item No. 1: Ordinary Resolution**

Increase in Authorised Share Capital of the Company and consequent amendment in the Memorandum of Association

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	38	1,89,91,488	99.9996
Votes against the Resolution	7	82	0.0004
Invalid Votes	-	-	-
Total	45	1,89,91,570	100



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

➤ **Item No. 2: Special Resolution**

Disinvestment in Suditi Sports Apparel Limited, subsidiary of the Company under Section 180 (1) (a) of the Companies Act, 2013

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	27	1,05,598	99.9224
Votes against the Resolution	7	82	00.0776
Invalid Votes	11	1,88,85,890	-
Total	45	1,89,91,570	100

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

➤ **Item No. 3: Special Resolution**

Issue of 1,23,00,000 Share Warrants, Convertible into Equity Shares on preferential basis to the persons belonging to the Promoter and Non-Promoter Category.

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	37	1,89,91,477	99.9995
Votes against the Resolution	8	93	0.0005
Invalid Votes	-	-	-
Total	45	1,89,91,570	100

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



➤ **Item No. 4: Special Resolution**

Issue of 1,32,49,000 Equity Shares on preferential basis to the persons belonging to the Promoter and Non-Promoter Category.

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	37	1,89,91,477	99.9995
Votes against the Resolution	8	93	0.0005
Invalid Votes	-	-	-
Total	45	1,89,91,570	100



Based on the aforesaid results, we report that the Special Resolution as contained in Item No. 4 of the Notice of EGM 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.

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: F010070F003574675

Date: January 04, 2025

Place: Mumbai

**Countersigned
For Suditi Industries Limited**

**PAWAN
AGARWAL** Digitally signed by
PAWAN AGARWAL
Date: 2025.01.04
14:55:07 +05'30'

**Pawan Agarwal
Director
DIN: 00808731**