

**Date:** September 29, 2023

To,  
BSE Limited,  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
**Mumbai- 400001**

**Scrip Code:** 500370

**SUB : SCRUTINIZER'S REPORT, VOTING RESULTS AND DISCLOSURE UNDER  
REGULATION 30 OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE  
REQUIREMENTS) REGULATIONS, 2015 IN RESPECT OF 54<sup>th</sup> ANNUAL GENERAL  
MEETING OF THE COMPANY**

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**REF : REGULATION 44(3) & REGULATION 30 OF SEBI (LISTING OBLIGATIONS AND  
DISCLOSURE REQUIREMENTS) REGULATIONS, 2015**

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Dear Sir/Madam,

Pursuant to Regulation 44(3) of SEBI (LODR) Regulations, 2015 in respect of 54<sup>th</sup> Annual General Meeting of the Company held on Thursday, 28<sup>th</sup> September, 2023 at 11:00 A.M. through VC / OAVM at the Registered Office of the company at D-13/4, Okhla Industrial Area, Phase – II, New Delhi – 110 020, please find enclosed herewith the followings:

**Annexure No. 1** : Scrutinizer's Report pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014

**Annexure No. 2** : Consolidated Voting Results

Further on the basis of Scrutinizer's Report and pursuant to Regulation 30 of SEBI Listing Regulations, members of the Company have approved all the resolutions as were set out in the notice of 54<sup>th</sup> Annual General Meeting held on Thursday, 28<sup>th</sup> September, 2023 at 11:00 A.M. through VC / OAVM.

This is for your information and records.

Thanking you,

Yours faithfully

**FOR SALORA INTERNATIONAL LIMITED**

(GOPAL SITARAM JIWARAJKA)  
**CHAIRMAN & MANAGING DIRECTOR**  
**DIN: 00024325**



FORM No. MGT-13  
Report of Scrutinizer(s)

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,  
The Chairman  
**SALORA INTERNATIONAL LIMITED**  
(CIN: L74899DL1968PLC004962)  
D-13/4 OKHLA INDUSTRIAL AREA,  
PHASE-II, NEW DELHI, 110020

Dear Sir,

**Sub: Scrutinizer's Report on voting through electronic means (remote e-voting) and voting at the AGM through VC or OAVM process conducted pursuant to the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 108 of the Companies Act, 2013 ('the Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014 read with Companies (Management and Administration) Amendment Rules, 2015.**

The Board of Directors of SALORA INTERNATIONAL LIMITED ('the Company') have vide resolution passed on 12<sup>th</sup> August 2023 decided to provide to the members of the Company, a facility to exercise their voting rights on the resolution for:

**ORDINARY BUSINESS:**

1. To Receive, Consider and Adopt the Financial Statements of the Company for the financial year ended 31st March 2023, including Audited Balance Sheet as at 31st March, 2023 and Statement of Profit & Loss Account of the Company for the year ended 31st March, 2023 along with the reports of the Board of Directors and Auditors thereon.
2. To Appoint a director in place of Smt. Neetu Jiwrajka (DIN 00025570), who retires by rotation and being eligible, offers herself for re-appointment.

**SPECIAL BUSINESS:**

3. To Ratify Remuneration payable to Cost Auditor for financial year ending 31st March 2024.





I, **CS Shivam Rastogi**, having Membership no. F10704 and CP No. 14600 and Managing Partner of M/s **SVR & Co., Company Secretaries** had been appointed as scrutinizers by the Board of Directors of the Company vide resolution passed on **12<sup>th</sup> August, 2023** as required under Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, for the purpose of scrutinizing the remote e-voting before the AGM, using an electronic voting system ("remote e-voting") and the process of e-voting at the AGM through electronic voting system ("e-voting") and Poll process in a fair and transparent manner and ascertaining the requisite majority for passing of resolution as aforesaid.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means and vote by Poll on the resolutions mentioned above.

My responsibility as a Scrutinizer is restricted to ensure that the e-voting process and vote by Poll process is conducted in a fair and transparent manner and make the Scrutinizers report of the votes cast "in favour" or "against" the resolutions stated above, based on Polling paper received by the Company & reports generated from the e-voting system provided by the National Securities Depository Limited (NSDL), the authorized agency to provide e-voting facilities, engaged by the Company.

The notice dated **12<sup>th</sup> August 2023**, convening the Annual General Meeting of the Company to be held on **28<sup>th</sup> September 2023** along with the statement setting out the material facts under section 102 of the Act were sent to members of the Company.

The members of the Company holding shares on the cut-off date **21<sup>st</sup> September 2023** were entitled to vote on the resolutions proposed and as set out in the AGM Notice.

In this regard, I submit my report as under: -

1. The remote e-voting period commenced on **Monday, 25<sup>th</sup> September 2023** at **09:00 A.M.** and ended on **Wednesday, 27<sup>th</sup> September 2023** at **05:00 P.M.** on the designated website via NSDL voting platform.
2. At the end of the e-voting period, I unblocked the electronic votes in the presence of two witnesses not in the employment of the Company.
3. The details containing list of the shareholders who voted for or against each of the resolutions that were put to vote were downloaded from the e-voting website of the NSDL (<https://www.evoting.nsdl.com>)
4. The result of the voting is attached herewith.
5. The votes were unblocked on **28<sup>th</sup> September 2023**, in the presence of two witnesses, Ms. Prachi Arya, Address: Nimbus Express Park View, Chi-v, Greater Noida-201310 and Mr. Sudhanshu Sharma, Address: House No. 780, Near Shagun Marriage Hall, Khatriwara, Sikandrabad District Bulandshahr, 203205 U.P., who are not in the employment of the Company. They have signed below in Confirmation of the votes being unblocked in their presence:

SHIVAM RASTOGI  
M.No. F10704  
CP No. 14600  
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<p><i>Prachi Arora</i></p> <p>Witness 1</p>	<p><i>[Signature]</i></p> <p>Witness 2</p>
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6. The result of the remote e-voting and voting through the physical ballot forms is as under:

**a) RESOLUTION 1**

**TO RECEIVE, CONSIDER AND ADOPT THE FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED 31ST MARCH 2023, INCLUDING AUDITED BALANCE SHEET AS AT 31ST MARCH 2023 AND STATEMENT OF PROFIT & LOSS ACCOUNT OF THE COMPANY FOR THE YEAR ENDED 31ST MARCH 2023 ALONG WITH THE REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS THEREON.**

**RESOLUTION REQUIRED: ORDINARY RESOLUTION**

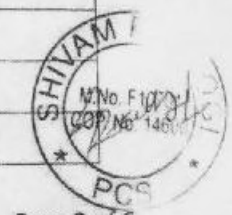
**WHETHER PROMOTER/PROMOTER GROUP ARE INTERESTED IN THE AGENDA/RESOLUTION: NO**

**(I) Votes in favor of Resolution:**

Numbers of Members cast their Vote (E-Voting/ Postal Ballot)		Number of votes cast by them	% of total number of valid votes cast
E-Voting	85	64,47,393	99.99%
Poll	0	0	0
<b>Total</b>	<b>85</b>	<b>64,47,393</b>	<b>99.99%</b>

**(II) Votes against the Resolution:**

Numbers of Members cast their Vote (E-Voting/ Postal Ballot)		Number of votes cast by them	% of total number of valid votes cast
E-Voting	23	312	0.01 %
Poll	0	0	0
<b>Total</b>	<b>23</b>	<b>312</b>	<b>0.01 %</b>





(III) Invalid Votes:

Number of Members (E-Voting/ Postal Ballot) whose votes were declared Invalid	Total numbers of votes cast by them
NA	NA

**RESULT: RESOLUTION PASSED WITH REQUISITE MAJORITY**

b) RESOLUTION 2

TO APPOINT A DIRECTOR IN PLACE OF SMT. NEETU JIWARAJKA (DIN:00025570), WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HERSELF FOR RE-APPOINTMENT.

RESOLUTION REQUIRED: ORDINARY RESOLUTION

WHETHER PROMOTER/PROMOTER GROUP ARE INTERESTED IN THE AGENDA/RESOLUTION: YES

(I) Votes in favor of Resolution:

Numbers of Members cast their Vote (E-Voting/ Postal Ballot)		Number of votes cast by them	% of total number of valid votes cast
E-Voting	85	64,47,393	99.99%
Poll	0	0	0
Total	85	64,47,393	99.99%

(II) Votes against the Resolution:

Numbers of Members cast their Vote (E-Voting/ Postal Ballot)		Number of votes cast by them	% of total number of valid votes cast
E-Voting	23	312	0.01 %
Poll	0	0	0
Total	23	312	0.01 %





(III) Invalid Votes:

Number of Members (E-Voting/ Postal Ballot) whose votes were declared Invalid	Total numbers of votes cast by them
NA	NA

**RESULT: RESOLUTION PASSED WITH REQUISITE MAJORITY**

c) RESOLUTION 3

**TO RATIFY REMUNERATION PAYABLE TO COST AUDITOR FOR FINANCIAL YEAR ENDING 31ST MARCH 2024.**

**RESOLUTION REQUIRED: ORDINARY RESOLUTION**

**WHETHER PROMOTER/PROMOTER GROUP ARE INTERESTED IN THE AGENDA/RESOLUTION: NO**

(I) Votes in favor of Resolution:

Numbers of Members cast their Vote (E-Voting/ Postal Ballot)		Number of votes cast by them	% of total number of valid votes cast
E-Voting	85	64,47,393	99.99%
Poll	0	0	0
<b>Total</b>	<b>85</b>	<b>64,47,393</b>	<b>99.99%</b>

(II) Votes against the Resolution:

Numbers of Members cast their Vote (E-Voting/ Postal Ballot)		Number of votes cast by them	% of total number of valid votes cast
E-Voting	23	312	0.01 %
Poll	0	0	0
<b>Total</b>	<b>23</b>	<b>312</b>	<b>0.01 %</b>





(III) Invalid Votes:

Number of Members (E-Voting/ Postal Ballot) whose votes were declared Invalid	Total numbers of votes cast by them
NA	NA

**RESULT: RESOLUTION PASSED WITH REQUISITE MAJORITY**

7. The register, all other papers and relevant records related to electronic voting shall remain in our safe custody until the Chairman considers, approves, and signs the minutes and the same are handed over to the Company Secretary for safe keeping.

Thanking You,

M/s SVR & Co.  
Company Secretaries  
Peer Review Firm No: P2016UP08930001



CS Shivam Bastogi  
Managing Partner  
Mem. No. F10704  
COP. No. 14600  
UDIN: F010704E001129085

Place: Noida  
Date: 29.09.2023

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### General information about company

Scrip code	500370
NSE Symbol	-
MSEI Symbol	-
ISIN	INE924A01013
Name of the company	SALORA INTERNATIONAL LTD.
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	28-09-2023
Start time of the meeting	11:00 AM
End time of the meeting	11:14 AM

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### Scrutinizer Details

Name of the Scrutinizer	SHIVAM RASTOGI
Firms Name	SVR & CO.
Qualification	CS
Membership Number	F10704
Date of Board Meeting in which appointed	12-08-2023
Date of Issuance of Report to the company	29-09-2023

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Voting results	
Record date	21-09-2023
Total number of shareholders on record date	4025
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	7
b) Public	41
No. of resolution passed in the meeting	3
Disclosure of notes on voting results	<a href="#">Add Notes</a>

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**Resolution (1)**

Resolution required: (Ordinary / Special)

Ordinary

Whether promoter/promoter group are interested in the agenda/resolution? No

Description of resolution considered -

1. To receive, consider and adopt the financial statements of the company for the financial year ended 31st March, 2023, including audited balance sheet as at 31st March, 2023 and statement of

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		6439031	99.1256	6439031	0	100.0000	0.0000
	Poll	6495831	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	6495831	6439031	99.1256	6439031	0	100.0000	0.0000
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll	0	0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting		8674	0.3753	8362	312	96.4030	3.5970
	Poll	2311469	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	2311469	8674	0.3753	8362	312	96.4030	3.5970
	Total	8807300	6447705	73.2086	6447393	312	99.9952	0.0048
				Whether resolution is Pass or Not.		Yes		
				Disclosure of notes on resolution		Add Notes		

\* this fields are optional

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

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## Resolution (2)

Resolution required: (Ordinary / Special)		Whether promoter/promoter group are interested in the agenda/resolution?		Description of resolution considered		2. To appoint a director in place of Smt. Neetu Jivrajka (din 00025570), who retires by rotation and being eligible, offers herself for re-appointment		Ordinary		Yes					
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 Poll Postal Ballot (if applicable) Total	6495831	6439031	99.1256	6439031	0	100.0000	0.0000	0	0	0.0000	0	0	0	0.0000
Public- Institutions	E-Voting Poll Postal Ballot (if applicable) Total	0	0	0.0000	0	0	0.0000	0.0000	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting Poll Postal Ballot (if applicable) Total	2311469	8674	0.3753	8362	312	96.4030	3.5970	2311469	8674	0.3753	8362	312	96.4030	3.5970
Total		8807300	6447705	73.2086	6447393	312	99.9952	0.0048							
Whether resolution is Pass or Not.												Yes			
Disclosure of notes on resolution												Add Notes			

\* this fields are optional

## Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	
Public Institutions	
Public - Non Institutions	




**Resolution (3)**

Resolution required: (Ordinary / Special)		Whether promoter/promoter group are interested in the agenda/resolution?		Description of resolution considered		Ordinary		No	
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 Poll Postal Ballot (if applicable) Total	6495831	6439031	99.1256 0.0000 0.0000	6439031	0	100.0000 0 0	0.0000 0.0000 0.0000	0.0000 0 0
Public- Institutions	E-Voting Poll Postal Ballot (if applicable) Total	0	0	0 0 0	0	0	0.0000 0.0000 0.0000	0.0000 0.0000 0.0000	0.0000 0.0000 0.0000
Public- Non Institutions	E-Voting Poll Postal Ballot (if applicable) Total	2311469	8674	0.3753 0.0000 0.0000	8362	312	96.4030 0 0	3.5970 0 0	0
	Total	8807300	5447705	73.2086	6447393	312	99.9952	0.0048	
Whether resolution is Pass or Not									
Disclosure of notes on resolution									
Add Notes									
Yes									

\* this fields are optional

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

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