

September 26, 2024

BSE Ltd.  
Phiroze Jeejeebhoy Towers  
Dalal Street  
**MUMBAI – 400 001**  
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 55<sup>th</sup> Annual General Meeting of the Company.**

**Ref: Regulation 44(3) & Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Dear Sir / Madam,

Pursuant to Regulation 44(3) of SEBI (LODR) Regulations, 2015 in respect of 55<sup>th</sup> Annual General Meeting of the Company held on Tuesday, 24<sup>th</sup> September, 2024 at 11:00 AM through VC / OAVM at the Registered Office of the company at D-13/4, Okhla Industrial Area, Phase – II, New Delhi – 110020, please find enclosed herewith the followings:

**Annexure No. 1.** : Scrutinizer's Report dated 25.09.2024 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 & pursuant to Regulation 30 of SEBI (LODR) Regulations, 2015, Members of the Company has approved all the resolution as were set out in the notice of 55<sup>th</sup> Annual General Meeting conducted through VC / OAVM.

This is for your information & Records.

Thanking you

Yours faithfully,  
For **Salora International Ltd.,**



Gopal Sitaram Jiwrajka  
(Chairman & Managing Director)  
DIN: 00024325

**Encl.:** As above

**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 **24<sup>th</sup> August 2024** 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, 2024, including Audited Balance Sheet as at 31st March, 2024 and Statement of Profit & Loss Account of the Company for the year ended 31st March, 2024 along with the reports of the Board of Directors and Auditors thereon

2. To Appoint Statutory Auditors of the Company.
3. To Appoint a director in place of Shri. Tarun Jiwarajka (DIN 00386240), who retires by rotation and being eligible, offers himself for re-appointment.

**SPECIAL BUSINESS:**

4. Appointment of Ms. Rachna Lodha as a Non-Executive Independent Director
5. Appointment of Mr. Paramartha Saikia as a Non-Executive Independent Director
6. Appointment of Mr. Tarun Jiwarajka as Whole Time Director
7. 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 **24<sup>th</sup> August, 2024** 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 **24<sup>th</sup> August 2024**, convening the Annual General Meeting of the Company to be held on **24<sup>th</sup> September 2024** 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 **17<sup>th</sup> September 2024** 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 **Saturday, 21<sup>st</sup> September 2024** at **09:00 A.M.** and ended on **Monday, 23<sup>rd</sup> September 2024** 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 and poll paper(s) 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 **24<sup>th</sup> September 2024**, in the presence of two witnesses, Ms. Akansha Chauhan, Address: Karhera, H.No. 02, Hindon Air Force, Ghaziabad, U.P., 201007 and Mr. Kamlesh Suyal, Address: 460-B, Nyay Khand-02, Indirapuram, Ghaziabad, U.P., 201014, who are not in the employment of the Company. They have signed below in Confirmation of the votes being unblocked in their presence:

 <b>Witness 1</b>	 <b>Witness 2</b>
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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 2024, INCLUDING AUDITED BALANCE SHEET AS AT 31ST MARCH 2024 AND STATEMENT OF PROFIT & LOSS ACCOUNT OF THE COMPANY FOR THE YEAR ENDED 31ST MARCH 2024 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
<b>E-Voting</b>	<b>87</b>	<b>61,42,981</b>	<b>94.24%</b>
<b>Poll</b>	<b>1</b>	<b>3,75,087</b>	<b>5.75%</b>
<b>Total</b>	<b>88</b>	<b>65,18,068</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
<b>E-Voting</b>	<b>21</b>	<b>45</b>	<b>0.01 %</b>
<b>Poll</b>	<b>0</b>	<b>0</b>	<b>0</b>



<b>Total</b>	<b>21</b>	<b>45</b>	<b>0.01 %</b>
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**(III) Invalid Votes:**

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

**RESULT: RESOLUTION PASSED WITH REQUISITE MAJORITY**

**b) RESOLUTION 2**

**TO APPOINT STATUTORY AUDITORS OF THE COMPANY**

**RESOLUTION REQUIRED: ORDINARY RESOLUTION**

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

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

<b>Numbers of Members cast their Vote (E-Voting/ Postal Ballot)</b>		<b>Number of votes cast by them</b>	<b>% of total number of valid votes cast</b>
<b>E-Voting</b>	<b>87</b>	<b>61,42,981</b>	<b>94.24%</b>
<b>Poll</b>	<b>1</b>	<b>3,75,087</b>	<b>5.75%</b>
<b>Total</b>	<b>88</b>	<b>65,18,068</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	21	45	0.01 %
Poll	0	0	0
<b>Total</b>	<b>21</b>	<b>45</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**

**c) RESOLUTION 3**

**TO APPOINT A DIRECTOR IN PLACE OF SHRI. TARUN JIWARAJKA (DIN 00386240), WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HIMSELF 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
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<b>E-Voting</b>	<b>87</b>	<b>61,42,981</b>	<b>94.24%</b>
<b>Poll</b>	<b>1</b>	<b>3,75,087</b>	<b>5.75%</b>
<b>Total</b>	<b>88</b>	<b>65,18,068</b>	<b>99.99%</b>

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

<b>Numbers of Members cast their Vote (E-Voting/ Postal Ballot)</b>		<b>Number of votes cast by them</b>	<b>% of total number of valid votes cast</b>
<b>E-Voting</b>	<b>21</b>	<b>45</b>	<b>0.01 %</b>
<b>Poll</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>Total</b>	<b>21</b>	<b>45</b>	<b>0.01 %</b>

**(III) Invalid Votes:**

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

**RESULT: RESOLUTION PASSED WITH REQUISITE MAJORITY**

**d) RESOLUTION 4**

**APPOINTMENT OF MS. RACHNA LODHA AS A NON-EXECUTIVE INDEPENDENT DIRECTOR**

**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	87	61,42,981	94.24%
Poll	1	3,75,087	5.75%
<b>Total</b>	<b>88</b>	<b>65,18,068</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	21	45	0.01 %
Poll	0	0	0
<b>Total</b>	<b>21</b>	<b>45</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**

**e) RESOLUTION 5**

**APPOINTMENT OF SHRI. PARAMARTHA SAIKIA AS A NON-EXECUTIVE INDEPENDENT DIRECTOR**

**RESOLUTION REQUIRED: SPECIAL 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	87	61,42,981	94.24%
Poll	1	3,75,087	5.75%
<b>Total</b>	<b>88</b>	<b>65,18,068</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	21	45	0.01 %
Poll	0	0	0
<b>Total</b>	<b>21</b>	<b>45</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: SPECIAL RESOLUTION PASSED WITH REQUISITE MAJORITY**

**f) RESOLUTION 6**

**APPOINTMENT OF MR. TARUN JIWARAJKA AS WHOLE TIME DIRECTOR**

**RESOLUTION REQUIRED: SPECIAL 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
<b>E-Voting</b>	<b>87</b>	<b>61,42,981</b>	<b>94.24%</b>
<b>Poll</b>	<b>1</b>	<b>3,75,087</b>	<b>5.75%</b>
<b>Total</b>	<b>88</b>	<b>65,18,068</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
<b>E-Voting</b>	<b>21</b>	<b>45</b>	<b>0.01 %</b>
<b>Poll</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>Total</b>	<b>21</b>	<b>45</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
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**RESULT: SPECIAL RESOLUTION PASSED WITH REQUISITE MAJORITY**

**g) RESOLUTION 7**

**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
<b>E-Voting</b>	<b>87</b>	<b>61,42,981</b>	<b>94.24%</b>
<b>Poll</b>	<b>1</b>	<b>3,75,087</b>	<b>5.75%</b>
<b>Total</b>	<b>88</b>	<b>65,18,068</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
<b>E-Voting</b>	<b>21</b>	<b>45</b>	<b>0.01 %</b>
<b>Poll</b>	<b>0</b>	<b>0</b>	<b>0</b>

<b>Total</b>	<b>21</b>	<b>45</b>	<b>0.01 %</b>
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**(III) Invalid Votes:**

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

**RESULT: RESOLUTION PASSED WITH REQUISITE MAJORITY**

7. The register, all other papers and relevant records related to electronic voting and poll paper 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**



**Place: Noida**

**Date: 25/09/2024**

**CS Shivam Rastogi**

**Managing Partner**

**Mem. No. F10704**

**COP. No. 14600**

**UDIN: F010704F001318945**