



Smruthi Organics Limited

Date: 04th March 2021

To
Corporate Relation Department
BSE Limited
P. J. Tower, Dalal Street,
Mumbai - 400 001.

To
Listing Department
Metropolitan Stock Exchange of India Ltd
4th floor, Vibgyor tower,
Opposite Trident Hotel,
Bandra- Kurla Complex, Mumbai - 400098

Scrip Code: 540686
MSEI Symbol: SMRUTHI

Dear Sir/Madam,

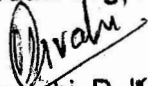
In Continuation to our letter dated January 16, 2021, seeking approval of the members by way of Postal Ballot (including remote e-voting) on the resolutions as set out in the Postal Ballot Notice dated January 16, 2021, please find enclosed:

1. Voting results pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulation");
2. Scrutinizer's Report;

The resolutions as set out in Postal Ballot Notice, have been approved by the Members with requisite majority and deemed to be passed on March 3, 2021, being the last date of receipt of postal ballot forms/remote e-voting. The voting results along with Scrutinizer's Report are also available on the Company's website at www.smruthiorganics.com. Kindly note that the Record Date for determining the eligible shareholders who are entitled to receive Bonus shares shall be communicated in due course.

Request you to kindly take this intimation on record and oblige.

For Smruthi Organics Limited


Urvasi D. Khanna
Company Secretary & Compliance Officer



General information about company	
Scrip code	540686
NSE Symbol	NA
MSEI Symbol	SMRUTHI
ISIN	INE172E01011
Name of the company	Smruthi Organics Ltd
Type of meeting	Postal Ballot
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	03-03-2021
Start time of the meeting	
End time of the meeting	

Scrutinizer Details	
Name of the Scrutinizer	Hemant Thakur
Firms Name	H. R. Thakur
Qualification	CS
Membership Number	2090
Date of Board Meeting in which appointed	16-01-2021
Date of Issuance of Report to the company	03-03-2021

Voting results	
Record date	15-02-2021
Total number of shareholders on record date	2342
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	
b) Public	
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	
b) Public	
No. of resolution passed in the meeting	5
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 approve Reclassification of un issued Non-Convertible Cumulative Redeemable Preference Shares into Equity Shares of the Company				
Category	Mode of	No. of shares	No. of votes	% of Votes polled on outstanding	No. of votes – in	No. of votes –	% of votes in favour on votes	% of Votes against on votes

	voting	held	polled	shares	favour	against	polled	polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2419511	2401041	99.2366	2401041	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		2419511	2401041	99.2366	2401041	0	100
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	1395919	14884	1.0663	14884	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		15535	1.1129	15535	0	100	0
	Total		1395919	30419	2.1791	30419	0	100
Total		3815430	2431460	63.727	2431460	0	100	0
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 approve the increase in the Authorised Share Capital 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	2419511	2401041	99.2366	2401041	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		2419511	2401041	99.2366	2401041	0	100

Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	1395919	14909	1.068	14909	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		15535	1.1129	15535	0	100	0
	Total		1395919	30444	2.1809	30444	0	100
Total		3815430	2431485	63.7277	2431485	0	100	0
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)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			To approve amendment in Clause V of Memorandum of Association 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	2419511	2401041	99.2366	2401041	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		2419511	2401041	99.2366	2401041	0	100
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
	E-Voting		14884	1.0663	14884	0	100	0
	Poll		0	0	0	0	0	0

Public- Non Institutions	Postal Ballot (if applicable)	1395919	15535	1.1129	15535	0	100	0
	Total	1395919	30419	2.1791	30419	0	100	0
Total		3815430	2431460	63.727	2431460	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

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?				No				
Description of resolution considered				To approve amendment in Article II (1.) of Articles of Association 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	2419511	2401041	99.2366	2401041	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		2419511	2401041	99.2366	2401041	0	100
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	1395919	14929	1.0695	14929	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		15535	1.1129	15535	0	100	0
	Total		1395919	30464	2.1824	30464	0	100
Total		3815430	2431505	63.7282	2431505	0	100	0
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)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To approve the issue of Bonus Shares by way of capitalisation of reserves				
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	2419511	2401041	99.2366	2401041	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		2419511	2401041	99.2366	2401041	0	100
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	1395919	14954	1.0713	14954	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		15535	1.1129	15535	0	100	0
	Total		1395919	30489	2.1842	30489	0	100
Total		3815430	2431530	63.7289	2431530	0	100	0
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	

REPORT OF SCRUTINIZER ON POSTAL BALLOT AND REMOTE E-VOTING

{Pursuant to Section 108 and Section 110 of the Companies Act, 2013 read with----
Companies (Management and Administrative) Rules, 2014}

The Chairman
Smruthi Organics Limited,
165 A Balaji Bhavan
Railway Lines
Solapur -413001

Dear Sir,

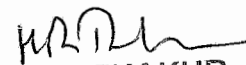
I, H. R. Thakur, Practicing Company Secretary, Mumbai, was appointed by the Board of Directors of Smruthi Organics Limited (CIN: L24119PN1989PLC052562 ('the Company')) at their meeting held on 16th January 2021 as the Scrutinizer for conducting the Postal Ballot voting process.

My responsibility as the Scrutinizer is restricted to ascertaining the voting processes and make the Scrutinizer's Report of the votes cast 'in favour' or 'against' the resolutions contained in the notice of Postal Ballot. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules made thereunder relating to voting on the resolutions contained in the notice.

The Company had provided Remote e-voting facility as well as voting by physical postal ballots with the detailed procedure and instructions contained in the notice of Postal Ballot.

Further to the above, I submit my report as under: -

1. The Equity shareholders of the Company as on the "cut-off" date i.e. Friday, January 15, 2021 were entitled to vote on the resolution as set out in the notice.
2. The voting period commenced on Monday, February 01,2021 (9:00 hours IST) and ended on Wednesday, March 3,2021 (17:00 hours IST).
3. On Thursday January 28, 2021, the Company had completed the dispatch of postal ballot forms physically along with postage prepaid business reply envelopes and also electronically to its shareholders whose name(s) appeared on the Register of Members / list of beneficiaries as on Friday, January 15, 2021.


H. R. THAKUR
F.C.S. 2090 C.P. 3193

4. Few envelopes containing postal ballot forms were returned undelivered.
5. On Wednesday, March 3, 2021 after the end of Remote e-voting period i.e. after 5.00 p.m. (IST), a detailed report was generated from the portal of Central Depository Services (India) Limited ("CDSL").
6. Particulars of the physical postal ballot forms received from the Members were entered in a register separately maintained for the purpose.
7. A total of 4 postal ballot forms received up to 5.00 p.m. on Wednesday, March 3, 2021 - the last date fixed by the Company, were considered for my scrutiny and kept under my safe custody. I did not receive any postal ballot form thereafter.
8. The postal ballot forms were opened in the presence of two witnesses, Ms. Vaishnavi Ambre and Ms. Sai Ranadive who are not in the employment of the Company who have signed below in the confirmation.



Ms. Vaishnavi Ambre



Ms. Sai Ranadive

9. Physical postal ballots were scrutinized and the shareholding was matched / confirmed with the Register of Members of the Company / in case of e-voting with list of beneficiaries as on Friday, January 15, 2021, with the assistance provided by Adroit Corporate Services Pvt.Ltd, Registrar and Transfer Agents ('R&T').
10. No postal ballots were found incomplete and / or which were otherwise found defective.
11. There were no mutilated ballot papers.

Based on the report of Remote e-voting generated from the portal of CDSL and report of voting by physical postal ballots generated with the assistance of R&T, the result of the Postal Ballot is as under: -

**H. R. THAKUR**
F.C.S. 2090 C.P. 3193

1. Ordinary Resolution:

To approve Reclassification of Authorised Share Capital of the Company.

Voted in favour of the resolution:

Type of voting	Number of Members voted	Total number of votes cast by them	% of total number of valid votes cast*
Remote e-voting	27	2415925	100.00
Physical Postal Ballots	4	15535	100.00
Total	31	2431460	100.00


Voted against the resolution:

Type of voting	Number of Members voted	Total number of votes cast by them	% of total number of valid votes cast*
Remote e-voting	0	0	0
Physical Postal Ballots	0	0	0
Total	0	0	0

Invalid / Not voted:

Type of voting	Number of Members voted	Total number of votes cast by them
Remote e-voting	2	70
Physical Postal Ballots	0	0
Total	2	70

The resolution was passed with requisite majority.



H. R. THAKUR
F.C.S. 2090 C.P. 3193

2. Ordinary Resolution:

To approve Increase in the Authorised Share Capital

Voted in favour of the resolution:

Type of voting	Number of Members voted	Total number of votes cast by them	% of total number of valid votes cast*
Remote e-voting	28	2415950	100.00
Physical Postal Ballots	4	15535	100.00
Total	32	2431485	100.00

Voted against the resolution:

Type of voting	Number of Members voted	Total number of votes cast by them	% of total number of valid votes cast*
Remote e-voting	0	0	0
Physical Postal Ballots	0	0	0
Total	0	0	0

~~Invalid~~ / Not voted:

Type of voting	Number of Members voted	Total number of votes cast by them
Remote e-voting	1	45
Physical Postal Ballots	0	0
Total	1	45

The resolution was passed with requisite majority.



H. R. THAKUR
F.C.S. 2090 C.P. 3193

3. Ordinary Resolution:

To approve amendment in Memorandum of Association

Voted in favour of the resolution:

Type of voting	Number of Members voted	Total number of votes cast by them	% of total number of valid votes cast*
Remote e-voting	27	2415925	100.00
Physical Postal Ballots	4	15535	100.00
Total	31	2431460	100.00


Voted against the resolution:

Type of voting	Number of Members voted	Total number of votes cast by them	% of total number of valid votes cast*
Remote e-voting	0	0	0
Physical Postal Ballots	0	0	0
Total	0	0	0

~~Invalid~~ / Not voted:

Type of voting	Number of Members voted	Total number of votes cast by them
Remote e-voting	2	70
Physical Postal Ballots	0	0
Total	2	70

The resolution was passed with requisite majority.


H. R. THAKUR
 F.C.S. 2090 C.P. 3193

4. Special Resolution:

To approve amendment in Articles of Association

Voted in favour of the resolution:

Type of voting	Number of Members voted	Total number of votes cast by them	% of total number of valid votes cast*
Remote e-voting	28	2415970	100.00
Physical Postal Ballots	4	15535	100.00
Total	32	2431505	100.00


Voted against the resolution:

Type of voting	Number of Members voted	Total number of votes cast by them	% of total number of valid votes cast*
Remote e-voting	0	0	0
Physical Postal Ballots	0	0	0
Total	0	0	0

Invalid / Not voted:

Type of voting	Number of Members voted	Total number of votes cast by them
Remote e-voting	1	25
Physical Postal Ballots	0	0
Total	1	25

The resolution was passed with requisite majority.



H. R. THAKUR
F.C.S. 2090 C.P. 3193

5. Ordinary Resolution:

To approve the issue of Bonus Shares by way of capitalisation of reserves.

Voted in favour of the resolution:

Type of voting	Number of Members voted	Total number of votes cast by them	% of total number of valid votes cast*
Remote e-voting	29	2415995	100.00
Physical Postal Ballots	4	15535	100.00
Total	33	2431530	100.00


Voted against the resolution:

Type of voting	Number of Members voted	Total number of votes cast by them	% of total number of valid votes cast*
Remote e-voting	0	0	0
Physical Postal Ballots	0	0	0
Total	0	0	0

~~Invalid~~ / Not voted:

Type of voting	Number of Members voted	Total number of votes cast by them
Remote e-voting	0	0
Physical Postal Ballots	0	0
Total	0	0

The resolution was passed with requisite majority.


H. R. THAKUR
 F.C.S. 2090 C.P. 3193

CS H. R. THAKUR

M.Com, LL.M, MBA (Pittsburg)
FCS, Grad. CWA

305/306 Happiness, City of Joy
J. S. Dossa Marg, Mulund (w)
Mumbai- 400 080
Mobile: 9322 213 056

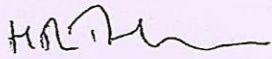
REPORT OF SCOUTINER ON POSTAL BALLOT AND RESOLUTIONS

Notes:

- 1) *Percentage beyond 2 decimal points ignored under Rounding off.

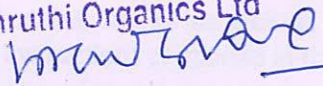
The ballot papers and all other relevant records will be handed over to the Company Secretary in due course of time.

Date: 03rd March 2021
Place: Mumbai


H. R. THAKUR
F.C.S. 2090 C.P. 3193

UDIN: F002090B003985443

ACCEPTED

For Smruthi Organics Ltd

Managing Director

1. The Equity shareholders of the Company as on the "cut-off" date i.e. Friday, January 25, 2021 were entitled to vote on the resolution set out in the notice.
2. The voting period commenced on Monday, February 01, 2021 (8:00 hours IST) and ended on Wednesday, March 3, 2021 (17:00 hours IST).
3. On Thursday January 28, 2021, the Company had completed the dispatch of postal ballot forms physically along with postage prepaid business reply envelopes and also electronically to its shareholders whose name(s) appeared on the Register of Members/ list of beneficiaries as on Friday, January 15, 2021.