



Smruthi Organics Limited

Date: 08th August 2022

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

Sub: Voting Results of the 33rd Annual General Meeting of the Company held on 06th August, 2022

Dear Sir(s),

Pursuant to regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the voting results of the business transacted at the 33rd Annual General Meeting of the Company held on Saturday, 06th August, 2022 along with the consolidated Scrutinizers report on the results of remote e-voting and e-voting at the AGM.

Request you to kindly take the same on record and acknowledge the receipt of the same.

Thanking you.

Yours Faithfully

For Smruthi Organics Limited


Urvashi D. Khanna
Company Secretary & Compliance Officer



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

Pursuant to Section 108 and 109 of the Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014

To,

The Chairman

33rd Annual General Meeting of the Equity shareholders of Smruthi Organics Limited held on Saturday, 6th August, 2022 through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM') at 12.30 P.M. (IST)

Dear Sir,

I, H. R. Thakur, Practising Company Secretary, Mumbai, was appointed by the Board of Directors of Smruthi Organics Limited (CIN: L24119PN1989PLC052562 ('the Company') as the Scrutinizer at the 33rd Annual General Meeting of the Company held on Saturday, 6th August, 2022 at 12.30 P.M. (IST) ('AGM') to scrutinize the remote e-voting and e-voting at the AGM.

My responsibility as the Scrutinizer is restricted to ascertaining the voting processes and to make Scrutinizer's Report of the votes cast 'in favour' or 'against' the resolutions contained in the notice of AGM. 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 of the AGM.

The Company had provided the facility of remote e-voting to all the eligible shareholders and the facility of e-voting during the AGM to those eligible shareholders who attended the meeting through VC /OAVM and have not voted earlier through remote e-voting.

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

- i. The equity shareholders of the Company as on the "cut-off" date i.e. Friday, 29th July, 2022 were entitled to vote on the resolution nos 1 to 7 as set out in the notice of AGM.

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- ii. The remote e-voting period commenced on Wednesday, 3rd August, 2022 at 09:00 A.M. (IST) and ended on Friday, 5th August, 2022 at 05:00 P.M. (IST).
- iii. On Friday, 5th August 2022 after the end of the remote e-voting period, a limited information report containing information such as folio number, name and number of shares held etc. except votes cast by the members who voted through remote e-voting was generated from the portal of Central Depository Securities (India) Limited ('CDSL').
- iv. Facility of e-voting during the AGM was made available during the meeting and till 15 (Fifteen) minutes after its conclusion.
- v. After the closure of e-voting during the AGM, the votes cast through e-voting during the AGM and through remote e-voting prior to the date of AGM were unblocked in the presence of two witnesses, Ms. Payal Punamiya and Ms. Tanya Khatri who are not in the employment of the Company and have signed below in the confirmation.




Ms. Payal Punamiya



Ms. Tanya Khatri

- vi. During the process of scrutiny, I did not find any invalid vote.

Based on the voting summary downloaded from the portal of CDSL the result of the voting at AGM is as under:-


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ORDINARY BUSINESS:

Item No. 1: Ordinary Resolution

To receive , consider and adopt the Audited Financial Statements of the Company for the year ended 31st March, 2022 and the Reports of the Board of Directors and the Auditors thereon.

Voted in favour of the resolution:

Type of Voting	Number of Ballots	Number of votes	Percentage
Remote E-voting	30	7,214,217	100.0000
E-voting at AGM	4	3,921	100.0000
Total	34	7,218,138	100.0000


Voted against the resolution:

Type of Voting	Number of Ballots	Number of votes	Percentage
Remote E-voting	0	0	0.0000
E-voting at AGM	0	0	0.0000
Total	0	0	0.0000

Abstained / Less voted:

Type of voting	Number of Ballots	Number of votes
Remote E-voting	0	0
E-voting at AGM	0	0
Total	0	0

The resolution was passed with requisite majority.


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Mobile: 9322 213 056**Item No. 2: Ordinary Resolution**

To declare a dividend of Rs 3/- per share (i.e 30%) on 11446290 equity shares of Rs 10/- each for the year ended 31st March 2022

Voted in favour of the resolution:

Type of Voting	Number of Ballots	Number of votes	Percentage
Remote E-voting	30	7,214,217	100.0000
E-voting at AGM	4	3,921	100.0000
Total	34	7,218,138	100.0000


Voted against the resolution:

Type of Voting	Number of Ballots	Number of votes	Percentage
Remote E-voting	0	0	0.0000
E-voting at AGM	0	0	0.0000
Total	0	0	0.0000

Abstained / Less voted:

Type of voting	Number of Ballots	Number of votes
Remote E-voting	0	0
E-voting at AGM	0	0
Total	0	0

The resolution was passed with requisite majority.


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Item No. 3: Ordinary Resolution

To appoint a Director in place of Mr. E. Swapnil (DIN:01241535) who retires by rotation and being eligible offers himself for re-appointment

Voted in favour of the resolution:

Type of Voting	Number of Ballots	Number of votes	Percentage
Remote E-voting	29	7,211,277	99.9592
E-voting at AGM	4	3,921	100.0000
Total	33	7,215,198	99.9593


Voted against the resolution:

Type of Voting	Number of Ballots	Number of votes	Percentage
Remote E-voting	1	2,940	0.0408
E-voting at AGM	0	0	0.0000
Total	1	2,940	0.0407

Abstained / Less voted:

Type of voting	Number of Ballots	Number of votes
Remote E-voting	0	0
E-voting at AGM	0	0
Total	0	0

The resolution was passed with requisite majority.


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Item No. 4: Ordinary Resolution

To appoint M/s Gokhale & Sathe, Chartered Accountants Mumbai as the Statutory Auditors to hold office from the conclusion of the 33rd Annual General Meeting until the conclusion of 38th Annual General Meeting, and to fix their remuneration

Voted in favour of the resolution:

Type of Voting	Number of Ballots	Number of votes	Percentage
Remote E-voting	29	7,211,277	99.9592
E-voting at AGM	4	3,921	100.0000
Total	33	7,215,198	99.9593


Voted against the resolution:

Type of Voting	Number of Ballots	Number of votes	Percentage
Remote E-voting	1	2,940	0.0408
E-voting at AGM	0	0	0.0000
Total	1	2,940	0.0407

Abstained / Less voted:

Type of voting	Number of Ballots	Number of votes
Remote E-voting	0	0
E-voting at AGM	0	0
Total	0	0

The resolution was passed with requisite majority.


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SPECIAL BUSINESS**Item No. 5: Special Resolution**

To consider Re-appointment of Mr. E. Purushotham (having DIN No. 00033583), as Managing Director of the Company, for a period of three years with effect from 01st April 2022 to 31st March 2025 on salary of Rs 15 lacs per month i.e Rs 180 lacs per annum plus allowances, benefits, perquisites, incentives and commission as applicable.

Voted in favour of the resolution:

Type of Voting	Number of Ballots	Number of votes	Percentage
Remote E-voting	29	7,211,277	99.9592
E-voting at AGM	4	3,921	100.0000
Total	33	7,215,198	99.9593


Voted against the resolution:

Type of Voting	Number of Ballots	Number of votes	Percentage
Remote E-voting	1	2,940	0.0408
E-voting at AGM	0	0	0.0000
Total	1	2,940	0.0407

Abstained / Less voted:

Type of voting	Number of Ballots	Number of votes
Remote E-voting	0	0
E-voting at AGM	0	0
Total	0	0

The resolution was passed with requisite majority.


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Mobile: 9322 213 056**Item No. 6: Special Resolution**

To consider Re-appointment and re-designation of Mr. E. Swapnil (having DIN No. 01241535), as Joint Managing Director of the Company, for a period of three years with effect from 01st June 2022 to 31st May 2025 on salary of Rs. 10 lacs per month i.e Rs 120 lacs per annum , plus allowances, benefits, perquisites, incentives and commission as applicable.

Voted in favour of the resolution:

Type of Voting	Number of Ballots	Number of votes	Percentage
Remote E-voting	29	7,211,277	99.9592
E-voting at AGM	4	3,921	100.0000
Total	33	7,215,198	99.9593

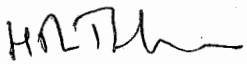
Voted against the resolution:

Type of Voting	Number of Ballots	Number of votes	Percentage
Remote E-voting	1	2,940	0.0408
E-voting at AGM	0	0	0.0000
Total	1	2,940	0.0407

Abstained / Less voted:

Type of voting	Number of Ballots	Number of votes
Remote E-voting	0	0
E-voting at AGM	0	0
Total	0	0

The resolution was passed with requisite majority.


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Item No. 7: Ordinary Resolution

Ratification of remuneration payable to Cost Auditors For FY 22-23.

Voted in favour of the resolution:

Type of Voting	Number of Ballots	Number of votes	Percentage
Remote E-voting	29	7,211,277	99.9592
E-voting at AGM	4	3,921	100.0000
Total	33	7,215,198	99.9593


Voted against the resolution:

Type of Voting	Number of Ballots	Number of votes	Percentage
Remote E-voting	1	2,940	0.0408
E-voting at AGM	0	0	0.0000
Total	1	2,940	0.0407

Abstained / Less voted:

Type of voting	Number of Ballots	Number of votes
Remote E-voting	0	0
E-voting at AGM	0	0
Total	0	0

The resolution was passed with requisite majority.


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DS H. R. THAKUR

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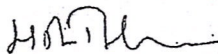
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*Percentage beyond 4 decimal points ignored under Rounding off.

Date: 8th August, 2022

Place: Mumbai

UDIN:F002090D000757031


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For, Smruthi Organics Ltd.



Authorized Signatory