



# Smruthi Organics Limited

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Date : 05<sup>th</sup> August, 2023

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

To  
Listing Department  
Metropolitan Stock Exchange of India Ltd  
Building A, Unit 205A, 2nd Floor, Piramal  
Agastya Corporate Park,  
L.B.S Road, Kurla West, Mumbai - 400 070

Sub: Voting Results of the 34<sup>th</sup> Annual General Meeting of the Company held on 05<sup>th</sup> August 2023

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 34<sup>th</sup> Annual General Meeting of the Company held on Saturday, 05<sup>th</sup> August, 2023 alongwith 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.

Thanking you.

Yours Faithfully

For Smruthi Organics Limited:

  
Urvashi D. Khanna  
Company Secretary & Compliance Officer

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

34<sup>th</sup> Annual General Meeting of the Equity shareholders of Smruthi Organics Limited held on Saturday, 5<sup>th</sup> August, 2023 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 34<sup>th</sup> Annual General Meeting of the Company held on Saturday, 5<sup>th</sup> August, 2023 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, 28<sup>th</sup> July, 2023 were entitled to vote on the resolution nos 1 to 5 as set out in the notice of AGM.



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- ii. The remote e-voting period commenced on Wednesday, 2nd August, 2023 at 09:00 A.M. (IST) and ended on Friday, 4th August, 2023 at 05:00 P.M. (IST).
- iii. On Friday, 4<sup>th</sup> August 2023 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, Mr Sohan Ranade. and Ms. Khushbu Yadav who are not in the employment of the Company and have signed below in the confirmation.

  
Mr Sohan Ranade

  
Ms Khushbu Yadav

- 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 31<sup>st</sup> March, 2023 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	37	72,16,790	100.0000
E-voting at AGM	2	12	100.0000
<b>Total</b>	<b>39</b>	<b>72,16,802</b>	<b>100.0000</b>

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
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>

Abstained / Less voted:

Type of voting	Number of Ballots	Number of votes
Remote E-voting	0	0
E-voting at AGM	0	0
<b>Total</b>	<b>0</b>	<b>0</b>

The resolution was passed with requisite majority.

  
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Item No. 2: Ordinary Resolution

To declare a dividend of Rs 2/- per share (i.e 20%) on 1,14,46,290 equity shares of Rs 10/- each for the year ended 31<sup>st</sup> March, 2023.

Voted in favour of the resolution:

Type of Voting	Number of Ballots	Number of votes	Percentage
Remote E-voting	37	72,16,790	100.0000
E-voting at AGM	2	12	100.0000
Total	39	72,16,802	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 Ms. E. Smruthi (DIN: 09268342) who retires by rotation and being eligible offers herself for re-appointment.

Voted in favour of the resolution:

Type of Voting	Number of Ballots	Number of votes	Percentage
Remote E-voting	37	72,16,790	100.0000
E-voting at AGM	2	12	100.0000
Total	39	72,16,802	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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F.C.S. 2090 C.P. 3193

**SPECIAL BUSINESS:**

**Item No. 4: Ordinary Resolution**

Ratification of remuneration payable to Cost Auditors for the financial year ending 31st March, 2023.

**Voted in favour of the resolution:**

Type of Voting	Number of Ballots	Number of votes	Percentage
Remote E-voting	36	72,16,789	100.0000
E-voting at AGM	2	12	100.0000
<b>Total</b>	<b>38</b>	<b>72,16,801</b>	<b>100.0000</b>

**Voted against the resolution:**

Type of Voting	Number of Ballots	Number of votes	Percentage
Remote E-voting	1	1	0.0000
E-voting at AGM	0	0	0.0000
<b>Total</b>	<b>1</b>	<b>1</b>	<b>0.0000</b>

**Abstained / Less voted:**

Type of voting	Number of Ballots	Number of votes	
Remote E-voting	0		0
E-voting at AGM	0		0
<b>Total</b>	<b>0</b>		<b>0</b>

The resolution was passed with requisite majority.

  
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**Item No. 5: Special Resolution**

To consider and approve payment of remuneration to Ms. E. Smruthi, Non-Executive Non Independent Director

**Voted in favour of the resolution:**

Type of Voting	Number of Ballots	Number of votes	Percentage
Remote E-voting	36	72,16,789	100.0000
E-voting at AGM	2	12	100.0000
<b>Total</b>	<b>38</b>	<b>72,16,801</b>	<b>100.0000</b>


**Voted against the resolution:**

Type of Voting	Number of Ballots	Number of votes	Percentage
Remote E-voting	1	1	0.0000
E-voting at AGM	0	0	0.0000
<b>Total</b>	<b>1</b>	<b>1</b>	<b>0.0000</b>

**Abstained / Less voted:**

Type of voting	Number of Ballots	Number of votes
Remote E-voting	0	0
E-voting at AGM	0	0
<b>Total</b>	<b>0</b>	<b>0</b>

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

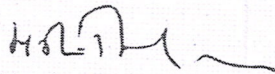
305/306 Happiness, City of Joy  
J. S. Dossa Marg, Mulund (W)  
Mumbai- 400 080  
Mobile: 9322 213 056

\*Percentage beyond 4 decimal points ignored under Rounding off.

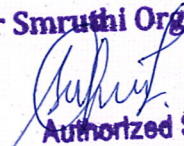
Date: 5<sup>th</sup> August 2023

Place: Mumbai

UDIN: FOC2090E000747637

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

Countersigned by:- Mr. E. Swapnil  
For Smruthi Organics Limited

  
Authorized Signatory  
( Authorised by Chairman of Meeting )

<b>General information about company</b>	
Scrip code	540686
NSE Symbol	NA
MSEI Symbol	SMRUTHI
ISIN	INE172E01011
Name of the company	Smruthi Organics Ltd
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	05-08-2023
Start time of the meeting	12:30 pm
End time of the meeting	01:20 pm

<b>Scrutinizer Details</b>	
Name of the Scrutinizer	H. R. Thakur
Firms Name	CS H.R. Thakur
Qualification	CS
Membership Number	2090
Date of Board Meeting in which appointed	20-05-2023
Date of Issuance of Report to the company	05-08-2023

<b>Voting results</b>	
Record date	28-07-2023
Total number of shareholders on record date	5429
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	5
b) Public	61
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 receive, consider and adopt the Audited Financial Statements of the Company for the year ended 31st March, 2023 and the Reports of the Board of Directors and the Auditors thereon.				
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	7277095	7186647	98.7571	7186647	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		7277095	7186647	98.7571	7186647	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	4169195	30155	0.7233	30155	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		4169195	30155	0.7233	30155	0	100
Total		11446290	7216802	63.0493	7216802	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

<b>Details of Invalid Votes</b>	
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 declare a dividend of Rs 2/- per share (i.e 20 %) on 1,14,46,290 equity shares of Rs 10/- each for the year ended 31st March, 2023.					
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	7277095	7186647	98.7571	7186647	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		7277095	7186647	98.7571	7186647	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	4169195	30155	0.7233	30155	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		4169195	30155	0.7233	30155	0	100
Total		11446290	7216802	63.0493	7216802	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

<b>Details of Invalid Votes</b>	
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 appoint a Director in place of Ms. E. Smruthi (DIN: 09268342) who retires by rotation and being eligible offers herself for re-appointment.					
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	7277095	7186647	98.7571	7186647	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		7277095	7186647	98.7571	7186647	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	4169195	30155	0.7233	30155	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		4169195	30155	0.7233	30155	0	100
Total		11446290	7216802	63.0493	7216802	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

<b>Details of Invalid Votes</b>	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(4)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			Ratification of remuneration payable to Cost Auditors for the financial year ending 31st March, 2023.					
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	7277095	7186647	98.7571	7186647	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		7277095	7186647	98.7571	7186647	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	4169195	30155	0.7233	30154	1	99.9967	0.0033
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		4169195	30155	0.7233	30154	1	99.9967
Total		11446290	7216802	63.0493	7216801	1	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

<b>Details of Invalid Votes</b>	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(5)								
Resolution required: (Ordinary / Special)			Special					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			To consider and approve payment of remuneration to Ms. E. Smruthi, Non-Executive Non Independent Director					
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	7277095	7186647	98.7571	7186647	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		7277095	7186647	98.7571	7186647	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	4169195	30155	0.7233	30154	1	99.9967	0.0033
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		4169195	30155	0.7233	30154	1	99.9967
Total		11446290	7216802	63.0493	7216801	1	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

<b>Details of Invalid Votes</b>	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

