

SAM INDUSTRIES LTD.

CIN: L70102MP1994PLC041416



Works & Registered Office: Village Dakachiya, A. B. Road, Tehsil: Sanwer, District-Indore - 453 771 (M.P.) INDIA

Phone : 0091-731-4229717, Fax : 0091-731-4229724

Website : www.sam-industries.com, email : secretarial@sam-industries.com

30th September 2019

To,
The Manager,
Listing Department
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400001

Sub: Scrutinizer's Report

ISIN; INE653D01012

BSE Code: 532005

Dear Sir/Ma'am,

With reference to captioned subject and pursuant to Regulation 44(3) of SEBI (LODR), Regulations, 2015, we are enclosing herewith the Consolidated Scrutinizer's Report in respect of the resolution considered by the shareholders at their 25th Annual General Meeting held on 28th September 2019, for your reference.

Request you to take the same on record.

Thanking you,

Yours faithfully,
For Sam Industries Limited

A handwritten signature in blue ink, appearing to read 'Navin S. Patwa'.

Navin S. Patwa
Company Secretary



Encl: a/a



Consolidated Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 (4) (xii) of the Companies (Management and Administration) Rules, 2015 as amended]

To,
The Chairman,
SAM INDUSTRIES LIMITED
CIN: L70102MP1994PLC041416
VILLAGE DAKACHIYA, A. B. ROAD. TEHSIL
SANWER, DAKACHIYA INDORE MP 453771

Dear Sir,

Ref: 25th Annual General Meeting (AGM) of the Equity Shareholders of Sam Industries Limited held on the Saturday, September 28, 2019 At 04:00 P.M. At Village: Dakachiya Tehsil: Sanwer, A. B. Road - Indore - 453771 - Madhya Pradesh.

Subject: Passing of Resolution(s) through remote electronic voting and Poll at the venue of the AGM, pursuant to Section 108 & 109 of Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2015 as amended and Regulation 44(3) of the SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015.

1. I, Manish Maheshwari, Practicing Company Secretary, appointed on 13th August 2019 by the Board of Directors of SAM INDUSTRIES LIMITED ("the Company") as a Scrutinizer for the purpose of conducting the E-voting process and Poll at venue of the AGM, pursuant to Section 108 & 109 of Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2015 as amended and Regulation 44(3) of the SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015, on the below mentioned resolution(s), passed at the 25th Annual General Meeting of the Equity Shareholders of the Company held on the Saturday, September 28, 2019 At 04:00 P.M. at Village: Dakachiya Tehsil: Sanwer, A. B. Road - Indore - 453771 - Madhya Pradesh .



2. The Management of the Company is responsible to ensure the compliances with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means on the Resolutions contained in the Notice to the 25th Annual General Meeting (AGM) of the members of the Company. Our responsibility as a Scrutinizer for the E-voting process and Poll restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions stated below, based on the reports generated from the E-voting system provided by Central Depository Service (India) Limited (CDSL), the authorized agency to provide the E-voting facilities, engaged by the Company.
3. Further to the above, We submit our report as under:
- i. The Company has availed E-voting facility offered by Central Depository Service (India) Limited (CDSL), for conducting E-voting by the shareholders of the Company.
 - ii. The Members of the Company as on the "Cut Off" date i.e. **21st September 2019** were entitled to vote on the resolutions (Items Number 1 to 4 as set out in Notice of 25th AGM of the Company).
 - iii. The voting period for E-voting commenced on **25th September, 2019 (09.00 AM) and ends on 27th September, 2019 (05.00PM)** and the CDSL E-voting platform was blocked thereafter and the votes cast under E-voting facilities were then unblocked in the presence of two witnesses Ms. Prerna Jain and Ms. Aayushi Sharda, who were not in the employment of the Company. They have signed below in confirmation of votes being unblocked in their presence.
 - iv. The Chairman of the Company had suo-motto called for a poll to facilitate the members present in the meeting who could not participate in the e-voting to record their votes through the poll process. The Company arranged the facility to vote for Poll at the venue of the AGM. The Poll voting was reconciled with the records maintained by the RTA of the Company and the authorizations/proxies lodged with the company. Thereafter, we as a Scrutinizer duly compiled the details of the e-voting carried out by the Members together with the Poll done at the venue of the AGM.

The results of the e-voting with that of the voting conduct at venue of the AGM by way of Poll are as under:



Details	E-voting	Voting by Poll at the AGM	Total Voting
Number of members who cast their votes	29	5	34
Total Number of Shares held by them	99,51,878	17,261	99,69,139
Valid Votes	As per details provided under each one of the Resolution(s) mentioned hereunder.		
Abstained/ Invalid Votes	NIL		

ITEM NO. 1 - ORDINARY RESOLUTION

Adoption of Audited Balance Sheet and Statement of Profit & Loss Account for the year ended March 31, 2019 together with the Reports of the Board of Directors and the Auditors thereon.

Manner of Voting	Votes in favor of the Resolution		Votes against the Resolution		Abstained /Invalid Votes Nos.
	Nos.	% age	Nos.	% age	
E- Voting	99,51,878	100.00	0.00	0.00	0.00
Voting by Poll at the Venue	17,261	100.00	0.00	0.00	0.00
TOTAL	99,69,139	100.00	0.00	0.00	0.00

ITEM NO. 2 - ORDINARY RESOLUTION

Re-Appointment a Director in place of Mr Ashutosh A. Maheshwari (DIN: 00094262) who retires by rotation and being eligible offer himself for re-appointment

Manner of Voting	Votes in favor of the Resolution		Votes against the Resolution		Abstained /Invalid Votes Nos.
	Nos.	% age	Nos.	% age	
E- Voting	99,51,878	100.00	0.00	0.00	0.00
Voting by Poll at the Venue	17,261	100.00	0.00	0.00	0.00
TOTAL	99,69,139	100.00	0.00	0.00	0.00



SPECIAL BUSINESS

ITEM NO. 3-SPECIAL RESOLUTION

Re-Appointment of Mrs Gitanjali A. Maheshwari (DIN: 00094596), as Whole Time Director of the Company

Manner of Voting	Votes in favor of the Resolution		Votes against the Resolution		Abstained /Invalid Votes
	Nos.	% age	Nos.	% age	Nos.
E- Voting	95,29,164	100.00	0.00	0.00	0.00
Voting by Poll at the Venue	17,261	100.00	0.00	0.00	0.00
TOTAL	95,46,425	100.00	0.00	0.00	0.00

* 422714 No. of shares of Gitanjali A. Maheshwari were not taken into count as she is interested in the resolution

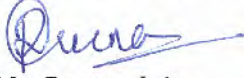
ITEM NO. 4-SPECIAL RESOLUTION

Appointment of Mr Kishore Kale (DIN:01743556) as a Whole Time Director of the Company

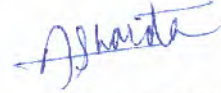
Manner of Voting	Votes in favor of the Resolution		Votes against the Resolution		Abstained /Invalid Votes
	Nos.	% age	Nos.	% age	Nos.
E- Voting	99,51,878	100.00	0.00	0.00	0.00
Voting by Poll at the Venue	17,261	100.00	0.00	0.00	0.00
TOTAL	99,69,139	100.00	0.00	0.00	0.00



4. We hereby confirm that we are maintaining the Registers received from the RTA and electronic voting data received from the Service Provider, in respect of the votes cast through e- voting. The electronic data and all other relevant records relating to e- voting is under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approve and signs the minutes of the AGM.



Ms. Prerna Jain



Ms. Aayushi Sharda

Thanking you,
Yours Faithfully,



Scrutinizer

Name: Manish Maheshwari

Practicing Company Secretary

FCS: 5174; CP: 3860

Place: Indore

Date: 28.09.2019