

# SAM INDUSTRIES LTD.

CIN: L70102MP1994PLC041416



Works & Registered Office: Village Dakachiya, A. B. Road, Tehsil: Sanwer, District-Indore - 453 771 (M.P.) INDIA  
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Dated: 1<sup>st</sup> October, 2020

To,

The Corporate Relationship Department  
BSE Limited  
PhirozeJeejeebhoy Towers,  
Dalal Street,  
Mumbai- 400 001

BSE Code: 532005

Sub: Consolidated Scrutinizers Report of 26<sup>th</sup> Annual General Meeting

Dear Sir,

We would like to inform you that the 26<sup>th</sup> Annual General Meeting of Sam Industries Limited was held on 30<sup>th</sup> September, 2020 at 4:00 P.M. in this regard, under Regulation 44(3) of SEBI (LODR) Regulations, 2015. please find enclosed herewith the following:

1. Consolidated Scrutinizers Report in compliance of section 108 of the Companies Act, 2013 and Rule 20 of Companies (Management and Administration) Rules, 2015, as amended.

This is for your information and record.

Thanking You,

Yours faithfully

For Sam Industries Limited

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

Navin S. Patwa

Company Secretary



Encl: as above



### 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,  
Indore MP 453771 IN

Dear Sir,

**Ref.** 26<sup>th</sup>Annual General Meeting (AGM) of the Equity Shareholders of SAM INDUSTRIES LIMITED held on the Wednesday, September 30<sup>th</sup>, 2020 At 4.00 P.M. through Video Conferencing (VC)/Other Audio Visual Means (OAVM):

**Subject:** Passing of Resolution(s) through remote electronic voting, pursuant to Section 108 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**, have been appointed by the Board of Directors of **SAM INDUSTRIES LIMITED** ("the Company") as a Scrutinizer for the purpose of scrutinizing the process of voting through electronic means ("e-voting") on the resolutions contained in the notice dated 02<sup>nd</sup> September 2020 ("Notice") issued in accordance with General Circular No. 14/2020, 17/2020 and 20/2020 dated 8 April 2020, 13 April 2020 and 5 May 2020 respectively, issued by Ministry of Corporate Affairs (MCA) (hereinafter referred to as "MCA Circulars"), Government of India, calling the Twenty Sixth Annual General Meeting of its Equity Shareholders ("the Meeting" /"AGM") through Video Conferencing (VC)/Other Audio Visual Means (OAVM). The AGM was convened on Wednesday, September 30, 2020 At 4.00 P.M. IST through VC / OAVM.



2. The said appointment as Scrutinizer is under the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("the Rules"). As the Scrutinizer, I have to scrutinize:

- (i) Process of e-voting remotely, before the AGM, using an electronic voting system on the dates referred to in the Notice calling the AGM ("remote e-voting"); and
- (ii) Process of e-voting at the AGM through electronic voting system ("e-voting")

#### **Management's Responsibility**

3. The management of the Company is responsible to ensure compliance with the requirements of (i) the Act and the Rules made thereunder; (ii) the MCA Circulars; and (iii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("LODR") relating to e-voting on the resolutions contained in the Notice calling the AGM. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

#### **Scrutinizer's Responsibility**

4. My responsibility as Scrutinizer for e-voting process (i.e. remote e-voting and e-voting) is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions contained in the Notice, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited ("CDSL"), and the Agency authorized under the Rules and engaged by the Company to provide e-voting facility and attendant papers / documents furnished to me electronically by the Company and/ or CDSL for my verification.


5. Further to the above, we submit our report as under:

- i. The Members of the Company as on the "Cut Off" date i.e. **23<sup>rd</sup> September, 2020** were entitled to vote on the resolutions (Items Number 1 to 2 as set out in Notice of 26<sup>th</sup> AGM of the Company).
- ii. The voting period for E-voting commenced on **27<sup>th</sup> September, 2020 (09:00 AM) and ends on 29<sup>th</sup> September, 2020 (05:00PM)** and the CDSL-voting platform was blocked thereafter and the votes cast under E-voting facilities were then unblocked and we downloaded the results.



- iii. The votes cast were unblocked on Wednesday, 30<sup>th</sup> September 2020 after the conclusion of the AGM and was witnessed by two witnesses, Ms. Prerna Jain and Ms. Aayushi Sharda, who are not in the employment of the Company. They have signed below in confirmation of the same.

  
Prerna Jain

  
Aayushi Sharda

- iv. Thereafter, the details containing, inter alia, the list of Equity Shareholders who voted "in favour" or "against" on each of the resolutions that was put to vote, were generated from the e-voting website of CDSL. Based on the report generated by CDSL and relied upon by me, data regarding the remote e-voting was scrutinized on test check basis.
6. I submit herewith the Consolidated Scrutinizer's Report on the results of the remote e-voting and e-voting, based on the reports generated by CDSL, scrutinized on testcheck basis and relied upon by me as under:-

Details	Remote e-voting	Venue e-voting	Total Voting
Number of members who cast their votes	45	1	46
Total Number of Shares held by them	99,52,727	29,854	99,82,581
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, 2020 together with the Reports of the Board of Directors and the Auditors thereon.

Manner of Voting	Remote e-voting		Venue e-voting		TOTAL	
	No	% age	No	% age	No	% age
Votes in favour of the Resolution	99,52,727	99.7	0	0	99,52,727	99.7
Votes against the Resolution	0	0	29,854	0.3	29,854	0.3
Abstained /Invalid Votes	-	-	-	-	-	-
Total	99,52,727	99.7	29,854	0.3	99,82,581	100

#### ITEM NO. 2 - ORDINARY RESOLUTION



**Appointment of Mrs. Gitanjali A. Maheshwari (DIN:00094596) who retires by rotation as a Director and being eligible offer herself for re- appointment**

Manner of Voting	Remote e-voting		Venue e-voting		TOTAL	
	No	% age	No	% age	No	% age
Votes in favour of the Resolution	99,52,727	99.7	0	0	99,52,727	99.7
Votes against the Resolution	0	0	29,854	0.3	29,854	0.3
Abstained /Invalid Votes	0	0	-	-	0	0
<b>Total</b>	<b>99,52,727</b>	<b>99.7</b>	<b>29,854</b>	<b>0.3</b>	<b>99,82,581</b>	<b>100</b>

7. We hereby confirm that we are maintaining 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.

**Restriction on Use**

8. This report has been issued at the request of the Company for (i) submission to Stock Exchanges, (ii) placing on website of the Company and (iii) website of CDSL. This report is not to be used for any other purpose or to be distributed by the Company to any other parties. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior consent in writing.

**Thanking you,  
Yours Faithfully,**

*Manish Maheshwari*  
**Scrutinizer  
Name: Manish Maheshwari  
Practicing Company Secretary  
FCS: 5174; CP: 3860**



**Place: Indore  
Date: 01.10.2020  
UDIN:F005174B000838413**