

Date: 02<sup>nd</sup> October, 2021.

To,  
The Listing Compliance Department  
National Stock Exchange of India Limited  
Exchange Plaza  
BandraKurla Complex  
Bandra East  
Mumbai 400051

Scrip Code: LATTEYS

SUB: Voting Result and Scrutinizer Report.

Dear Sir/Madam,

This is to bring to your notice that the 8<sup>th</sup> Annual General Meeting was held on 30<sup>th</sup> September, 2021 and the business mentioned in the notice were transacted.

In this regard, please find enclosed following documents:

1. Voting Result as required regulation 44 of the SEBI (Listing Obligation and Disclosure requirement) Regulations.
2. Report of Scrutinizer dated October 2,2020 , pursuant to section 108 of the Companies Act, 2013 and rule 20(4) (Xii) of the Companies (Management and Administration ) Rules, 2014.

You are requested to kindly take the above information on your records and acknowledge the receipt of the same.

Kindly take the same on record.

Thanking you.

For, Latteys Industries Limited

  
Sonal Yadav

Company Secretary





# Ashish Sheth & Associates

Chartered Accountants

**Ashish J. Sheth**

B.Com, ACA

## Consolidated Scrutinizers' Report

[Pursuant to section 108 and 109 of the Companies Act, 2013 and rule 20 and 21 of the Companies (Management and Administration) Rules, 2014]

To

The Chairman of 08<sup>th</sup> Annual General Meeting

**LATTEYS INDUSTRIES LIMITED**

Plot No. 16, Phase- 1/2, GIDC Estate,

Naroda, Ahmedabad,

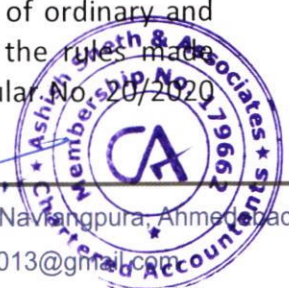
Gujarat 382330 India.

Dear Sir,

**Sub: Consolidated Scrutinizer Report on Remote E-voting conducted pursuant to the provisions of Section 108 of the Companies Act 2013 read with Rules 20 of the Companies (Management & Administration) rules 2014 as amended by Companies (Management & Administration) Amendment Rules, 2015 and Remote Electronic Voting during the 08<sup>th</sup> Annual General Meeting of Latteys Industries Limited, held on Thursday, 30<sup>th</sup> September, 2021 at 4:00 P.M. IST through two-way video conferencing ("VC").**

I, Ashish Jashavantray Sheth, proprietor of M/s. Ashish Sheth & Associates, Chartered Accountants, Ahmedabad, have been appointed by the Board of Directors of the **M/s. Latteys Industries Limited**, ("the Company") as Scrutinizer of the company, for the purpose of scrutinizing the e-voting process held between 27/09/2021 (09.00 A.M.) to 29/09/2021 (05.00 P.M.) and for the poll conducted on the resolution(s) contained in the notice of 8<sup>th</sup> Annual General Meeting of the Members of the Company held on Thursday, 30<sup>th</sup> September, 2021 at 4:00 P.M. IST at Plot No. 16, Phase- 1/2, GIDC Estate, Naroda, Ahmedabad, Gujarat 382330 India through video conference (VC)/ other Audio Visual Means (OVAM).

In view of the massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed. The AGM of the Company was held on Thursday, 30<sup>th</sup> September, 2021 at 4:00 P.M. IST through two-way video conferencing ("VC") and the voting for items as per the Notice to the AGM had been carried out only through remote electronic voting process and remote electronic voting during the AGM, in compliance with applicable provisions of the Act (including any statutory modification or re-enactment thereof) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (the "Rules"), as amended from time to time, and the General Circular No. 14/2020 dated April 8, 2020, the General Circular No. 17/2020 dated April 13, 2020, in relation to "Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013" and the rules made thereunder on account of the threat posed by Covid-19 and General Circular No. 20/2020



dated May 5, 2020 and General Circular No. 02/2021 dated January 13, 2021 in relation to "Clarification on holding of annual general meeting (AGM) through video conferencing (VC) or other audio visual means (OAVM)", all issued by the Ministry of Corporate Affairs, Government of India (the "MCA Circulars") and Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 ("Listing Regulations") read with Circular dated May 12, 2020, in relation to "Additional relaxation in relation to compliance with certain provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 - Covid 19 pandemic". The venue for the AGM was the place from where the Chairman of the Board conducted the meeting - i.e. the registered office of the Company.

### **Responsibility of the Management of the Company**

The Management of the Company is responsible to ensure compliance with the requirements of the relevant provisions of (i) The Companies Act, 2013 and the Rules made thereunder; (ii) The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and (iii) Secretarial Standard-2 on General Meetings issued by the Institute of Company secretaries of India, relating to Remote E-Voting and E-voting facility provided to the shareholders during the AGM and holding of AGM through VC or OAVM.

### **Responsibility of Scrutinizer**

My responsibility, as a scrutinizer, is to ensure and scrutinize the voting done through remote E-voting and E-voting facility provided to the shareholders during the AGM through VC or OAVM in a fair and transparent manner and to make a consolidated scrutinizer's report of the votes cast "in favour" or "against" the resolution, based on the reports generated from the e-voting system of National Securities Depository Limited ("NSDL" or "E-voting Agency").

As per the Notice of AGM, below mentioned businesses (resolutions) were proposed for the approval of Members through Remote E-voting and E-voting facility provided to the shareholders during the AGM through VC or OAVM;

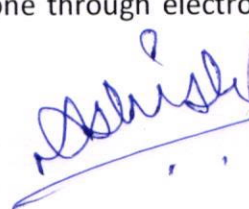
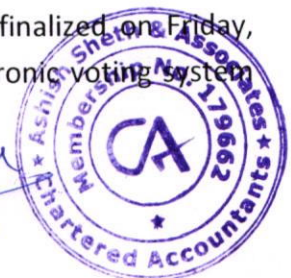
1. Ordinary Resolution for adoption of the Audited financial statements of the Company for the financial year ended 31<sup>st</sup> March, 2021, together with Reports of the Board of Directors and the Auditors thereon;
2. Ordinary Resolution for appointment of Mr. Kapoor Chand Garg as a Managing Director, who retires by rotation and being eligible, offer himself for re-appointment.
3. Special Resolution for re-appointment of Mr. Kapoor Chand Garg as the Managing Director of the Company for a further period of Three year.
4. Special Resolution for re-appointment of Mr. Pawan Garg as the Whole-Time Director of the Company for a further period of Three years.



5. Special Resolution for Regularization of additional Director, Mr. Ashish Kumar Gupta (DIN: 01472111) by appointing him as an Independent director of the Company.
6. Special Resolution for Regularization of additional Director, Mr. Piyush Poddar (DIN: 09268033) by appointing him as an Independent director of the Company.

I hereby report as under:

1. The management of the company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules relating to voting through electronic means on the resolutions contained in the Notice of the Annual General Meeting (AGM) of the Company. My responsibility as the scrutinizer for the e-voting process is restricted to make a scrutinizer report of the votes cast in favour/ against the resolutions stated above, based on the reports generated from e-voting system provided by the National Securities Depository Limited, the authorized agency engaged by the company to provide e-voting facilities.
2. The Company has entered into an agreement with National Securities Depository Limited, the authorized agency engaged by the company to provide e-voting facilities for voting through electronic means to all the members who are eligible to take part in the remote e-voting.
3. The e-voting period remained open from 27/09/2021, 9.00 A.M. to 29/09/2021, 05.00 P.M.
4. The shareholders holding shares as on the "cut off" date i.e. 19<sup>th</sup> September, 2021 were entitled to vote on the proposed resolutions (items No. 1 to 6 as set out in the Notice of the AGM of the Company).
5. Accordingly, the electronic votes cast were taken into account and at the end of this voting period, on 29<sup>th</sup> September, 2020 (at 5.00 p.m.), the e-voting portal was blocked for voting by National Securities Depository Limited.
6. Since this AGM was held pursuant to the MCA Circulars referred wherein above through VC or OAVM, physical attendance of Members had been dispensed with. Accordingly, in terms of the above referred MCA and SEBI circulars, the facility for appointment of proxies by the Members were also dispensed with.
7. The Remote E-Voting Platform was then after completed (Blocked) in due time.
8. After the conclusion of AGM, the remote electronic voting was finalized on Friday, 01st October, 2021 and the report on voting done through electronic voting system

during the AGM in respect of businesses set forth in the notice of 08<sup>th</sup> Annual General Meeting ("AGM") of the Company, was generated in my presence and the voting was diligently scrutinized.

9. I have scrutinized and reviewed the remote electronic voting and votes tendered therein based on the data downloaded from the NSDL E-voting system.
10. The register has been maintained electronically to record the assent or dissent. Received, mentioning the particulars of name, address, Folio No. or Client ID of the shareholders. No. of shares held by them and nominal value of such shares. There were no shares with differential voting rights in the Company; hence there is no requirement of maintaining of the list of shares with differential voting rights.
11. Thereafter, the details, containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the e-voting website. There were shareholders, who voted through E-voting. Consolidated Report on result of e-voting and voting by poll is as under:

**(a) Item No.1 of the Notice (as an Ordinary Resolution):**

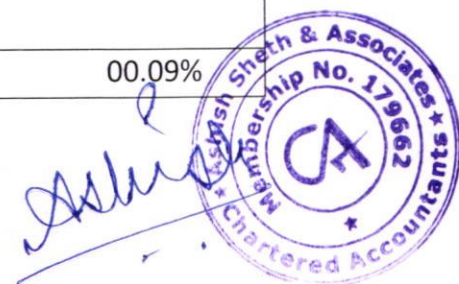
***To receive, consider and adopt the Audited financial statements of the Company for the financial year ended 31st March, 2021, together with Reports of the Board of Directors and the Auditors thereon.***

I. Votes "in favor" of Resolution:

Mode of Voting	Number of members voted (in person or by proxy)	Number of votes cast by the Members	% of total number of valid votes casted
Remote E-Voting	29	4253666	99.91%
Voting by poll	-	-	-
Total vote casted	29	4253666	99.91%

II. Votes "in against" the Resolution;

Mode of Voting	Number of members voted (in person or by proxy)	Number of votes cast by the Members	% of total number of valid votes casted
Remote E-Voting	01	4000	00.09%



Voting by poll	-	-	-
Total vote casted	01	4000	00.09%

III. Votes Invalid:

Mode of Voting	Number of members voted (in person or by proxy)	Number of votes cast by the Members
Remote E-Voting	-	-
Voting by poll	-	-
Total vote casted	-	-

(b) Item No.2 of the Notice (as an Ordinary Resolution):

***To appoint Mr. Kapoor Chand Garg as a Managing Director, who retires by rotation and being eligible, offer himself for re-appointment.***

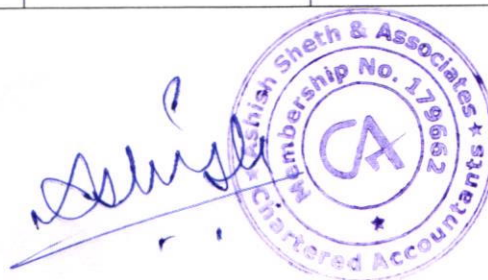
I. Votes "in favor" of Resolution;

Mode of Voting	Number of members voted (in person or by proxy)	Number of votes cast by the Members	% of total number of valid votes casted
Remote E-Voting	09*	3423666	80.41%
Voting by poll	-	-	-
Total vote casted	09	3423666	80.41%

*\*Note: The total Votes cast by the members in favour of the Item No. 2 includes 3383666 Shares belonging to the promoter and Promoter Group who are related parties to Mr. Kapoor Chand Garg and hence are interested in the said resolution.*

II. Votes "in against" the Resolution;

Mode of Voting	Number of members voted (in person or by proxy)	Number of votes cast by the Members	% of total number of valid votes casted
Remote E-Voting	21	834000	19.59%
Voting by poll	-	-	-
Total vote casted	21	834000	19.59%



III. Votes Invalid:

Mode of Voting	Number of members voted (in person or by proxy)	Number of votes cast by the Members
Remote E-Voting	-	-
Voting by poll	-	-
Total vote casted	-	-

(c) Item No.3 of the Notice (as a Special Resolution):

***Re-appointment of Mr. Kapoor Chand Garg as the Managing Director of the Company for a further period of Three year.***

I. Votes "in favor" of Resolution;

Mode of Voting	Number of members voted (in person or by proxy)	Number of votes cast by the Members	% of total number of valid votes casted
Remote E-Voting	09*	3423666	80.41%
Voting by poll	-	-	-
Total vote casted	09	3423666	80.41%

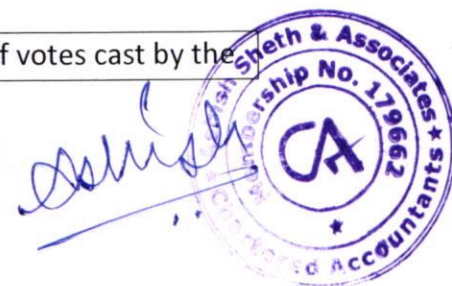
*\*Note: The total Votes cast by the members in favour of the Item No. 3 includes 3383666 Shares belonging to the promoter and Promoter Group who are related parties to Mr. Kapoor Chand Garg and hence are interested in the said resolution.*

II. Votes "in against" the Resolution;

Mode of Voting	Number of members voted (in person or by proxy)	Number of votes cast by the Members	% of total number of valid votes casted
Remote E-Voting	21	834000	19.59%
Voting by poll	-	-	-
Total vote casted	21	834000	19.59%

III. Votes Invalid:

Mode of Voting	Number of members voted	Number of votes cast by the
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	(in person or by proxy)	Members
Remote E-Voting	-	-
Voting by poll	-	-
Total vote casted	-	-

(d) Item No.4 of the Notice (as a Special Resolution):

***Re-appointment of Mr. Pawan Garg as the Whole-Time Director of the Company for a further period of Three years.***

I. Votes "in favor" of Resolution;

Mode of Voting	Number of members voted (in person or by proxy)	Number of votes cast by the Members	% of total number of valid votes casted
Remote E-Voting	09*	3423666	80.41%
Voting by poll	-	-	-
Total vote casted	09	3423666	80.41%

*\*Note: The total Votes cast by the members in favour of the Item No. 4 includes 3383666 Shares belonging to the promoter and Promoter Group who are related parties to Mr. Pawan Garg and hence are interested in the said resolution.*

II. Votes "in against" the Resolution;

Mode of Voting	Number of members voted (in person or by proxy)	Number of votes cast by the Members	% of total number of valid votes casted
Remote E-Voting	21	834000	19.59%
Voting by poll	-	-	-
Total vote casted	21	834000	19.59%

III. Votes Invalid:

Mode of Voting	Number of members voted (in person or by proxy)	Number of votes cast by the Members
Remote E-Voting	-	-
Voting by poll	-	-
Total vote casted	-	-



(e) Item No.5 of the Notice (as a Special Resolution):

**Regularization of additional Director, Mr. Ashish Kumar Gupta (DIN: 01472111) by appointing him as an Independent director of the Company.**

I. Votes "in favor" of Resolution;

Mode of Voting	Number of members voted (in person or by proxy)	Number of votes cast by the Members	% of total number of valid votes casted
Remote E-Voting	29	4253666	99.91%
Voting by poll	-	-	-
Total vote casted	29	4253666	99.91%

II. Votes "in against" the Resolution;

Mode of Voting	Number of members voted (in person or by proxy)	Number of votes cast by the Members	% of total number of valid votes casted
Remote E-Voting	01	4000	00.09%
Voting by poll	-	-	-
Total vote casted	01	4000	00.09%

III. Votes Invalid:

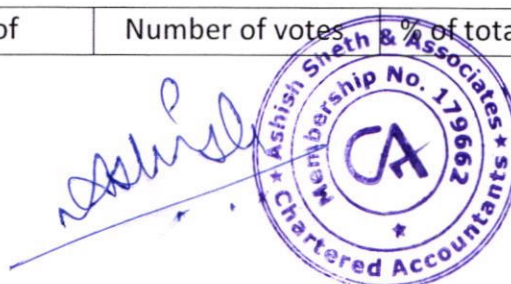
Mode of Voting	Number of members voted (in person or by proxy)	Number of votes cast by the Members
Remote E-Voting	-	-
Voting by poll	-	-
Total vote casted	-	-

(f) Item No.6 of the Notice (as a Special Resolution):

**Regularization of Additional Director, Mr. Piyush Poddar (DIN: 09268033) by appointing him as an Independent director of the Company.**

I. Votes "in favor" of Resolution;

Mode of Voting	Number of	Number of votes	% of total number
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	members voted (in person or by proxy)	cast by the Members	of valid votes casted
Remote E-Voting	29	4253666	99.91%
Voting by poll	-	-	-
Total vote casted	29	4253666	99.91%

II. Votes "in against" the Resolution;

Mode of Voting	Number of members voted (in person or by proxy)	Number of votes cast by the Members	% of total number of valid votes casted
Remote E-Voting	01	4000	00.09%
Voting by poll	-	-	-
Total vote casted	01	4000	00.09%

III. Votes Invalid:

Mode of Voting	Number of members voted (in person or by proxy)	Number of votes cast by the Members
Remote E-Voting	-	-
Voting by poll	-	-
Total vote casted	-	-

All relevant records of voting will remain in my custody until the Chairman considers, approves and signs the minutes of the 08<sup>th</sup> Annual General Meeting and the same shall be handed over thereafter to the Chairman/ Company Secretary for safe keeping.

For, Ashish Sheth & Associates  
Chartered Accountants

FRN: 146184W

Ashish Sheth  
Proprietor

M. No.: 179662

UDIN: 21179662AAAAIP6575



Place: Ahmedabad  
Date: 02nd October, 2021