

Date: June 17, 2025

To,
Listing Department,
National Stock Exchange of India Limited
'Exchange Plaza', C-1, Block G,
Bandra - Kurla Complex,
Bandra (E), Mumbai - 400 051
SYMBOL: SHANTI

Reference: Shanti Overseas (India) Limited (ISIN: INE933X01016)

Sub: Scrutinizer's Report on E-Voting Results for Postal Ballot.

Dear Sir,

In continuation of our intimation dated 15th May, 2025 of Postal Ballot notice w.r.t. Business items mentioned below:

1	Regularization of Appointment of Mr. Manish Dubey as Managing Director
2	Appointment of Ms. Tejal Vaze as an Non-Executive Independent Director
3	Appointment of Mr. Digvijay Singh as an Non-Executive Independent Director
4	Appointment of Mr. Ashish Kumar Nair as Non-Executive Non-Independent Director

We hereby submit the following:

1. Scrutinizer's Report submitted by Practicing Company Secretary (PCS) Mr. Mihen Halani of M/s Mihen Halani & Associates, Mumbai on said Postal Ballot.
2. Voting Results as required under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015 are being filed in XBRL format, in terms of circulars issued by Stock Exchanges.

Above mentioned resolutions are passed with requisite majority.

Scrutinizer's Report is being placed at the website of the Company.

This is for your information and records

Thanking you,

For Shanti Overseas (India) Limited

TEJAL
DINKAR
VAZE
Digitally signed by
TEJAL DINKAR
VAZE
Date: 2025.06.17
17:32:38 +05'30'
Tejal Dinkar Vaze
Director
DIN: 10957212

Encl: As above

MIHEN HALANI & ASSOCIATES***Practicing Company Secretaries***

Office No. 312, 3rd floor, Kalpataru Avenue, Akurli Rd, Opp. ESIS Hospital, Akurli Industry Estate,
Kandivali East, Mumbai - 400 101, Tel No.: 022 4516 5109 Email: mihenhalani@mha-cs.com

Report of Scrutinizer

[Pursuant to section 108 read with section 110 of the Companies Act, 2013 and Rule 20 and 22 of Companies (Management and Administration) Rules, 2014]

To,

The Chairman

SHANTI OVERSEAS (INDIA) LIMITED

Office No. 10, Khajuri Bazar,

Indore Raj Mohalla, Indore - 452002,

Madhya Pradesh, India.

Subject: Scrutinizer's Report on Postal Ballot conducted through remote e-voting by the Equity Shareholders of Shanti Overseas (India) Limited (the "Company") commenced from Friday, May 16, 2025 at 9:00 a.m. (IST) and ended on Saturday, June 14, 2025 at 5:00 p.m. (IST)

Dear Sir,

We, M/s. Mihen Halani & Associates, Practicing Company Secretaries appointed as the scrutinizer by the Board of Directors of the Company for the purpose of scrutinizing the voting process conducted through Postal Ballot via remote e-voting commenced from Friday, May 16, 2025 at 9:00 a.m. (IST) and ended on Saturday, June 14, 2025 at 5:00 p.m. (IST), being undertaken under the provisions of sections 108 and 110 of the Companies Act, 2013 (**"the Act"**) read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**"the SEBI Listing Regulations"**), Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India (**"SS-2"**), each as amended, and in accordance with the guidelines prescribed by the Ministry of Corporate Affairs (**"MCA"**) for holding general meetings / conducting postal ballot process through e-voting vide General Circulars No. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 08, 2021, 3/2022 dated May 5, 2022, 11/2022 dated December 28, 2022 and 09/2023 dated September 25, 2023 (collectively the **"MCA Circulars"**) and circulars issued by the Securities and Exchange Board of India (**"SEBI Circulars"**), on the resolutions contained in the Postal Ballot Notice (**"the Notice"**) of the Company.

1. The Management of the Company is responsible to ensure the compliance with the provisions of the Companies Act, 2013, Rules made thereunder read with the MCA and SEBI Circulars, SS-2 and regulations contained in the SEBI Listing Regulations relating to voting through electronic means on the resolutions contained in the Notice.

2. The Company had appointed MUFG Intime India Private Limited (“formerly Link Intime India Private Limited”) as a service provider for extending the facility of providing remote electronic voting to the Shareholders of the Company.
3. The responsibility as a scrutinizer for the Postal Ballot is restricted to the extent of preparation and presentation of Scrutinizer’s Report of the votes cast “FOR” or “AGAINST” the resolution(s) as stated in the Notice, based on the reports generated from e-voting systems provided by MUFG Intime India Private Limited (“Registrar and Transfer Agent”), the authorized agency to provide e-voting facilities.
4. The voting rights were reckoned as on Friday, May 09, 2025, being the cut-off date for the purpose of determining the entitlement of members to vote in the Postal Ballot.
5. The votes cast via remote e-voting were unblocked on June 16, 2025, at 3.33 p.m. in the presence of following two witnesses not being in employment of the Company as under:
 - a) Ms. Sakshi Saxena
 - b) Ms. Maitri Dharod
6. The register has been maintained electronically to record the assent or dissent, received, mentioning the particulars of name, address, folio number or DP ID / Client ID of the shareholders, number 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 the list of shares with differential voting rights.
7. The details containing, inter alia, list of equity shareholders, who voted “For” or “Against” each of the resolutions put to vote, were generated from the e-voting website of MUFG Intime i.e. <https://instavote.linkintime.co.in/> and based on such reports generated, the result of the remote e-voting is annexed as Annexure A;

“Annexure A”

Sr. No.	Resolution No. as given in the Postal Ballot Notice		Particulars of Votes Cast			Result Declared
			No. of members voted	No. of votes Cast by them	% of total no. of votes cast	
SPECIAL BUSINESS						
1.	Appointment of Mr. Manish Harishankar Dubey (DIN: 09582612) as a Managing Director and Chairman of the Company	Votes Cast in favour	16	1136819	99.99	Resolution passed with requisite majority
		Votes Cast against	1	1	0.01	
		Votes Cast invalid	0	0	0	
		Total	17	1136820	100	
2.	Appointment of Ms. Tejal Dinkar Vaze (DIN: 10957212) as an Independent Director of the Company	Votes Cast in favour	16	1136819	99.99	Resolution passed with requisite majority
		Votes Cast against	1	1	0.01	
		Votes Cast invalid	0	0	0	
		Total	17	1136820	100	
3.	Appointment of Mr. Ashish Kumar Naik (DIN: 10955244) as an Non-Executive Director of the Company	Votes Cast in favour	16	1136819	99.99	Resolution passed with requisite majority
		Votes Cast against	1	1	0.01	
		Votes Cast invalid	0	0	0	
		Total	17	1136820	100	
4.	Appointment of Mr. Digvijay D Singh (DIN: 10943075) as an Independent Director of the Company	Votes Cast in favour	16	1136819	99.99	Resolution passed with requisite majority
		Votes Cast against	1	1	0.01	
		Votes Cast invalid	0	0	0	
		Total	17	1136820	100	

Notes:

1. If any promoter shareholders / directors / key-managerial personnel's / related party (ies) / other shareholders are interested and have cast their votes in said resolutions, the same has not been counted in the above results.
2. The percentages are rounded off to the nearest decimals.
3. No. of votes cast does not include no. of votes abstained & invalid votes.
4. No. of members are not grouped based on PAN.



Date: 17.06.2025
Place: Mumbai
UDIN: F009926G000611912

For MIHEN HALANI & ASSOCIATES
Practicing Company Secretaries

MIHEN
JYOTINDRA
HALANI

Digitally signed by
MIHEN JYOTINDRA
HALANI
Date: 2025.06.17
17:34:29 +05'30'

MIHEN HALANI
(Proprietor)
FCS No. 9926
CP No. 12015

General information about company	
Scrip code	000000
NSE Symbol	SHANTI
MSEI Symbol	NOTLISTED
ISIN	INE933X01016
Name of the company	SHANTI OVERSEAS (INDIA) LIMITED
Type of meeting	Postal Ballot
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	14-06-2025
Start time of the meeting	
End time of the meeting	

Scrutinizer Details	
Name of the Scrutinizer	Mihen Halani
Firms Name	Mihen Halani & Associates
Qualification	CS
Membership Number	9926
Date of Board Meeting in which appointed	07-05-2025
Date of Issuance of Report to the company	17-06-2025

Voting results	
Record date	09-05-2025
Total number of shareholders on record date	11106000
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	
b) Public	
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	
b) Public	
No. of resolution passed in the meeting	4
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint Mr. Manish Harishankar Dubey (DIN 09582612) as a Managing Director and Chairman of the Company				
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	725920	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	725920	0	0	0	0	0	0
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	0
Public- Non Institutions	E-Voting	10380080	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		1136820	10.9519	1136819	1	99.9999	0.0001
	Total	10380080	1136820	10.9519	1136819	1	99.9999	0.0001
Total		11106000	1136820	10.2361	1136819	1	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

Resolution(2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint Ms. Tejal Dinkar Vaze (DIN 10957212) as an Independent Director of the Company				
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	725920	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	725920	0	0	0	0	0	0
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	0
Public- Non Institutions	E-Voting	10380080	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		1136820	10.9519	1136819	1	99.9999	0.0001
	Total	10380080	1136820	10.9519	1136819	1	99.9999	0.0001
Total		11106000	1136820	10.2361	1136819	1	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

Resolution(3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint Mr. Ashish Kumar Naik (DIN 10955244) as a Non-Executive Director of the Company				
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	725920	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	725920	0	0	0	0	0	0
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	0
Public- Non Institutions	E-Voting	10380080	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		1136820	10.9519	1136819	1	99.9999	0.0001
	Total	10380080	1136820	10.9519	1136819	1	99.9999	0.0001
Total		11106000	1136820	10.2361	1136819	1	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

Resolution(4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint Mr. Digvijay D. Singh (DIN 10943075) as an Independent Director of the Company				
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	725920	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	725920	0	0	0	0	0	0
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	0
Public- Non Institutions	E-Voting	10380080	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		1136820	10.9519	1136819	1	99.9999	0.0001
	Total	10380080	1136820	10.9519	1136819	1	99.9999	0.0001
Total		11106000	1136820	10.2361	1136819	1	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

