



SP REFRACTORIES LIMITED

(Formerly known as SP Refractories Private Limited)

(A Group of Mr. Prabodh S Kale)

CIN: U51909MH2007PLC167114

Registered Office: M-10, M-11/1 & M-11/2, MIDC, Hingna, Nagpur-440016

Office No.: 07104-235388/235399

Mob No: 9422103525

Email: sprefractory@gmail.com/info@sprefractories.com

Website: www.sprefractories.com

To
The Manager,
Listing Department,
NSE Limited,
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex,
Bandra (E), Mumbai – 400 051

Symbol: SPRL

Dear Sir/ Madam,

Sub: Details of voting results with respect to 17th Annual General Meeting pertaining to financial year 2023-24.

Pursuant to Regulation 44 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, we are enclosing herewith the details of voting results with respect to 17th Annual General Meeting of the Company held on Thursday, 26th September, 2024 at 11:30 A.M. at the Registered office of the Company at M-10, M-11/1 & M-11/2, MIDC Industrial Area, Hingna Road, Nagpur 440016 Maharashtra India.

Further, the results are also being uploaded on the website of Company at <https://www.sprefractories.com/https://www.nseindia.com/companies-listing/corporate-filings-announcements>

Please find enclosed, for your records the report issued by the Scrutinizer i.e. CS Avinash Gandhewar, Proprietor of M/s Avinash Gandhewar & Associates, Practicing Company Secretaries, Nagpur.

We request you to take the aforesaid on your records.

Thanking you,

Yours faithfully,

For SP Refractories Limited

Nikesh
Subhash
Zade

Digitally signed
by Nikesh
Subhash Zade
Date: 2024.09.26
18:55:01 +05'30'

Nikesh Subhash Zade

Company Secretary cum Compliance Officer

Mem No: A70329

Date: 26th September, 2024

Place: Nagpur



**Avinash Gandhewar
& Associates**

Practicing Company Secretary

**FORM NO MGT-13
SCRUTINIZER'S REPORT**

[Pursuant to Section 108 of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014 read with amendments made thereto and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,
The Chairperson,
SP Refractories Limited
(Formerly known as "SP Refractories Private Limited")
M-10, M-11/1 & M-11/2, MIDC Industrial Area,
Hingna Road, Nagpur 440016 Maharashtra India.

Dear Ma'am,

1. Appointment as Scrutinizer:

I, Avinash Gandhewar, Proprietor of M/s. Avinash Gandhewar & Associates, Practicing Company Secretaries, have been appointed as a Scrutinizer by the Board of Directors of **SP REFRACTORIES LIMITED** (CIN: U51909MH2007PLC167114) (the "Company") at their Board Meeting dated 16th August, 2024 for the purpose of scrutinizing the remote e-voting and ballot polling in a fair and transparent manner and to ascertain the requisite majority in respect of resolutions as contained in the Notice of 17th Annual General Meeting (AGM) of the Company, held on Thursday, 26th September, 2024 at 11:30 A.M. (IST) at the Registered Office situated at M-10, M-11/1 & M-11/2, MIDC Industrial Area, Hingna Road, Nagpur 440016 Maharashtra India.

Jagat Housing Society, Sundaram Apartments,
Flat No: C-104, Near Wonderland School,
Opp. ICAD, Byramji Town, Nagpur- 440013

+91 - 9860765203

gpassociates.ngp@gmail.com

At the request of management I hereby submit my scrutinizer's report on remote e-voting and ballot polling of the Company as under:

2. Responsibility:

My responsibility as a Scrutinizer is to scrutinize remote e-voting and ballot polling conducted during the AGM in a fair and transparent manner and to ascertain requisite majority and is restricted to submit a Scrutinizer's Report on the voting in respect of resolutions as set out in the Notice, based on the reports generated from e-voting system of Big Share Services Private Limited the authorized agency to provide-voting and remote e-voting facilities before and during the AGM, engaged by the Company.

3. Dispatch of Notice convening AGM:

- i) The Notice convening 17th Annual General Meeting of the Company along with the material facts as set out in the explanatory statement was sent to the shareholders and the same was also hosted on the website of Company namely <https://www.sprefractories.com/annual-report> and on the website of Stock Exchanges i.e. National Stock Exchange of India Limited at <https://www.nseindia.com/>.
- ii) The Company completed dispatch of Notice of AGM on 27th August, 2024 by E-mail to the Members who had registered their email addresses with the Company /Depositories.

4. Cut-off date:

Voting rights were reckoned as on Thursday, 19th September, 2024 being a cut-off date for deciding the entitlements of members for remote e-voting and ballot polling during the AGM.

5. Remote e-voting process:

- i) **Agency:** The Company had appointed Big Share Services Private Limited as an agency for providing the platform of remote e-voting.
- ii) **Remote e-voting period:** The Remote e-voting remained open from 09:00 a.m. Monday, 23rd September 2024 and ended on Wednesday, 25th September, 2024 at 5:00 p.m. After the time fixed for closing of e-voting by the Company, the electronic system recording the e-voting (e-votes) was locked by Big Share Services Private Limited.



A handwritten signature in blue ink is written over a circular purple stamp. The stamp contains the text 'MINI SH. GANDHEWAR & ASSOCIATES', 'COMPANY SECRETARY', and 'CORP. 16490'.

- iii) **Voting at the AGM:** The Company has provided the Ballot paper facility at the Venue of the meeting. The votes cast were unblocked in presence of two witnesses who, are not in the employment of the Company and there was no voting through Ballot Paper.
- iv) I have scrutinized and reviewed the remote e-voting votes tendered based on the data downloaded from Big Share Services Private Limited e-voting system. and there was no voting through Ballot Paper.

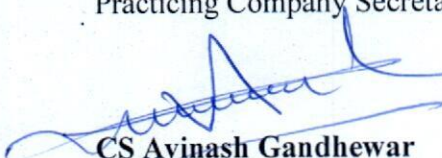
I hereby submit the Scrutinizer's Report as **Annexure-A** on the results of remote e-voting in respect of the resolutions as contained in the notice of AGM. All the resolutions have secured requisite majority of votes, these resolutions may be considered to have been passed. The Chairman may accordingly declare the result of voting.

Thanking you,

Yours faithfully,

For M/s Avinash Gandhewar & Associates

Practicing Company Secretaries


CS Avinash Gandhewar

Proprietor

FCS No: 11197

COP: 16490

UDIN: F011197F001330350

Peer Review Certificate No: 2718/2022



Date: 26.09.2024

Place: Nagpur

Witnesses:

We the undersigned witnesses state that the votes were unblocked from the e-voting website of NSDL in our presence.

Witness 1

Name: Vaibhav Domkundwar

Sign:

Witness 2

Name: Shikha Bankar

Sign:

Annexure-A

E-VOTING RESULTS

Date of the AGM	26 th September, 2024
Total number of shareholders on record date	231
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: 3 Public: 4	7
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: NA Public NA	NA

Agenda Wise disclosure:

Resolution required: Ordinary	To receive, consider and adopt the Audited Balance Sheet for the year ended 31 st March, 2024, the Profit and Loss account for the year ended as on the said date, the Director's Report and the Auditor's Report thereon
Whether promoter/ promoter group are interested in the agenda/resolution?	NA

Category	Mode of Voting	No. of shares held (1)	No. of valid votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1242296	1242296	100%	1242296	-	100%	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-



A handwritten signature in blue ink is written over a circular blue stamp. The stamp contains the text: "GANDHEWAR & ASSOCIATES", "COMPANY SECRETARY", and "CIN 16490".

Public-Institutions	E-Voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public-Non Institutions	E-Voting	3204	3204	100%	3204	-	100%	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Total		1245500	1245500	100%	1245500	-	100%	-

Resolution required: Ordinary	To re-appoint Ms. Prajakta Prabodh Kale, Non-Executive Director (DIN: 01586299) who retires by rotation and being eligible, offers herself for re-appointment
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes

Category	Mode of Voting	No. of shares held (1)	No. of valid votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1242296	0	0	0	-	0	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public-Institutions	E-Voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-




Public-Non Institutions	E-Voting	3204	3204	100%	3204	-	100%	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Total		1245500	3204	0.26%	3204	-	100%	-

Resolution required: Ordinary	To appoint M/s. Sanjay Chindaliya & Co., Chartered Accountants (FRN: 114779W), as statutory auditors of the Company, in place of retiring auditor's M/s Zueb Anwar & Co., Chartered Accountants, Nagpur (Firm Registration No. 116532W) and fix their remuneration.
Whether promoter/ promoter group are interested in the agenda/resolution?	NA

Category	Mode of Voting	No. of shares held (1)	No. of valid votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1242296	1242296	100%	1242296	-	100%	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public-Institutions	E-Voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public-Non Institutions	E-Voting	3204	3204	100%	3204	-	100%	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Total		1245500	1245500	100%	1245500	-	100%	-



Resolution required: Special	To approve the increase in payment of commission to Ms. Prajakta Prabodh Kale, (DIN: 01586299) Non-Executive Director of Company.
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes

Category	Mode of Voting	No. of shares held (1)	No. of valid votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1242296	0	0	0	-	0	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public-Institutions	E-Voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public-Non Institutions	E-Voting	4	4	100%	4	-	100%	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Total		1242300	4	0.00%	4	-	100%	-




Resolution required: Special	To approve the increase in payment of Remuneration to Ms. Shweta Prabodh Kale, (DIN: 01586321) Executive Director of Company.
Whether promoter/ promoter group are interested in the agenda/resolution?	NA

Category	Mode of Voting	No. of shares held (1)	No. of valid votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1242296	0	0	0	-	0	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public-Institutions	E-Voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public-Non Institutions	E-Voting	3204	3204	100%	3204	-	100%	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Total		1245500	3204	0.260%	3204	-	100%	-




RESULTS:

The Electronic Records containing details of the Members, who voted "IN FAVOUR", or "AGAINST" for each resolution under remote e-Voting has been handed over to the Company Secretary for safe custody.

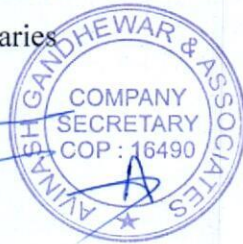
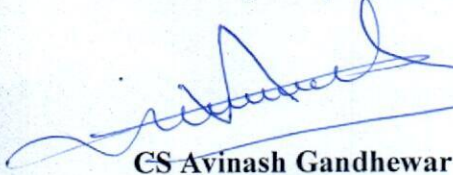
The above-mentioned resolutions are deemed to have been passed with requisite majority as on the date of 17th AGM of the Company i.e. Thursday, 26th September, 2024.

Thanking you,

Yours faithfully,

For M/s Avinash Gandhewar & Associates

Practicing Company Secretaries



CS Avinash Gandhewar

Proprietor

FCS No: 11197

COP: 16490

UDIN: F011197F001330350

Peer Review Certificate No: 2718/2022

Date: 26.09.2024

Place: Nagpur