

3rd August, 2024

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai – 400 001
Scrip Code – 506655
Scrip Code NCDs - 974058

National Stock Exchange of India Limited
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex,
Bandra (East), Mumbai – 400 051
Scrip Symbol - SUDARSCHEM

Dear Sir / Madam,

Sub: Submission of Voting Results and Scrutinizer's Report for the 73rd Annual General Meeting as per Regulation 44 and 51 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to the provisions of Regulation 44 and 51 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and as per Section 108 of the Companies Act, 2013, and Rules made thereunder, we hereby submit details regarding the voting results of the business(es) transacted at the 73rd Annual General Meeting of the Company in the prescribed format, along with Scrutinizer's Report furnished on status of the said Voting Results.

Please find enclosed herewith the Voting Results of the business(es) transacted at the 73rd Annual General Meeting as **Annexure A**.

We have also enclosed Scrutinizer's Report on the Voting Results of the business(es) transacted at the 73rd Annual General Meeting as **Annexure B**.

Following items of business were transacted at the 73rd Annual General Meeting held on 2nd August, 2024, and all resolutions were passed with requisite majority:

ORDINARY BUSINESS:

1. Adoption of Stand-alone and Consolidated Financial Statements of the Company for the Year ended 31st March, 2024 together with the report of the Board of Directors and Auditors thereon. **(Ordinary Resolution)**
2. Confirmation of Interim Dividend paid on Equity Shares during the Financial Year 2023-24 and to declare Final Dividend on Equity Shares for the Financial Year 2023-24. **(Ordinary Resolution)**

Sudarshan Chemical Industries Limited

Registered Office:

7th Floor, Eleven West Panchshil, Survey No. 25,
Near PAN Card Club Road, Baner, Pune – 411 069,
Maharashtra, India

Tel. No.: +91 20 682 81 200

Email: contact@sudarshan.com

www.sudarshan.com

Corporate Identity No.: L24119PN1951PLC008409

SUDARSHAN

3. Appointment of Mr. Pradeep R. Rathi, Non - Executive and Non - Independent Director (DIN: 00018577), who retires by rotation and being eligible, offers himself for re-appointment. **(Ordinary Resolution)**

SPECIAL BUSINESS:

4. Ratification for payment of remuneration to Mrs. Ashwini Kedar Joshi, Cost Auditor (Sole Proprietor) (Registration No.: 102387) for the Financial Year 2024-25 to conduct Audit of Cost Records of the Company. **(Ordinary Resolution)**
5. Appointment of Ms. Bhumika Batra (DIN: 03502004) as an Independent Director of the Company for a term of 5 years. **(Special Resolution)**
6. Appointment of Mrs. Anu Wakhlu (DIN: 00122052) as an Independent Director of the Company for a term of 5 years. **(Special Resolution)**
7. Appointment of Mrs. Sudha Navandar (DIN: 02804964) as an Independent Director of the Company for a term of 5 years. **(Special Resolution)**
8. Remuneration of Mr. Rajesh B. Rathi (DIN: 00018628) as Managing Director in accordance with the provisions of the Companies Act, 2013 and Regulation 17(6)(e) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. **(Special Resolution)**
9. Approval of ratification and amendments in Sudarshan Employee Stock Option Plan 2018. **(Special Resolution)**
10. Approval to extend the benefits under Sudarshan Employee Stock Option Plan 2018 to the employees of Subsidiary Company(ies) / Associate Company(ies) of the Company. **(Special Resolution)**

Kindly take the same on record.

Thanking You,
Yours faithfully,
For SUDARSHAN CHEMICAL INDUSTRIES LIMITED

MANDAR VELANKAR
GENERAL COUNSEL & COMPANY SECRETARY

Sudarshan Chemical Industries Limited

Registered Office:

7th Floor, Eleven West Panchshil, Survey No. 25,
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Annexure A

Voting results	
Record date	26-07-2024
Total number of shareholders on record date	65469
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	7
b) Public	52
No. of resolution passed in the meeting	10

Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To receive, consider and adopt the audited standalone and consolidated financial statements of the Company for the Financial Year ended 31st March, 2024 together with the Report of the Board of Directors and the Auditors thereon				
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	21149653	21149653	100.0000	21149653	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		21149653	21149653	100.0000	21149653	0	100.0000
Public- Institutions	E-Voting	19268799	15909950	82.5685	15909950	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		19268799	15909950	82.5685	15909950	0	100.0000
Public- Non Institutions	E-Voting	28808798	14455179	50.1763	14453798	1381	99.9904	0.0096
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		28808798	14455179	50.1763	14453798	1381	99.9904
Total		69227250	51514782	74.4140	51513401	1381	99.9973	0.0027
Whether resolution is Pass or Not.							Yes	

Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To confirm Interim Dividend of Rs.3.60/- per Equity Share of face value of Rs.2.00/- each (180%) paid during FY 2023-24 and to declare Final Dividend of Rs.1.00/- per Equity Share of face value of Rs.2.00/- each (50%) for the year ended 31st March 2024				
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	21149653	21149653	100.0000	21149653	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		21149653	21149653	100.0000	21149653	0	100.0000
Public-Institutions	E-Voting	19268799	15911283	82.5754	15911283	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		19268799	15911283	82.5754	15911283	0	100.0000
Public- Non Institutions	E-Voting	28808798	14455179	50.1763	14453766	1413	99.9902	0.0098
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		28808798	14455179	50.1763	14453766	1413	99.9902
Total		69227250	51516115	74.4159	51514702	1413	99.9973	0.0027
Whether resolution is Pass or Not.							Yes	

Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint a Director in place of Mr. Pradeep K. Ratni (DIN: 00018577), Non-Executive and Non-Independent Director, who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible offers himself for re-appointment.				
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	21149653	21149653	100.0000	21149653	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		21149653	21149653	100.0000	21149653	0	100.0000
Public-Institutions	E-Voting	19268799	15911283	82.5754	15719922	191361	98.7973	1.2027
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		19268799	15911283	82.5754	15719922	191361	98.7973
Public- Non Institutions	E-Voting	28808798	14455179	50.1763	14453277	1902	99.9868	0.0132
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		28808798	14455179	50.1763	14453277	1902	99.9868
Total		69227250	51516115	74.4159	51322852	193263	99.6248	0.3752
Whether resolution is Pass or Not.							Yes	

Resolution (4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Ratification for payment of remuneration to Mrs. Ashwini Kedar Joshi, Cost Auditors for the FY 2024-25 to conduct Audit of Cost Records 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	21149653	21149653	100.0000	21149653	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		21149653	21149653	100.0000	21149653	0	100.0000
Public-Institutions	E-Voting	19268799	15911283	82.5754	15911283	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		19268799	15911283	82.5754	15911283	0	100.0000
Public- Non Institutions	E-Voting	28808798	14455179	50.1763	14453780	1399	99.9903	0.0097
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		28808798	14455179	50.1763	14453780	1399	99.9903
Total		69227250	51516115	74.4159	51514716	1399	99.9973	0.0027
Whether resolution is Pass or Not.							Yes	

Resolution (5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint Ms. Bhumika Batra (DIN: 03502004) as an Independent Director of the Company for a term of 5 years.				
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	21149653	21149653	100.0000	21149653	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		21149653	21149653	100.0000	21149653	0	100.0000
Public-Institutions	E-Voting	19268799	15911283	82.5754	10671793	5239490	67.0706	32.9294
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		19268799	15911283	82.5754	10671793	5239490	67.0706
Public- Non Institutions	E-Voting	28808798	14453339	50.1699	14451740	1599	99.9889	0.0111
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		28808798	14453339	50.1699	14451740	1599	99.9889
Total		69227250	51514275	74.4133	46273186	5241089	89.8259	10.1741
Whether resolution is Pass or Not.							Yes	

Resolution (6)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint Mrs. Anu Wakhlu (DIN: 00122052) as an Independent Director of the Company for a term of 5 years				
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	21149653	21149653	100.0000	21149653	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		21149653	21149653	100.0000	21149653	0	100.0000
Public-Institutions	E-Voting	19268799	15911283	82.5754	14947829	963454	93.9448	6.0552
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		19268799	15911283	82.5754	14947829	963454	93.9448
Public- Non Institutions	E-Voting	28808798	14453339	50.1699	14451940	1399	99.9903	0.0097
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		28808798	14453339	50.1699	14451940	1399	99.9903
Total		69227250	51514275	74.4133	50549422	964853	98.1270	1.8730
Whether resolution is Pass or Not.							Yes	

Resolution (7)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint Mrs. Sudha Navandar (DIN: 02804964) as an Independent Director of the Company for a term of 5 years				
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	21149653	21149653	100.0000	21149653	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		21149653	21149653	100.0000	21149653	0	100.0000
Public- Institutions	E-Voting	21149653	15911283	75.2319	15438067	473216	97.0259	2.9741
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		21149653	15911283	75.2319	15438067	473216	97.0259
Public- Non Institutions	E-Voting	28808798	14453339	50.1699	14451740	1599	99.9889	0.0111
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		28808798	14453339	50.1699	14451740	1599	99.9889
Total		71108104	51514275	72.4450	51039460	474815	99.0783	0.9217
Whether resolution is Pass or Not.							Yes	

Resolution (8)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Remuneration of Mr. Rajesh B. Ratni (DIN: 00018628) as Managing Director in accordance with the provisions of the Companies Act, 2013 and Regulation 17(6)(e) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015				
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	21149653	21149653	100.0000	21149653	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		21149653	21149653	100.0000	21149653	0	100.0000
Public-Institutions	E-Voting	19268799	15911283	82.5754	8833413	7077870	55.5167	44.4833
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		19268799	15911283	82.5754	8833413	7077870	55.5167
Public- Non Institutions	E-Voting	28808798	14453339	50.1699	14451940	1399	99.9903	0.0097
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		28808798	14453339	50.1699	14451940	1399	99.9903
Total		69227250	51514275	74.4133	44435006	7079269	86.2577	13.7423
Whether resolution is Pass or Not.							Yes	

Resolution (9)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approval of ratification and amendments in Sudarshan Employee Stock Option Plan 2018				
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	21149653	21149653	100.0000	21149653	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		21149653	21149653	100.0000	21149653	0	100.0000
Public- Institutions	E-Voting	19268799	15911283	82.5754	4858777	11052506	30.5367	69.4633
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		19268799	15911283	82.5754	4858777	11052506	30.5367
Public- Non Institutions	E-Voting	28808798	14452589	50.1673	14451187	1402	99.9903	0.0097
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		28808798	14452589	50.1673	14451187	1402	99.9903
Total		69227250	51513525	74.4122	40459617	11053908	78.5417	21.4583
Whether resolution is Pass or Not.							Yes	

Resolution (10)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approval to extend the benefits under Sudarshan Employee Stock Option Plan 2018 to the employees of Subsidiary Company(ies) / Associate Company(ies) 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	21149653	21149653	100.0000	21149653	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		21149653	21149653	100.0000	21149653	0	100.0000
Public-Institutions	E-Voting	19268799	15911283	82.5754	3236609	12674674	20.3416	79.6584
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		19268799	15911283	82.5754	3236609	12674674	20.3416
Public- Non Institutions	E-Voting	28808798	14452589	50.1673	14450558	2031	99.9859	0.0141
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		28808798	14452589	50.1673	14450558	2031	99.9859
Total		69227250	51513525	74.4122	38836820	12676705	75.3915	24.6085
Whether resolution is Pass or Not.							Yes	

Annexure B

RAJESH KARUNAKARAN COMPANY SECRETARY

C.P. NO. 6581

FCS No. 7441

204 Pragati Towers ,Opp. Shivajinagar Metro Station , Shivajinagar , Pune – 411 005, www. csrk.co.in
, M- 9890320874 ,e-mail –karunakaran2004@yahoo.com

CONSOLIDATED REPORT OF SCRUTINIZER ON REMOTE E-VOTING AND E-VOTING IN CONNECTION WITH THE 73rd ANNUAL GENERAL MEETING OF SUDARSHAN CHEMICAL INDUSTRIES LIMITED (CIN L24119PN1951PLC008409) HELD ON FRIDAY, 2ND AUGUST 2024 AT 4.00 P.M. THROUGH VC / OAVM AND DEEMED TO HAVE BEEN HELD AT THE REGISTERED OFFICE OF THE COMPANY AT 7TH FLOOR, ELEVEN WEST PANCHSHIL, SURVEY NO. 25, NEAR PAN CARD CLUB ROAD, BANER, PUNE – 411 069.

(Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 108 of the Companies Act 2013 read with the Companies (Management and Administration) Rules ,2014 as substituted by the Companies (Management and Administration) Amendment Rules, 2015 read with relevant circulars of MCA and SEBI.

To:

The Chairman,
Sudarshan Chemical Industries Limited
7th Floor, Eleven West Panchshil, Survey No. 25,
Near PAN Card Club Road, Baner, Pune – 411 069

Dear Sir,

Sub: Passing of Resolutions through Remote E-Voting and E-Voting under the provisions of section 108 of the Companies Act, 2013 including any statutory modification or re-enactment thereof read with the Companies (Management and Administration), Rules 2014 as amended and Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Please refer to your letter dated 17th May 2024, attaching therewith a copy of the Board Resolution and Notice of the 73rd Annual General Meeting (AGM) both dated 17th May 2024, of Sudarshan Chemical Industries Limited (“the Company”) and informing me of my appointment as Scrutinizer for the purpose of ascertaining the result of the below mentioned resolutions to be passed by means of Remote E-Voting and E-Voting at the AGM.

The Ministry of Corporate Affairs, Government of India (MCA), has allowed companies to conduct Annual General Meeting through VC or OAVM and has dispensed personal presence of the members at the Meeting. In this regard, the MCA has issued Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 05, 2020, Circular No. 02/2021 dated January 13, 2021, Circular No. 21/2021 dated 14th December 2021, Circular No. 2/2022 dated 5th May 2022 and Circular No.10/2022 dated 28th December 2022 and September 25, 2023 respectively and SEBI vide its Circular dated 7th October 2023 (hereinafter these circulars collectively referred to as (MCA and SEBI Circulars). In compliance with these Circulars, provisions of the Act and the SEBI Listing Regulations, the Company has conducted the AGM



by providing two-way teleconferencing facility ('VC facility') to its Members through National Securities Depository Limited (NSDL) e-voting platform.

The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act 2013 and SEBI Regulations relating to offering to shareholder's facility of Remote e-voting and E-Voting in respect of the resolutions contained in the Notice of the AGM dated 17th May 2024.

My responsibility as a scrutinizer for the remote e-voting process and e-Voting process at the AGM is restricted to making a Scrutinizers Report of the votes cast in favour or against the resolutions stated in the Notice of the AGM, based on reports generated from the remote e-voting system and e-voting system provided by the National Securities Depository Limited (NSDL) the authorised agency engaged by the Company to provide remote e-voting and e-voting facilities to the shareholders.

In accordance with the aforesaid Circulars issued by MCA and SEBI, the Company has sent the Annual Financial Report for the year ended 31st March 2024 including the Notice of the AGM to the shareholders in only electronic form.

The shareholders have accordingly exercised the facility of casting electronic votes, casted their votes through the voting platform provided by M/s National Securities Depository Limited (hereinafter referred to as "NSDL") on their official website, the communication of the assent or dissent of the members took place through the remote e-voting and e-voting system only.

The remote e-voting period commenced at 9.00 a.m. (IST) on Tuesday, 30th July 2024 and ended at 5.00 p.m. (IST) on Thursday 1st August 2024. Company has also provided electronic voting system as used during remote e-voting during the AGM. The said facility was in operation till all the resolutions were considered and voted upon in the meeting and was used for voting only by the members attending the meeting and who did not exercise their right to vote through remote e-voting.

The Chairman after having ascertained the presence of requisite and valid quorum commenced the AGM proceedings at 4.00 p.m. Members participated in the AGM and voted on the resolutions. Accordingly, the AGM was validly held in accordance with the requirements of law.

I have monitored the process of Remote E-Voting and E-Voting through the scrutiniser's secured link provided by NSDL on their official website. The votes cast through remote e-voting facility were downloaded by me on Friday, 2nd August 2024 (after 5.10 p.m.) in the presence of two witnesses who are not in the employment of the Company.

Summarised Results of Remote E-Voting and E-Voting at the AGM have been combined under the head E-Voting.

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Rajesh Karunakaran, Company Secretary

Resolution Required : Ordinary			1 - To receive, consider and adopt the audited standalone and consolidated financial statements of the Company for the Financial Year ended 31st March, 2024 together with the Report of the Board of Directors and the Auditors thereon.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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
Promoter and Promoter Group	E-Voting	21149653	21149653	100.0000	21149653	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		21149653	100.0000	21149653	0	100.0000	0.0000
Public Institutions	E-Voting	19268799	15909950	82.5685	15909950	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		15909950	82.5685	15909950	0	100.0000	0.0000
Public Non Institutions	E-Voting	28808798	14455179	50.1763	14453798	1381	99.9904	0.0096
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		14455179	50.1763	14453798	1381	99.9904	0.0096
Total		69227250	51514782	74.4140	51513401	1381	99.9973	0.0027



Rajesh Karunakaran, Company Secretary

Resolution Required : Ordinary			2 - To confirm Interim Dividend of Rs.3.60/- per Equity Share of face value of Rs.2.00/- each (180%) paid during FY 2023-24 and to declare Final Dividend of Rs.1.00/- per Equity Share of face value of Rs.2.00/- each (50%) for the year ended 31st March 2024.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$
Promoter and Promoter Group	E-Voting	21149653	21149653	100.0000	21149653	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		21149653	100.0000	21149653	0	100.0000	0.0000
Public Institutions	E-Voting	19268799	15911283	82.5754	15911283	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		15911283	82.5754	15911283	0	100.0000	0.0000
Public Non Institutions	E-Voting	28808798	14455179	50.1763	14453766	1413	99.9902	0.0098
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		14455179	50.1763	14453766	1413	99.9902	0.0098
Total		69227250	51516115	74.4159	51514702	1413	99.9973	0.0027



Rajesh Karunakaran, Company Secretary

Resolution Required : Ordinary			3 - To appoint a Director in place of Mr. Pradeep R. Rathi (DIN: 00018577), Non-Executive and Non-Independent Director, who retires by rotation in terms of Section 152(6) of the Companies Act, 2013, and being eligible, offers himself for re-appointment.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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
Promoter and Promoter Group	E-Voting	21149653	21149653	100.0000	21149653	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		21149653	100.0000	21149653	0	100.0000	0.0000
Public Institutions	E-Voting	19268799	15911283	82.5754	15719922	191361	98.7973	1.2027
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		15911283	82.5754	15719922	191361	98.7973	1.2027
Public Non Institutions	E-Voting	28808798	14455179	50.1763	14453277	1902	99.9868	0.0132
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		14455179	50.1763	14453277	1902	99.9868	0.0132
Total		69227250	51516115	74.4159	51322852	193263	99.6248	0.3752



Rajesh Karunakaran, Company Secretary

Resolution Required : Ordinary			4 - Ratification for payment of remuneration to Mrs. Ashwini Kedar Joshi, Cost Auditors for the FY 2024-25 to conduct Audit of Cost Records of the Company					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$
Promoter and Promoter Group	E-Voting	21149653	21149653	100.0000	21149653	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		21149653	100.0000	21149653	0	100.0000	0.0000
Public Institutions	E-Voting	19268799	15911283	82.5754	15911283	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		15911283	82.5754	15911283	0	100.0000	0.0000
Public Non Institutions	E-Voting	28808798	14455179	50.1763	14453780	1399	99.9903	0.0097
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		14455179	50.1763	14453780	1399	99.9903	0.0097
Total		69227250	51516115	74.4159	51514716	1399	99.9973	0.0027



Rajesh Karunakaran, Company Secretary

Resolution Required :Special			5 - To appoint Ms. Bhumika Batra (DIN: 03502004) as an Independent Director of the Company for a term of 5 years.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares [3]={[2]/[1]}*100	No. of Votes – in favour	No. of Votes – Against	% 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	21149653	21149653	100.0000	21149653	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		21149653	100.0000	21149653	0	100.0000	0.0000
Public Institutions	E-Voting	19268799	15911283	82.5754	10671793	5239490	67.0706	32.9294
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		15911283	82.5754	10671793	5239490	67.0706	32.9294
Public Non Institutions	E-Voting	28808798	14453339	50.1699	14451740	1599	99.9889	0.0111
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		14453339	50.1699	14451740	1599	99.9889	0.0111
Total		69227250	51514275	74.4133	46273186	5241089	89.8259	10.1741



Rajesh Karunakaran, Company Secretary

Resolution Required :Special			6 - To appoint Mrs. Anu Wakhlu (DIN: 00122052) as an Independent Director of the Company for a term of 5 years					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$
Promoter and Promoter Group	E-Voting	21149653	21149653	100.0000	21149653	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		21149653	100.0000	21149653	0	100.0000	0.0000
Public Institutions	E-Voting	19268799	15911283	82.5754	14947829	963454	93.9448	6.0552
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		15911283	82.5754	14947829	963454	93.9448	6.0552
Public Non Institutions	E-Voting	28808798	14453339	50.1699	14451940	1399	99.9903	0.0097
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		14453339	50.1699	14451940	1399	99.9903	0.0097
Total		69227250	51514275	74.4133	50549422	964853	98.1270	1.8730



Rajesh Karunakaran, Company Secretary

Resolution Required :Special			7 - To appoint Mrs. Sudha Navandar (DIN: 02804964) as an Independent Director of the Company for a term of 5 years					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$
Promoter and Promoter Group	E-Voting	21149653	21149653	100.0000	21149653	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		21149653	100.0000	21149653	0	100.0000	0.0000
Public Institutions	E-Voting	19268799	15911283	82.5754	15438067	473216	97.0259	2.9741
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		15911283	82.5754	15438067	473216	97.0259	2.9741
Public Non Institutions	E-Voting	28808798	14453339	50.1699	14451740	1599	99.9889	0.0111
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		14453339	50.1699	14451740	1599	99.9889	0.0111
Total		69227250	51514275	74.4133	51039460	474815	99.0783	0.9217



Rajesh Karunakaran, Company Secretary

Resolution Required :Special			8 - Remuneration of Mr. Rajesh B. Rathi (DIN: 00018628) as Managing Director in accordance with the provisions of the Companies Act, 2013 and Regulation 17(6)(e) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$
Promoter and Promoter Group	E-Voting	21149653	21149653	100.0000	21149653	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		21149653	100.0000	21149653	0	100.0000	0.0000
Public Institutions	E-Voting	19268799	15911283	82.5754	8833413	7077870	55.5167	44.4833
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		15911283	82.5754	8833413	7077870	55.5167	44.4833
Public Non Institutions	E-Voting	28808798	14453339	50.1699	14451940	1399	99.9903	0.0097
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		14453339	50.1699	14451940	1399	99.9903	0.0097
Total		69227250	51514275	74.4133	44435006	7079269	86.2577	13.7423



Rajesh Karunakaran, Company Secretary

Resolution Required :Special			9 - Approval of ratification and amendments in Sudarshan Employee Stock Option Plan 2018					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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]	$[3]=\frac{[2]}{[1]} * 100$	[4]	[5]	$[6]=\frac{[4]}{[2]} * 100$	$[7]=\frac{[5]}{[2]} * 100$
Promoter and Promoter Group	E-Voting	21149653	21149653	100.0000	21149653	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		21149653	100.0000	21149653	0	100.0000	0.0000
Public Institutions	E-Voting	19268799	15911283	82.5754	4858777	11052506	30.5367	69.4633
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		15911283	82.5754	4858777	11052506	30.5367	69.4633
Public Non Institutions	E-Voting	28808798	14452589	50.1673	14451187	1402	99.9903	0.0097
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		14452589	50.1673	14451187	1402	99.9903	0.0097
Total		69227250	51513525	74.4122	40459617	11053908	78.5417	21.4583



Rajesh Karunakaran, Company Secretary

Resolution Required :Special		10 - Approval to extend the benefits under Sudarshan Employee Stock Option Plan 2018 to the employees of Subsidiary Company(ies) / Associate Company(ies) of the Company						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
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]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$
Promoter and Promoter Group	E-Voting	21149653	21149653	100.0000	21149653	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		21149653	100.0000	21149653	0	100.0000	0.0000
Public Institutions	E-Voting	19268799	15911283	82.5754	3236609	12674674	20.3416	79.6584
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		15911283	82.5754	3236609	12674674	20.3416	79.6584
Public Non Institutions	E-Voting	28808798	14452589	50.1673	14450558	2031	99.9859	0.0141
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		14452589	50.1673	14450558	2031	99.9859	0.0141
Total		69227250	51513525	74.4122	38836820	12676705	75.3915	24.6085



The voting has been reckoned in proportion to the members share in the paid-up equity share capital of the Company as on the cut-off date i.e. 26th July 2024.

Since the number of votes cast by the shareholders in favour the Resolutions listed at item Nos. 1 to 10 exceed the votes cast against as mandated under the Companies Act 2013, I confirm that all the ten (10) resolutions comprising of ordinary resolutions and special resolutions have been passed with the requisite majority.

Thank you,

Yours truly,



**RAJESH KARUNAKARAN
COMPANY SECRETARY**

C.P. NO. 6581

F.C.S. NO. 7441

UDIN- F007441F000890147

Peer Review Certificate No.1260/2021 dated 28th June 2021

Pune , 3rd August 2024

Countersigned by:

For Sudarshan Chemical Industries Limited



P. R. RATHI

CHAIRMAN

DIN: 00018577

Pune, 3rd August 2024

