

Sunil K. Jain & Associates

Company Secretaries

S.K. JAIN
M.COM, FCS, ACMA, DIM,
BAL, PGDIM, PGDFM, IP
E - mail : sunil.jain.sk@gmail.com
E - mail : skj13@rediffmail.com

80-D, DDA FLATS
GULABI BAGH
DELHI-110007
PH : 23654801
(M) : 9810104162

25th September, 2023

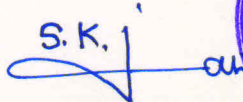

To,
The Chairman
Sir Shadi Lal Enterprises Limited
Upper Doab Sugar Mills
Shamli-247776 (U.P.)

Sub: Consolidated Scrutinizer's Report on voting by Remote E-voting and E-voting facility to the members present at the 89th AGM through video Conferencing/Other Audio Visual Means in respect of the Resolutions contained in the Notice dated 29th July, 2023

Dear Sir,

Whereas I have been appointed as the scrutinizer for remote e-voting process and e-voting by your members during the 89th Annual General Meeting of your Company held on Monday, 25th September, 2023 through Video Conferencing ("VC") / other Audio-Visual Means ("OAVM").

I hereby submit the scrutinizer's Report which is comprehensive and self-explanatory in all respects.

S. K. Jain



Sunil Kumar Jain
Proprietor
Sunil K. Jain & Associates
Company Secretaries
M. NO.F-4089; C.P.No. 4079
UDIN: F004089E001077799
DATE: 25th September, 2023
PLACE: Delhi

Sunil K. Jain & Associates

Company Secretaries

S.K. JAIN
M.COM, FCS, ACMA, DIM,
BAL, PGDIM, PGDFM, IP
E - mail : sunil.jain.sk@gmail.com
E - mail : skj13@rediffmail.com

80-D, DDA FLATS
GULABI BAGH
DELHI-110007
PH : 23654801
(M) : 9810104162

SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act,2013 read with Rule 20 of the Companies (Management and Administration)Rules,2014,as amended]

NAME OF THE COMPANY	SIR SHADI LAL ENTERPRISES LIMITED
MEETING	89 th Annual General Meeting
DAY, DATE AND TIME	Monday, 25 th September, 2023 at 11:00 A.M.
DEEMED VENUE	Upper Doab Sugar Mill, Shamli, UP 247776
MODE	Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM")

1. Appointment as Scrutinizer:

I , Sunil Kumar Jain Proprietor of M/s Sunil K. Jain & Associates, Company Secretaries (FCS-4089; C.P.No. 4079) have been appointed as the Scrutinizer by the Board of Directors of Sir Shadi Lal Enterprises Limited vide resolution dated 29th July, 2023 pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended for the remote e-voting as well as the e-voting by Members during the 89th Annual General Meeting ("AGM") of **SIR SHADI LAL ENTERPRISES LIMITED(CIN:L51909UP1933PLC146675)** (hereinafter referred to as "the Company") scheduled on Monday, 25th September, 2023 at 11:00 A.M. held through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM"). My responsibility as a 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 dated 29th July,2023 , based on the reports generated from the electronic voting system.

2. Dispatch of Notice convening the AGM:

2.1 Pursuant to General Circulars No. 14/2020, 17/2020 , 20/2020 , 02/2021, 21/2021, 2/2022 and 10/2022 dated 8th April, 2020, 13th April, 2020 , 5th May, 2020 ,13th January, 2021 , 14th December,2021 , 5th May, 2022 and 28th December, 2022 respectively issued by the Ministry of Corporate Affairs ("MCA Circulars") ; the AGM was held by the Company through video conferencing.



An advertisement was published in Financial Express (English) and Jansatta (Hindi), Delhi editions on 2nd September, 2023 specifying the day, date & time of the AGM, availability of the notice on Company's website and website of Stock Exchange, manner of registration of email ids by the members (both physical & de-mat) who are yet to register their email ids with the Company, manner of voting through remote e-voting or through e-voting system at the AGM etc.

2.2 The Company informed that the notice of AGM has been hosted on its website, website of the agency providing the platform for remote e-voting and e-voting during the AGM and also intimated the same to BSE Limited on 1st September, 2023.

2.3 The Company informed that on the basis of the Register of Members and the list of Beneficial Owners made available by Alankit Assignments Limited, the Registrar and Share Transfer Agents ("RTA") of the Company and the depositories viz., National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") respectively; the Company completed dispatch of Notice of AGM by Email to shareholders who had registered their Email ids with the Company/ Depositories, on 1st September, 2023.

2.4 Cut-off date:

Voting rights were reckoned as on Monday, 18th September, 2023 being the cut-off date for the purpose of deciding the entitlements of members for remote e-voting and e-voting at the AGM.

3. Remote e-voting process:

3.1 Agency:

The Company appointed NSDL as the agency for providing the platform for remote e-voting and e-voting at the AGM.

3.2 Remote e-voting period:

Remote e-voting platform remained open from Friday, 22nd September, 2023 (9:00 a.m. IST) to Sunday, 24th September, 2023 (5.00 p.m. IST) and members were required to cast their votes electronically conveying their assent or dissent in respect of the resolutions on the remote e-voting platform provided by NSDL.

4. Voting at the AGM:

4.1 In terms of Regulation 44(1) and 44(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as prescribed under Rule 20



(4)(xiii) of the Companies (Management and Administration) Rules, 2014, the facility of remote e-voting and e-voting during AGM has been provided by the Company.

4.2 On 25th September, 2023, the day of 89th AGM, the Company conducted voting through e-voting for those members, who could not participate in the remote e-voting to record their votes.

5. Counting Process:

5.1 On completion of e-voting during the AGM, I unblocked the results of the remote e-voting and e-voting by members at the AGM, in the presence of 2 witnesses, Ms. Shashi Jain and Ms. Swarn Lata who are not in the employment of the Company; on the NSDL e-voting platform and downloaded the results.

6. Results:

6.1 I observed that:

- (a) 2 Members had cast their votes through Venue e-voting at the AGM (25th September, 2023); and
- (b) 266 Members had cast their votes through remote e-voting.

6.2 Consolidated results with respect to each item on the agenda as set out in the Notice of the AGM dated 29th July, 2023 are enclosed herewith.

6.3 Based on the aforesaid results, I report that (8) Eight **Ordinary Resolutions** as set out in Item Nos. 1, 2, 3, 4, 6, 7 and 8 and (1) One **Special Resolution** as set out in Item No. 5 of the Notice of the AGM dated 29th July, 2023 have been passed with the requisite majority.

S.K.J.
Sunil Kumar Jain

Proprietor

Sunil K. Jain & Associates

Company Secretaries

M. NO.F-4089; C.P.No. 4079

UDIN: F004089E001077799

DATE: 25th September, 2023

PLACE: Delhi



Sunil K. Jain & Associates

Company Secretaries

S.K. JAIN
M.COM, FCS, ACMA, DIM,
BAL, PGDIM, PGDFM, IP
E - mail : sunil.jain.sk@gmail.com
E - mail : skj13@rediffmail.com

80-D, DDA FLATS
GULABI BAGH
DELHI-110007
PH : 23654801
(M) : 9810104162

CONSOLIDATED RESULTS

[Pursuant to Section 108 of the Companies Act,2013 read with Rule 20 of the Companies (Management and Administration)Rules,2014,as amended]

ORDINARY BUSINESS:

Item No. 1: To receive, consider and adopt the audited financial statements of the Company for the financial year ended on 31st March, 2023 together with reports of Board of Directors and Auditors thereon.

Particulars	Remote e-Voting		Venue e-Voting		Total		(%)
	Number	Votes	Number	Votes	Number	Votes	
Favour	209	2010311	2	179	211	2010490	99.99
Against	57	73	0	0	57	73	0.01
Total	266	2010384	2	179	268	2010563	100.00

Based on the aforesaid result, I report that the **Ordinary Resolution** as set out in Item No. 1 of the Notice of the AGM dated 29th July,2023 has been passed with requisite majority.

Item No. 2: To appoint a Director in place of Mr. Vivek Viswanathan (DIN:00141053), who retires by rotation and being eligible, offers himself for re-appointment.

Particulars	Remote e-Voting		Venue e-Voting		Total		(%)
	Number	Votes	Number	Votes	Number	Votes	
Favour	209	2010311	2	179	211	2010490	99.99
Against	57	73	0	0	57	73	0.01
Total	266	2010384	2	179	268	2010563	100.00

Based on the aforesaid result, I report that the **Ordinary Resolution** as set out in Item No. 2 of the Notice of the AGM dated 29th July,2023 has been passed with requisite majority.



Item No. 3: To appoint a Director in place of Mrs. Radhika Viswanathan (DIN:06436444), who retires by rotation and being eligible, offers herself for re-appointment.

Particulars	Remote e-Voting		Venue e-Voting		Total		(%)
	Number	Votes	Number	Votes	Number	Votes	
Favour	209	2010311	2	179	211	2010490	99.99
Against	57	73	0	0	57	73	0.01
Total	266	2010384	2	179	268	2010563	100.00

Based on the aforesaid result, I report that the **Ordinary Resolution** as set out in Item No. 3 of the Notice of the AGM dated 29th July,2023 has been passed with requisite majority.

SPECIAL BUSINESS:

Item No. 4: To ratify the remuneration of Mr. Rishi Mohan Bansal, Cost Auditor for the Financial Year ending 31st March , 2024

Particulars	Remote e-Voting		Venue e-Voting		Total		(%)
	Number	Votes	Number	Votes	Number	Votes	
Favour	209	2010311	2	179	211	2010490	99.99
Against	57	73	0	0	57	73	0.01
Total	266	2010384	2	179	268	2010563	100.00

Based on the aforesaid result, I report that the **Ordinary Resolution** as set out in Item No. 4 of the Notice of the AGM dated 29th July,2023 has been passed with requisite majority.

Item No. 5: To Approve Related Party Transactions with Directors, Promoters and other related party

Particulars	Remote e-Voting		Venue e-Voting		Total		(%)
	Number	Votes	Number	Votes	Number	Votes	
Favour	205	102568	2	179	207	102747	99.93
Against	57	73	0	0	57	73	0.07
Total	262	102641	2	179	268	102820	100.00

*Pursuant to provisions of **Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015** , votes of Related Parties (4 Shareholders with 1907743 votes) have not been considered for this Item.



Based on the aforesaid result, I report that the **Special Resolution** as set out in Item No.5 of the Notice of the AGM dated 29th July,2023 has been passed with requisite majority.

Item No. 6: To approve Appointment of Mr. Udit Pat Singhania , Independent Director as Chairman of the Board of Directors of the Company with effect from 18.08.2023

Particulars	Remote e-Voting		Venue e-Voting		Total		(%)
	Number	Votes	Number	Votes	Number	Votes	
Favour	209	2010311	2	179	211	2010490	99.99
Against	57	73	0	0	57	73	0.01
Total	266	2010384	2	179	268	2010563	100.00

Based on the aforesaid result, I report that the **Ordinary Resolution** as set out in Item No. 6 of the Notice of the AGM dated 29th July,2023 has been passed with requisite majority.

Item No. 7: To approve re-constitution of Audit Committee with effect from 18.08.2023

Particulars	Remote e-Voting		Venue e-Voting		Total		(%)
	Number	Votes	Number	Votes	Number	Votes	
Favour	209	2010311	2	179	211	2010490	99.99
Against	57	73	0	0	57	73	0.01
Total	266	2010384	2	179	268	2010563	100.00

Based on the aforesaid result, I report that the **Ordinary Resolution** as set out in Item No. 7 of the Notice of the AGM dated 29th July,2023 has been passed with requisite majority.

Item No. 8: To approve re-constitution of Corporate Social Responsibility Committee with effect from 18.08.2023

Particulars	Remote e-Voting		Venue e-Voting		Total		(%)
	Number	Votes	Number	Votes	Number	Votes	
Favour	209	2010311	2	179	211	2010490	99.99
Against	57	73	0	0	57	73	0.01
Total	266	2010384	2	179	268	2010563	100.00

Based on the aforesaid result, I report that the **Ordinary Resolution** as set out in Item No.8 of the Notice of the AGM dated 29th July,2023 has been passed with requisite majority.



The electronic data and all other relevant records relating to remote e-voting and e-voting are under my safe custody and will be handed over to Mr. Ajay Kumar Jain, Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

S. K. Jain



Sunil Kumar Jain

Proprietor

Sunil K. Jain & Associates

Company Secretaries

M. NO.F-4089; C.P.No. 4079

UDIN: F004089E001077799

DATE: 25th September, 2023

PLACE: Delhi

Counter Signed By:

Ajay Kumar Jain
Company Secretary
Sir Shadi Lal Enterprises Limited
(Membership No.: F-5826)