

SUNIL K. JAIN & ASSOCIATES

COMPANY SECRETARIES

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28th September, 2020

To,
The Chairman
Sir Shadi Lal Enterprises Limited
4-A, Hansalaya,
15, Barakhamba Road,
New Delhi-110001

Dear Sir,

We thank you for appointing us as the scrutinizer for remote e-voting process and e-voting by your members during the 86th Annual General Meeting of your Company held on Monday, 28th September, 2020 through Video Conferencing ("VC") / other Audio-Visual Means ("OAVM").

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

For Sunil K. Jain & Associates

S.K.

S. K. Jain

Proprietor

Practising Company Secretaries

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

29/09/20

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SCRUTINIZER'S REPORT

NAME OF THE COMPANY	SIR SHADI LAL ENTERPRISES LIMITED
MEETING	86 th Annual General Meeting
DAY, DATE AND TIME	Monday, 28 th September, 2020 at 11:00 A.M.
VENUE	Virtual Meeting
MODE	Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM")

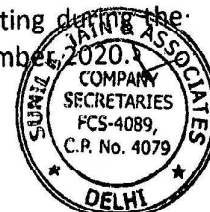
1. Appointment as Scrutinizer:

We were appointed as the Scrutinizer for the remote e-voting as well as the e-voting by Members during the 86th Annual General Meeting ("AGM") of **SIR SHADI LAL ENTERPRISES LIMITED** (CIN:L51909DL1933PLC009509) (hereinafter referred to as "the Company") scheduled on Monday, 28th September, 2020 at 11:00 A.M. held through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM"). Our 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 11th August, 2020, 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 and 20/2020 dated 8th April, 2020, 13th April, 2020 and 5th May, 2020 respectively issued by the Ministry of Corporate Affairs, an advertisement was published in Financial Express (English) and Jansatta (Hindi), Delhi editions on 5th September, 2020 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 hosted the notice of AGM 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 3rd September, 2020.



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 on 3rd September, 2020

2.4 Cut-off date:

Voting rights were reckoned as on Tuesday, 15th September, 2020 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 platform and e-voting at the AGM.

3.2 Remote e-voting period:

Remote e-voting platform was open from 9:00 a.m. (IST) on Friday, 25th September, 2020 till 5.00 p.m. (IST) on Sunday, 27th September, 2020 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 facility of remote e-voting and e-voting during AGM has been provided by the Company.

4.2 On the day of 86th 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, we unblocked the results of the remote e-voting and e-voting by members at the AGM, in the presence of 2 witnesses, on the NSDL e-voting platform and downloaded the results.



Done
29/09/20

6. Results:

6.1 We observe that:

- (a) 2 Members had cast their votes through Venue e-voting at the AGM (28th September, 2020);
- (b) 413 Members had cast their votes through remote e-voting.

6.2 Consolidated result with respect to each item on the agenda as set out in the Notice of the AGM dated 11th August, 2020 is enclosed herewith.

6.3 Based on the aforesaid results, we report that 5 Ordinary Resolutions as set out in Item Nos. 1, 2, 4 to 6 and 1 Special Resolution as set out in Item No. 7 of the Notice of the AGM dated 11th August, 2020 have been passed with the requisite majority while One Ordinary Resolution as set out in item No.3 has been defeated .

For Sunil K. Jain & Associates

S.K. Jain

S. K. Jain
Proprietor

Practising Company Secretaries

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

UDIN: F004089B000797145



DATE: 28th September, 2020

PLACE: Delhi

Done
29/09/20

CONSOLIDATED RESULTS

Item No. 1: To receive, consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2020 and the reports of Board of Directors and Auditors thereon.

Particulars	Remote e-Voting		Venue e-Voting		Total		(%)
	Number	Votes	Number	Votes	Number	Votes	
Favour	411	2224663	2	1335136	413	3559799	99.99
Against	2	2	0	0	2	2	0.01
Total	413	2224665	2	1335136	415	3559801	100.00

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in Item No. 1 of the Notice of the AGM dated 11th August, 2020 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	Number	
Favour	410	2216085	2	1335136	412	3551221	99.76
Against	3	8580	0	0	3	8580	0.24
Total	413	2224665	2	1335136	415	3559801	100.00

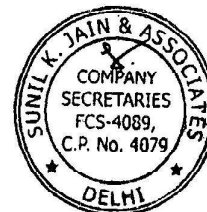
Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in Item No. 2 of the Notice of the AGM dated 11th August, 2020 has been passed with requisite majority.

Item No. 3: To appoint a Director in place of Mr. Ajit Hoon (DIN 00540300), 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	Number	
Favour	213	346326	2	1335136	215	1681462	47.23
Against	200	1878339	0	0	200	1878339	52.77
Total	413	2224665	2	1335136	415	3559801	100.00

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in Item No. 3 of the Notice of the AGM dated 11th August, 2020 has been defeated.

Done
29/09/20



Item No. 4: To ratify the appointment and remuneration of Mr. Rishi Mohan Bansal, Cost Auditor for the Financial Year 2020-21

Particulars	Remote e-Voting		Venue e-Voting		Total		(%)
	Number	Votes	Number	Votes	Number	Number	
Favour	411	2224663	2	1335136	413	3559799	99.99
Against	2	2	0	0	2	2	0.01
Total	413	2224665	2	1335136	415	3559801	100.00

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in Item No. 4 of the Notice of the AGM dated 11th August, 2020 has been passed with requisite majority.

Item No. 5: To appoint Mr. Tanmay Sharma (DIN 08811485) as a Non-Executive Independent Director of the Company not liable to retire by rotation from 28.09.2020 to 27.09.2025

Particulars	Remote e-Voting		Venue e-Voting		Total		(%)
	Number	Votes	Number	Votes	Number	Number	
Favour	411	2224663	0	0	411	2224663	62.49
Against	2	2	2	1335136	4	1335138	37.51
Total	413	2224665	2	1335136	415	3559801	100.00

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in Item No. 4 of the Notice of the AGM dated 11th August, 2020 has been passed with requisite majority.

Item No. 6: To appoint Mr. Ravi Malhotra (DIN 08811471) as a Non-Executive Independent Director of the Company not liable to retire by rotation from 28.09.2020 to 27.09.2025

Particulars	Remote e-Voting		Venue e-Voting		Total		(%)
	Number	Votes	Number	Votes	Number	Number	
Favour	411	2224663	0	0	411	2224663	62.49
Against	2	2	2	1335136	4	1335138	37.51
Total	413	2224665	2	1335136	415	3559801	100.00

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in Item No. 6 of the Notice of the AGM dated 11th August, 2020 has been passed with requisite majority.

Dated
29/09/20



Item No. 7: To Approve Related Party Transaction

Particulars	Remote e-Voting		Venue e-Voting		Total		(%)
	Number	Votes	Number	Votes	Number	Number	
Favour	406	311006*	0	0	406	311006	99.99
Against	2	2	0	0	2	2	0.01
Total	408	311008	0	0	408	311008	100.00

*As per provisions of Regulations 23(4) & (7) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ; votes of Related Parties (6 Shareholders with 2908767 votes) have not been considered for this Item.

Based on the aforesaid result, we report that the Special Resolution as set out in Item No. 7 of the Notice of the AGM dated 11th August, 2020 has been passed with requisite majority.

For Sunil K. Jain & Associates

S.K. Jain

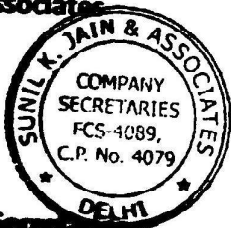
S. K. Jain

Proprietor

Practising Company Secretary

ML NO. F-4089, C.P. No. 4079

UDIN: F004089B000797145



DATE: 28th September, 2020

PLACE: Delhi

Rana
29/09/20