

**30<sup>th</sup> September, 2023**

**The Calcutta Stock Exchange Limited  
7, Lyons Range,  
Kolkata-700001**

**Stock Code : 10029405  
Scrip ID : SUDHA APPARELS**

**Sub: Voting Results and Scrutinizer's Report of the 42<sup>nd</sup> Annual General Meeting as per Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements), 2015**

Dear Sir/madam,

This is to inform that the Annual General Meeting of the Company was held on Saturday, 30th September, 2023 at 2:30 P.M. at the registered office of the Company at 2/5 Sarat Bose Road, Sukh Sagar, Flat No. 8A, 8th Floor, Kolkata – 700020.

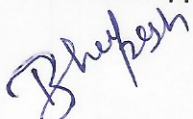
Please find the enclosed following disclosures pursuant to the Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements), 2015 pertaining to the said Annual General Meeting.

1. Scrutinizer's Report
2. Voting Results of the AGM

Submitted for your information and record.

Thanking You,

Yours Faithfully,  
For **Sudha Apparels Limited**



**Bhupesh**  
(Company Secretary)



**CONSOLIDATED SCRUTINIZER'S REPORT**

(Pursuant to Section 108 of the Companies Act, 2013 and rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014)

To,  
Chairman  
**Sudha Apparels Limited**  
2/5, Sarat Bose Road,  
Sukh Sagar, Flat No. 8A, 8<sup>th</sup> Floor,  
Kolkata-700020, West Bengal

Dear Sir,

Sub: **Consolidated Scrutinizer's Report on voting done through remote e-voting process and by Polling at 42<sup>nd</sup> Annual General Meeting of Sudha Apparels Limited held on Saturday, September 30, 2023**

1. I, Sandeep Aggarwal, Chartered Accountant, was appointed as the Scrutinizer by the Board of Directors of **Sudha Apparels Limited** ('the Company') in its meeting held on 11<sup>th</sup> August, 2023 for the purpose of scrutinizing the voting done through remote e-voting process and by use of polling papers at the meeting pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 and 21 of The Companies (Management and Administration) Rules, 2014 as amended, for passing of the as mentioned under item numbers 1 and 2 as set out in the Notice of 42<sup>nd</sup> Annual General Meeting of the shareholders of the Company dated 11<sup>th</sup> August, 2023.
2. The management of the Company is responsible to ensure the compliances with the requirements of the Companies Act, 2013 and Rules relating to remote e-voting and polling papers for voting on the resolutions contained in the said notice of 42<sup>nd</sup> Annual General Meeting of the Company. My responsibility as scrutinizer for the remote e-voting process and poll conducted at the 42<sup>nd</sup> Annual General Meeting is restricted to make the Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions stated in the said notice based on the report generated by the National Securities Depository Limited (NSDL), the agency engaged by the Company to provide e-voting for e-voting and poll conducted at the 42<sup>nd</sup> AGM.
3. The Notice of 42<sup>nd</sup> AGM dated 11<sup>th</sup> August, 2023 was emailed to the members on 6<sup>th</sup> September, 2023 and sent through courier on 6<sup>th</sup> September, 2023. The said notice was dispatched on the basis of Register of Members and list of beneficiaries as provided by the depositories as on 25<sup>th</sup> August, 2023.
4. As per the provision of Rule 20 of The Companies (Management and Administration) Rules, 2014, the Company has published advertisement about having dispatched the notice of the 42<sup>nd</sup> AGM and providing e-voting facility in the English newspaper "Financial Express" and Bengali Newspaper "Sukhabar" on 7<sup>th</sup> September, 2023.

213, Todi Chamber,  
2, Lal Bazar Street  
Kolkata 700001



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5. The shareholders of the Company holding shares as on the "cut-off" date of 23<sup>rd</sup> September, 2023 were entitled to vote on the resolutions as contained in the Notice of the Annual General Meeting.
6. The voting period for remote e-voting commenced on Wednesday, 27<sup>th</sup> September, 2023 at 09:00 a.m. (IST) and ended on Friday, 29<sup>th</sup> September, 2023 at 05:00 p.m. (IST) at the NSDL e-voting platform provided by the National Securities Depository Limited (NSDL). The Company also provided Polling Papers for casting vote at the 42<sup>nd</sup> Annual General Meeting held on 30<sup>th</sup> September, 2023 to the members present, who did not vote through remote e-voting facility.
7. After the closure of the voting at the 42<sup>nd</sup> Annual General Meeting, the votes cast through polling papers were counted, thereafter the votes cast under remote e-voting facility provided by National Securities Depository Limited (NSDL) were unblocked in the presence of 2 witnesses, who are not in the employment with the Company.
8. The summary of the voting through e-voting and polling papers are as follows:

**Resolution 1:**

Resolution required: (Ordinary/Special)		To consider and adopt the Audited Financial Statements for the financial year ended 31st March, 2023 together with the Reports of Directors and 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	570012	430112	75.45	430112	-	-	-
	Poll		-	-	-	-	100	-
	Total	570012	430112	75.45	430112	-	100	-
Public-Institutions	E-Voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public-Non institutions	E-Voting	219800	215526	98.05	215526	-	100	-
	Poll		13	0.01	13	-	100	-
	Total	219800	215539	98.06	215539	-	100	-
Total		789812	645651	82.27	645651	-	100	-

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Resolution 2:

Resolution required: (Ordinary/Special)			To Re-appoint Mr. Sunil Gautam who retire by rotation.					
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	570012	430112	75.45	430112	-	100	-
	Poll		-	-	-	-	-	-
	Total		430112	75.45	430112	-	100	-
Public-Institutions	E-Voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Non Institutions	E-Voting	219800	215526	98.05	215526	-	100	-
	Poll		13	0.01	13	-	100	-
	Total		215539	98.06	215539	-	100	-
Total		789812	645651	82.27	645651	-	100	-

The Register, all other papers and relevant records relating to poll and e-voting shall remain in my custody until the Chairman considers, approves and sign the minutes of the above said meeting and the same will be handed over to the Company Secretary for safe keeping.



Sandeep Agarwal  
(Sandeep Agarwal)  
Chartered Accountant  
Membership No. 065643  
UDIN: 23065643BGXHOP1804

Place: Kolkata  
Date: 30.09.2023

*Bhupesh*

Countersigned  
For Sudha Apparels Limited

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2, Lal Bazar Street  
Kolkata 700001

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Public-Non Institutions	Remote E-Voting	219800	215526	98.05	215526	0	100.00	0.00
	Poll		13	0.01	13	0	0	0
	<b>Total</b>	<b>219800</b>	<b>215539</b>	<b>98.06</b>	<b>215539</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<b>Total</b>	<b>789812</b>	<b>645651</b>	<b>82.27</b>	<b>645651</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>	

Number of Members voted on the Resolution	
In Favour	18
Against	0
<b>Total</b>	<b>18</b>

**Invalid votes – Nil**

**Result – The resolution is passed with requisite majority**

Resolution required: (Ordinary/Special)			Resolution No.2: To Re-appoint Mr. Sunil Gautam who retire by rotation. (Ordinary Resolution)					
Whether promoter/promoter group are interested in the agenda/resolution			No					
Category	Mode of Voting	No. of shares held by total members on record date (1)	No. of 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	Remote E-Voting	570012	430112	75.45	430112	0	100.00	0.00
	Poll		0	0	0	0	0	0

Group	<b>Total</b>	<b>570012</b>	<b>430112</b>	<b>75.45</b>	<b>430112</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public-Institutions	Remote E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public-Non Institutions	Remote E-Voting	219800	215526	98.05	215526	0	100.00	0.00
	Poll		13	0.01	13	0	0	0
	<b>Total</b>	<b>219800</b>	<b>215539</b>	<b>98.06</b>	<b>215539</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<b>Total</b>		<b>789812</b>	<b>645651</b>	<b>82.27</b>	<b>645651</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>

<b>Number of Members voted on the Resolution</b>	
In Favour	18
Against	0
<b>Total</b>	<b>18</b>

**Invalid votes – Nil**

**Result – The resolution is passed with requisite majority**