

Ref: STL/SE/2024-2025/AGM Voting Results/40

Dated: 24th September, 2024

To. To,

Department of Corporate Services Listing Department

BSE Limited The National Stock Exchange of India Limited C-1, G-Block, Bandra-Kurla Complex,

Phiroze Jeejeebhoy Tower, Dalal Street,

Mumbai-400001 Bandra, (E), Mumbai-400051

BSE Code 541163; NSE: SANDHAR

Subject: Submission of Scrutinizer's Report & Voting Results under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015

Dear Sir/Ma'am,

Please find enclosed herewith the Scrutinizer's Report dated 24th September, 2024 and Voting Results under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as received from Shri. K.K Sachdeva, Practicing Company Secretary, who was appointed as the scrutinizer for conducting the e-voting process.

The resolutions as set out in the AGM Notice were duly approved by the members, with requisite majority.

Kindly take the same on record.

Thanking you

Yours faithfully,

For SANDHAR TECHNOLOGIES LIMITED

Yashpal Jain **Chief Financial Officer & Company Secretary** (M. No. A13981)



Company Secretaries

201 3rd Floor, Dr. Mukherjee Nagar, Delhi-110009 Ph. 011 27608683, 9811071577, E-mail: kks445@gmail.com

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SCRUTINIZER REPORT

The Chairman Sandhar Technologies Limited B-6/20, L.S.C Safdarjung Enclave, New Delhi-110029

Sub: Resolutions passed through Remote E-Voting and E-Voting at AGM conducted at the 32nd Annual General Meeting of Sandhar Technologies Limited

I, K. K. Sachdeva, (Practicing Company Secretary), having membership number 7153 and COP 4721 have been appointed as the Scrutinizer by the Board of Directors of Sandhar Technologies Limited having its registered office at B-6/20, L.S.C Safdarjung Enclave, New Delhi-110029 for the purpose of scrutinizing votes through remote e-voting facility and votes through Insta Vote facility at the Annual General Meeting held on 24th September, 2024 held through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM").

The Company has appointed Link Intime India Private Limited as the Service Provider for extending the facility of electronic voting to the Shareholders. The remote e-voting period commenced on Saturday, 21st September, 2024, at 09:00 A.M. (IST) and ended on Monday, 23rd September, 2024, at 05:00 P.M. (IST).

The Company has also provided Insta Vote facility at the 32nd Annual General Meeting of the Company to the members who did not exercise their right to vote through remote evoting facility.

The Management of the Company is responsible to ensure the compliances with requirements of the Companies Act, 2013 and Rules relating to remote e-voting and e-voting at AGM on resolutions specified in the notice of the 32nd Annual General Meeting. My responsibility as a Scrutinizer for the remote e-voting process and e-voting at AGM is restricted to scrutinize the results and present the Report for the votes cast "in favour" or "against" the resolutions.

All the resolutions for the Ordinary and Special Business as set out in Item No.1 to 7 in the Notice of the 32nd Annual General Meeting were duly approved by the members with requisite majority.





Company Secretaries



Scrutinizer Report-Sandhar Technologies Limited

The Consolidated Summary of result of the Remote E-Voting together with that of e-voting at AGM is as follows:

1. As an Ordinary Resolution - Item No.1

To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the Financial Year ended the 31st March, 2024 together with the Reports of Board of Directors' and Auditor's thereon.

I. Voted in favour of the Resolution:

	Number of Members who voted through Remote E- Voting Process and E- Voting at AGM	Number of votes cast (Shares)	% of total number of valid votes cast
Remote E- Voting	212	52239671	100.00
E-Voting at AGM	4	5	0.00
Total	216	52239676	100.00

II. Voted against the Resolution

	Number of Members who voted through Remote E- Voting Process and E- Voting at AGM	Number of votes cast (Shares)	% of total number of valid votes cast
Remote E- Voting	2	20	0
E-Voting at AGM	0	0	0
Total	2	20	0

III. Invalid Votes:

	Number of Members who voted through Remote E- Voting Process and E- Voting at AGM	Number of votes cast (Shares)	% of total number of valid votes cast
Remote E- Voting	0	0	0



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E-Voting at AGM	0	0	0
Total	0	0	0

Summary of Total Valid Votes for Resolution No. 1

Particulars	Number of votes cast by members	% of total number of valid votes
Votes in favour	52239676	100
Votes against	20	C

Result: Resolution Approved

2. As an Ordinary Resolution - Item No. 2

To declare a final dividend of INR. 3.25/- per equity share of INR. 10/- each fully paid up for the financial year 31st March 2024.

I. Voted in favour of the Resolution:

	Number of Members who voted through Remote E- Voting Process and E- Voting at AGM	Number of votes cast (Shares)	% of total number of valid votes cast
Remote E- Voting	212	52240282	100.00
E-Voting at AGM	4	5	0.00
Total	216	52240287	100.00

II. Voted against the Resolution

	Number of Members who voted through Remote E- Voting Process and E- Voting at AGM	Number of votes cast (Shares)	% of total number of valid votes cast
Remote E- Voting	2	455	0
E-Voting at AGM	0	0	0
Total	2	455	0



III. Invalid Votes:

	Number of Members who voted through Remote E- Voting Process and E- Voting at AGM	Number of votes cast (Shares)	% of total number of valid votes cast
Remote E- Voting	0	0	0
E-Voting at AGM	0	0	0
Total	0	0	0

Summary of Total Valid Votes for Resolution No. 2

Particulars	Number of votes cast by members	% of total number of valid votes
Votes in favour	52240287	100
Votes against	455	0

Result: Resolution Approved

3. As an Ordinary Resolution - Item No. 3

Re-appointment of Shri Sandeep Dinodia (DIN 00005395) as Director retiring by rotation.

I. Voted in favour of the Resolution:

	Number of Members who voted through Remote E- Voting Process and E- Voting at AGM	Number of votes cast (Shares)	% of total number of valid votes cast
Remote E- Voting	207	52189769	99.90
E-Voting at AGM	4	5	0.00
Total	211	52189774	99.90

II. Voted against the Resolution



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	Number of Members who voted through Remote E- Voting Process and E- Voting at AGM	Number of votes cast (Shares)	% of total number of valid votes cast
Remote E- Voting	7	50519	0.10
E-Voting at AGM	0	0	0.00
Total	7	50519	0.10

III. Invalid Votes:

	Number of Members who voted through Remote E- Voting Process and E- Voting at AGM	Number of votes cast (Shares)	% of total number of valid votes cast
Remote E- Voting	0	0	0
E-Voting at AGM	0	0	0
Total	0	0	0

Summary of Total Valid Votes for Resolution No. 3

Particulars	Number of votes cast by members	% of total number of valid votes
Votes in favour	52189774	99.90
Votes against	50519	0.10

Result: Resolution Approved



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4. As an Ordinary Resolution - Item No. 4

Ratification of Remuneration payable to Cost Auditor viz. M/s. Satija & Co., Cost Accountants for the financial year 2024-25

I. Voted in favour of the Resolution:

	Number of Members who voted through Remote E- Voting Process and E- Voting at AGM	Number of votes cast (Shares)	% of total number of valid votes cast
Remote E- Voting	212	52240282	100.00
E-Voting at AGM	4	5	0.00
Total	216	52240287	100.00

II. Voted against the Resolution

	Number of Members who voted through Remote E- Voting Process and E- Voting at AGM	Number of votes cast (Shares)	% of total number of valid votes cast
Remote E- Voting	1	5	0.00
E-Voting at AGM	0	0	0.00
Total	1	5	0.00

III. Invalid Votes:

	Number of Members who voted through Remote E- Voting Process and E- Voting at AGM	Number of votes cast (Shares)	% of total number of valid votes cast
Remote E- Voting	0	0	0
E-Voting at AGM	0	0	0
Total	0	0	0



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Summary of Total Valid Votes for Resolution No. 4

Particulars	Number of votes cast by members	% of total number of valid votes
Votes in favour	52240287	100
Votes against	5	0

Result: Resolution Approved

5. As a Special Resolution - Item No. 5

Appointment of Smt. Aabha Bakaya (DIN: 05131734) as Non-Executive, Independent Director of the Company.

I. Voted in favour of the Resolution:

	Number of Members who voted through Remote E- Voting Process and E- Voting at AGM	Number of votes cast (Shares)	% of total number of valid votes cast
Remote E- Voting	211	52240252	100.00
E-Voting at AGM	4	5	0.00
Total	215	52240257	100.00

II. Voted against the Resolution

	Number of Members who voted through Remote E- Voting Process and E- Voting at AGM	Number of votes cast (Shares)	% of total number of valid votes cast
Remote E- Voting	2	35	0
E-Voting at AGM	0	0	0
Total	2	35	0



III. Invalid Votes:

	Number of Members who voted through Remote E- Voting Process and E- Voting at AGM	Number of votes cast (Shares)	% of total number of valid votes cast
Remote E- Voting	0	0	0
E-Voting at AGM	0	0	0
Total	0	0	0

Summary of Total Valid Votes for Resolution No. 5

Particulars	Number of votes cast by members	% of total number of valid votes
Votes in favour	52240257	100
Votes against	35	C

Result: Resolution Approved

6. As a Special Resolution - Item No. 6

Reappointment of Shri Vimal Mahendru (DIN: 00006016) as Non-Executive Independent Director of the Company.

I. Voted in favour of the Resolution:

	Number of Members who voted through Remote E- Voting Process and E- Voting at AGM	Number of votes cast (Shares)	% of total number of valid votes cast
Remote E- Voting	212	52240273	100.00
E-Voting at AGM	4	5	0.00
Total	216	52240278	100.00



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II. Voted against the Resolution

	Number of Members who voted through Remote E- Voting Process and E- Voting at AGM	Number of votes cast (Shares)	% of total number of valid votes cast
Remote E- Voting	2	15	0.00
E-Voting at AGM	0	0	0.00
Total	2	15	0.00

III. Invalid Votes:

	Number of Members who voted through Remote E- Voting Process and E- Voting at AGM	Number of votes cast (Shares)	% of total number of valid votes cast
Remote E- Voting	0	0	0
E-Voting at AGM	0	0	0
Total	0	0	0

Summary of Total Valid Votes for Resolution No. 6

Particulars	Number of votes cast by members	% of total number of valid votes
Votes in favour	52240278	100
Votes against	15	0

Result: Resolution Approved

7. As a Ordinary Resolution - Item No. 7

Renewal for the Payment of Commission to the Non-Executive Directors



I. Voted in favour of the Resolution:

	Number of Members who voted through Remote E- Voting Process and E- Voting at AGM	Number of votes cast (Shares)	% of total number of valid votes cast
Remote E- Voting	207	52238799	100.00
E-Voting at AGM	4	5	0.00
Total	211	52238804	100.00

II. Voted against the Resolution

	Number of Members who voted through Remote E- Voting Process and E- Voting at AGM	Number of votes cast (Shares)	% of total number of valid votes cast
Remote E- Voting	6	1488	0.00
E-Voting at AGM	0	0	0.00
Total	6	1488	0.00

III. Invalid Votes:

	Number of Members who voted through Remote E- Voting Process and E- Voting at AGM	Number of votes cast (Shares)	% of total number of valid votes cast
Remote E- Voting	0	0	0
E-Voting at AGM	0	0	0
Total	0	0	0

Summary of Total Valid Votes for Resolution No. 7

Particulars	Number of votes cast by members	% of total number of valid votes
Votes in favour	52238804	100.00
Votes against	1488	0.00

Result: Resolution Approved



Company Secretaries

Scrutinizer Report-Sandhar Technologies Limited

The relevant records relating to electronic voting and Insta e-voting shall remain in our safe custody until the Chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting and the same shall be handed thereafter to the Company Secretary for safe keeping.

Thanking You, Yours Faithfully,

For K K Sachdeva & Associates

Company Secretaries

KISHOR Digitally signed by KISHOR KUMAR SACHDEVA
SACHDEVA Date: 2024.09.24
SACHDEVA 19:20:36 +05'30'

(K K Sachdeva)
Proprietor
FCS 7153, C.P No. 4721
UDIN: F007153F001304526

Dated: 24th September, 2024

Place: Delhi

FOR SANDHAR TECHNOLOGIES LIMITED

Counter signed by JAYANT DAVAR Chairman, MD & CEO

Sandhar Technologies Limited 1 - To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the Financial Year ended the 31st March, 2024 together with the reports of the Resolution Required :Ordinary Board of Directors and Auditors thereon. Whether promoter/ promoter group are interested in the agenda/resolution? No. of % of Votes Polled No. of % of Votes in No. of Mode of Category No. of shares votes on outstanding Votes - in Votes favour on votes % of Votes against Voting held polled shares favour -Against polled on votes polled [1] [2] [3]={[2]/[1]}*100 [4] [5] [6]={[4]/[2]}*100 [7]={[5]/[2]}*100 E-Voting 42362245 100.0000 42362245 0 100.0000 0.0000 0 0.0000 0.0000 0.0000 Promoter and Promoter Poll 42362245 Postal Ballot 0.0000 0 0.0000 0.0000 Group 42362245 100.0000 42362245 0 **Total** 100.0000 0.0000 E-Voting 9866717 95.8410 9866717 0 100.0000 0.0000 Poll 0 0.0000 0 0 0.0000 0.0000 Public Institutions 10294878 **Postal Ballot** 0.0000 0 0.0000 0.0000 9866717 **Total** 95.8410 9866717 0 100.0000 0.0000 20 E-Voting 10729 0.1424 10709 99.8136 0.1864 Poll 0.0001 0 100.0000 0.0000 Public Non Institutions 7533585 **Postal Ballot** 0 0.0000 0 0.0000 0.0000 10734 20 **Total** 0.1425 10714 99.8137 0.1863 60190708 52239696 86.7903 52239676 **Total** 20 100.0000 0.0000



Sandhar Technologies Limited 2 - To declare a final dividend of INR. 3.25/- per equity share of INR. 10/- each fully paid up for the Resolution Required :Ordinary Financial year ended the 31st March, 2024. Whether promoter/ promoter group are interested in the agenda/resolution? % of Votes Polled % of Votes in No. of No. of No. of Mode of Category No. of shares votes on outstanding Votes - in Votes favour on votes % of Votes against Voting held polled shares favour -Against polled on votes polled [1] [2] [3]={[2]/[1]}*100 [4] [5] [6]={[4]/[2]}*100 [7]={[5]/[2]}*100 E-Voting 42362245 100.0000 42362245 100.0000 0 0.0000 0.0000 0 0.0000 0.0000 Promoter and Promoter Poll 42362245 0 Postal Ballot 0.0000 0 0.0000 0.0000 Group 42362245 0 100.0000 42362245 100.0000 0.0000 Total E-Voting 9867314 95.8468 9867314 ol 100.0000 0.0000 0.0000 Poll 0 0.0000 0 0 0.0000 **Public Institutions** 10294878 Postal Ballot 0.0000 0 O 0.0000 0.0000 9867314 9867314 Total 95.8468 100.0000 0.0000 11178 10723 455 95.9295 4.0705 E-Voting 0.1484 100.0000 Poll 0.0001 0.0000 7533585 **Public Non Institutions** Postal Ballot 0 0.0000 0 0.0000 0.0000 0.1485 455 Total 11183 10728 95.9313 4.0687 60190708 52240742 86.7920 52240287 **Total** 455 99.9991 0.0009



Sandhar Technologies Limited 3 - To appoint a Director in place of Shri. Sandeep Dinodia (DIN 00005395), who retires by rotation and being eligible, offers himself for re-appointment. Resolution Required :Ordinary Whether promoter/ promoter group are interested in the agenda/resolution? No. of % of Votes Polled No. of % of Votes in No. of Mode of Category No. of shares votes on outstanding Votes - in Votes favour on votes % of Votes against Voting polled polled held shares favour -Against on votes polled [1] [2] [3]={[2]/[1]}*100 [4] [5] [6]={[4]/[2]}*100 [7]={[5]/[2]}*100 E-Voting 42362245 100.0000 42362245 0 100.0000 0.0000 0 Promoter and Promoter Poll 0.0000 0.0000 0.0000 42362245 **Postal Ballot** 0 0.0000 0 0.0000 0.0000 Group Total 42362245 100.0000 42362245 0 100.0000 0.0000 E-Voting 9867314 95.8468 9816800 50514 99.4881 0.5119 Poll 0 0.0000 0 0 0.0000 0.0000 **Public Institutions** 10294878 **Postal Ballot** 0.0000 0 0.0000 0.0000 Total 9867314 9816800 95.8468 50514 99.4881 0.5119 10729 10724 99.9534 E-Voting 0.1424 0.0466 Poll 0.0001 100.0000 0.0000 7533585 **Public Non Institutions** Postal Ballot 0.0000 0 Ol 0.0000 0.0000 10734 0.1425 10729 Total 99.9534 0.0466 60190708 52240293 86.7913 52189774 **Total** 50519 99.9033 0.0967



Sandhar Technologies Limited 4 - Ratification of remuneration payable to Cost Auditor viz. M/s Satija & Co., Cost Accountants for Resolution Required :Ordinary audit of cost records for the financial year 2024-2025. Whether promoter/ promoter group are interested in the agenda/resolution? No. of % of Votes Polled No. of % of Votes in No. of Mode of Category No. of shares votes on outstanding Votes - in Votes favour on votes % of Votes against Voting polled on votes polled held shares favour -Against polled [1] [2] [4] [3]={[2]/[1]}*100 [5] [6]={[4]/[2]}*100 [7]={[5]/[2]}*100 E-Voting 42362245 100.0000 42362245 100.0000 0.0000 Promoter and Promoter Poll ol 0.0000 0 0.0000 0.0000 42362245 Postal Ballot 0.0000 0 0.0000 0.0000 Group 42362245 100.0000 42362245 0 Total 100,0000 0.0000 E-Voting 9867314 0 0.0000 95.8468 9867314 100.0000 Poll 0 0.0000 0 0 0.0000 0.0000 10294878 **Public Institutions** Postal Ballot 0 0.0000 0 0 0.0000 0.0000 9867314 9867314 95.8468 100.0000 Total 0 0.0000 99.9534 E-Voting 10728 0.1424 10723 0.0466 0.0000 Poll 0.0001 0 100.0000 **Public Non Institutions** 7533585 Postal Ballot 0 0.0000 0 0 0.0000 0.0000

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10728

10733

60190708 52240292

Total

Total



0.0466

0.0000

99.9534

100.0000

5

Sandhar Technologies Limited 5 - Appointment of Smt. Aabha Bakaya (DIN: 05131734) as Non-Executive, Independent Director of the Company. **Resolution Required :Special** Whether promoter/ promoter group are interested in the agenda/resolution? % of Votes Polled % of Votes in No. of No. of No. of Mode of Category No. of shares Votes – in favour on votes % of Votes against votes on outstanding Votes Voting polled polled held shares favour -Against on votes polled [1] [2] [3]={[2]/[1]}*100 [4] [5] [6]={[4]/[2]}*100 [7]={[5]/[2]}*100 E-Voting 42362245 100.0000 42362245 100.0000 0.0000 0 0.0000 0.0000 0.0000 Promoter and Promoter Poll 42362245 0 Postal Ballot 0.0000 0.0000 0.0000 Group 42362245 100.0000 42362245 Total 100.0000 0.0000 9867314 E-Voting 95.8468 9867314 100.0000 0.0000 Poll 0 0.0000 0.0000 0.0000 0 10294878 Public Institutions Postal Ballot 0.0000 0 0 0.0000 0.0000 9867314 9867314 100.0000 Total 95.8468 0 0.0000 35 E-Voting 10728 0.1424 10693 99.6738 0.3262 0.0001 100.0000 0.0000 Poll 0 **Public Non Institutions** 7533585 0 Postal Ballot 0.0000 0 0 0.0000 0.0000 10733 35 **Total** 0.1425 10698 99.6739 0.3261 35 60190708 52240292 86.7913 52240257 99.9999 Total 0.0001



Sandhar Technologies Limited 6 - Reappointment of Shri Vimal Mahendru (DIN: 00006016) as Non-Executive, Independent Resolution Required :Special Director of the Company. Whether promoter/ promoter group are interested in the agenda/resolution? No. of % of Votes Polled No. of % of Votes in No. of Mode of % of Votes against Category No. of shares votes on outstanding Votes -- in Votes favour on votes Voting polled polled on votes polled held shares favour -Against [1] [2] [3]={[2]/[1]}*100 [4] [5] [6]={[4]/[2]}*100 [7]={[5]/[2]}*100 E-Voting 42362245 100.0000 42362245 100.0000 0.0000 0.0000 Promoter and Promoter Poll 0 0.0000 ol 0.0000 42362245 0 Postal Ballot 0.0000 0 0.0000 0.0000 Group 42362245 100.0000 42362245 Total 0 100.0000 0.0000 E-Voting 9867314 95.8468 9867314 0 100.0000 0.0000 0 0.0000 Poll 0.0000 0 0.0000 10294878 **Public Institutions** Postal Ballot 0 0.0000 0.0000 0.0000 9867314 9867314 0 Total 95.8468 100.0000 0.0000 10729 10714 15 99.8602 E-Voting 0.1424 0.1398 Poll 0.0001 0 100.0000 0.0000 Public Non Institutions 7533585 0 Postal Ballot 0.0000 0 0 0.0000 0.0000 10734 10719 15 Total 0.1425 99.8603 0.1397 15 60190708 52240293 86.7913 52240278 100.0000 Total 0.0000



Sandhar Technologies Limited Resolution Required :Ordinary 7 - Renewal for the Payment of Commission to the Non-Executive Directors. Whether promoter/ promoter group are interested in the agenda/resolution? % of Votes in No. of % of Votes Polled No. of No. of Mode of on outstanding Votes - in favour on votes % of Votes against Category No. of shares votes Votes Voting polled shares -Against polled on votes polled held favour [1] [2] [3]={[2]/[1]}*100 [4] [5] [6]={[4]/[2]}*100 [7]={[5]/[2]}*100 42362245 100.0000 42362245 100.0000 E-Voting 0.0000 0.0000 0.0000 Promoter and Promoter Poll 0.0000 42362245 Postal Ballot 0.0000 0 0.0000 0.0000 Group 42362245 100.0000 42362245 100.0000 0.0000 Total 0 95.8468 9867314 ol 100.0000 E-Voting 9867314 0.0000 ol 0.0000 Poll 0 0.0000 0 0.0000 **Public Institutions** 10294878 Postal Ballot 0 0.0000 0 0.0000 0.0000 9867314 9867314 100.0000 0.0000 Total 95.8468 E-Voting 10728 1488 86.1298 13.8702 0.1424 9240 5 0.0001 100.0000 0.0000 Poll **Public Non Institutions** 7533585 Postal Ballot 0.0000 0.0000 0 0.0000 10733 0.1425 9245 1488 86.1362 13.8638 Total 60190708 52240292 86.7913 52238804 1488 99.9972 0.0028 **Total**

