



SHL/SEC/1st Postal Ballot-2024-25

March 25, 2025

The Bombay Stock Exchange Limited
Listing Department,
1st Floor, New Trading Ring,
Rotunda Building,
Phiroze JeeJeeBhoy Towers, Dalal Street,
Fort
Mumbai – 400 001.
Company Code: 537253

The Calcutta Stock Exchange Ltd.
7, Lyons Range
Kolkata - 700 001 India

Dear Sir/Ma'm,

Sub. : Proceedings cum Disclosure of Voting Results alongwith Scrutinizer Report of the Postal Ballot Notice Dated February, 13, 2025 pursuant to Regulation 44(3) read with Regulation 30 of the SEBI (LODR) Regulations 2015.

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 ("Listing Regulations") the details of the voting results of the Postal Ballot conducted through Remote e-Voting process, for obtaining approval of the shareholders/ Members by way of Special resolution(s) as mentioned in the Notice of Postal Ballot dated February 13, 2025, is enclosed herewith along with the report of the Scrutinizer dated **25.03.2025**.

The Voting on postal ballot was done through Remote E-voting starting from 9:00 a.m. on February 23, 2025 and opened till 5:00 p.m. on March 24, 2025.

The Special Resolutions as mentioned in the Notice of Postal Ballot dated February 13, 2025 has been duly passed by the members of the Company with requisite majority and deemed to be passed on Monday, March 24, 2025, which was the last date for Remote e-Voting.

The members of the Company have duly approved the

- i) Payment of Remuneration to Mr. Anil Kumar Khaitan (DIN:-00759951), Chairman and Managing Director of the Company during the remaining period of his present tenure i.e. for the period from April 01, 2025 to March 31, 2027 and
- ii) Appointment of Mr. Jai Prakash Singh (DIN: 10824246) as a Non-Executive Independent Director of the Company for a period of five (5) consecutive years with effect from 13th February 2025 and whose office shall not be liable to retire by rotation.

You are requested to take above informations in your record and oblige us.

Thanking you,
Yours sincerely,

For SUNIL HEALTHCARE LIMITED

SATYENDU
PATTNAIK

Digitally signed by
SATYENDU PATTNAIK
Date: 2025.03.25
15:30:11 +05'30'

SATYENDU PATTNAIK
COMPANY SECRETARY & COMPLIANCE OFFICER
F-7736

New Delhi

Encl. 1. Proceedings of the Postal Ballot cum voting results dated 25.03.2025
2. Scrutinizer Report dated 25.03.2025

Sunil Healthcare Ltd.

38E/252-A, Vijay Tower, Opp Panchsheel Park Comm. Complex, New Delhi -110049

T: +91 -11-49435555/00, F: +91 -11-43850087 Email : info@sunilhealthcare.com, Web: www.sunilhealthcare.com

CIN No. : L24302DL1973PLC189662

PROCEEDINGS AND RESULTS OF THE SPECIAL RESOLUTIONS AS SETOUT IN THE 01ST POSTAL BALLOT/2024-25 NOTICE DATED FEBRUARY 13, 2025 OF THE MEMBERS OF SUNIL HEALTHCARE LTD, DEEMED TO BE PASSED ON WEDNESDAY, THE 24TH DAY OF MARCH 2025 THROUGH REMOTE E-VOTING ONLY.

Pursuant to provisions of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements), Regulation, 2015, Section 108, 110 and all other applicable provisions, if any, of the Companies Act, 2013 ("Act") read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("Rules") (including any amendment(s), statutory modification(s) or re-enactment(s) thereof), Secretarial Standard-2 on General Meetings ("SS-2") issued by the Institute of the Company Secretaries of India, including any statutory modification(s), clarification(s), substitution(s) or re-enactment(s) thereof for the time being in force and guidelines prescribed by the Ministry of Corporate Affairs ("MCA") for holding general meetings/conducting postal ballot process through e-voting vide General Circular Nos. 14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020, 22/2020 dated 15th June, 2020, 33/2020 dated 28th September, 2020, 39/2020 dated 31st December, 2020, 10/2021 dated 23rd June, 2021, 20/2021 dated 8th December, 2021, 3/2022 dated May 05, 2022, No. 10/2022 dated December 28, 2022, No. 09/2023 dated September 25, 2023 and No. 09/2024 dated September 19, 2024 (collectively referred to as the "MCA Circulars") and Circular Nos. SEBI/HO/CFD/ CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62, dated May 13, 2022, SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 05, 2023, SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023 and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 03, 2024 issued by the Securities and Exchange Board of India ('SEBI Circulars') and other applicable laws, rules and regulations, if any, the approval of the shareholders/Members through special resolution(s) was sought by the postal ballot process.

The Notice of 1st Postal Ballot/2024-25 dated February 13, 2025 along with detailed annexures were sent to all the shareholders of the Company on 21.02.2025 through electronic mode only to those shareholders, who has registered their email id with RTA/Company for the proposal to approve the,

- i) Payment of Remuneration to Mr. Anil Kumar Khaitan (DIN:-00759951), Chairman and Managing Director of the Company during the remaining period of his present tenure i.e. for the period from April 01, 2025 to March 31, 2027 and
- ii) Appointment of Mr. Jai Prakash Singh (DIN: 10824246) as a Non-Executive Independent Director of the Company for a period of five (5) consecutive years with effect from 13th February 2025 upto 12th February 2030 and whose office shall not be liable to retire by rotation.



The remote e-voting facility on Postal Ballot for members was provided by MUFG Intime Pvt. Ltd. (formerly Link Intime India Pvt. Ltd.)

The remote e-voting period was commenced on Sunday, February 23, 2025 at 9:00 a.m. (IST) and ends on Monday, March 24, 2025 at 5:00 p.m. (IST).

The Remote e-voting was blocked at 5:00 P.M. (IST) on Monday, March 24, 2025 and the e-voting summary statement was downloaded from e-voting website of MUFG Intime Pvt. Ltd. by the Scrutinizer.

The Company has appointed CS Tara Chand Sharma, Proprietor, M/s. Jain Sharma & Associates, Company Secretaries (FCS No.: 5749, COP 4078) having its office at O-10-11, 2nd Floor, Amber Tower, S.C. Road, Jaipur-302001, Rajasthan, as a Scrutinizer to receive, scrutinize and process the postal ballot process and the votes cast respect of the resolutions set out in the Postal Ballot Notice dated February 13, 2025 in a fair and transparent manner. The Company has also complied the requirement of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements), Regulation, 2015.

Result of Postal Ballot through Remote e-voting on the Special business as set out in the Postal Ballot Notice dated February 13, 2025

On the basis of the Scrutinizer's Report on Postal ballot process through remote e-voting dated March 25, 2025, the Authorized Signatory Mr. Satyendu Pattnaik as authorized by Mr. Anil Kumar Khaitan, Chairman & Managing Director (DIN: 00759951, via email dated March 25, 2025, has today announced the results of the 01st Postal Ballot/2024-25 at the Registered Office of the Company, which were summarized as below:

Voting Results

Date of postal Ballot notice	February 13, 2025
Total number of shareholders on cutoff date/record date i.e. Friday, February 14, 2025	6861
Voting start date	Sunday, February 23, 2025 at 9:00 a.m. (IST)
Voting end date	Monday, March 24, 2025 at 5:00 p.m. (IST)
No. of shareholders who have voted through Postal Ballot through Remote e-voting:	83
- Promoters and Promoters Group	2
- Public	81
No. of Shareholders attended the meeting through Video Conferencing	
- Promoters and Promoters Group	Not Applicable
- Public	Not Applicable



Resolution No.1

Approval for the payment of Remuneration to Mr. Anil Kumar Khaitan, Chairman and Managing Director (DIN:-00759951) of the Company for the residual term of his office, i.e. from 01.04.2025 to 31.03.2027.

Resolution Required :			Special Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			YES					
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	7540305	0	0	0	0	0	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0	0	0	0	0.0000
Public Institutions	E-Voting	10476	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	2703969	758407	28.0479	758162	245	99.9677	0.0323
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		758407	28.0479	758162	245	99.9677	0.0323
Total		10254750	758407	7.39566	758162	245	99.9676	0.0323

NOTES:

1. No invalid vote casted in postal ballot process through remote e-voting.
2. One of the promoter having 1327211 number of equity shares has voted in favour of Resolution no. 1, but in view of relevant applicable provision of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the said votes have not been counted for the purpose of the decision of the resolution, being a related party.
3. The aforesaid resolution was passed by requisite majority on Monday, March 24, 2025.
4. Number of votes polled does not include number of votes abstained.



Resolution No. 2

Appointment of Mr. Jai Prakash Singh (DIN: 10824246) as Non-Executive Independent Director of the Company for a period of 5 (five) consecutive years, i.e. with effect from February 13, 2025 upto February 12, 2030, and whose office shall not be liable to retire by rotation.

Resolution Required :			Special Resolution					
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	7540305	7269705	96.4113	7269705	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		7269705	96.4113	7269705	0	100.0000	0.0000
Public Institutions	E-Voting	10476	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	2703969	758407	28.0479	758162	245	99.9677	0.0323
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		758407	28.0479	758162	245	99.9677	0.0323
Total		10254750	8028112	78.2868	8027867	245	99.9969	0.0031

NOTES:

1. No invalid vote casted in postal ballot process through remote e-voting.
2. The aforesaid resolution was passed by requisite majority on Monday, March 24, 2025.



Special Businesses:-

Special Resolution No.1. Approval for the payment of Remuneration to Mr. Anil Kumar Khaitan, Chairman and Managing Director (DIN:-00759951) of the Company for the residual term of his office, i.e. from 01.04.2025 to 31.03.2027.

“RESOLVED THAT pursuant to the provisions of Sections 197 and 198, read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013, rules made thereunder and SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and pursuant to due recommendation of the Nomination & Remuneration Committee and the Board of Directors, consent of the Members of the Company be and is hereby accorded for payment of following remuneration to **Mr. Anil Kumar Khaitan (DIN:-00759951) as Chairman and Managing Director of the Company** (who was re-appointed by members of the Company by passing the special resolution through postal ballot on June 18, 2022 for a period of 5 years w.e.f. April 01, 2022 upto March 31, 2027) during the remaining period of his present tenure i.e. for the period from April 01, 2025 to March 31, 2027:

1. Emoluments:

Basic Salary: Rs 1,19,175/- (Rupees One Lakh Nineteen Thousand One Hundred Seventy Five only) per month to maximum in the range up to Rs. 3,30,000/- (Rupees Three Lakhs Thirty Thousand only) per month, as may be approved by the Board from time to time.

2. Bonus/Ex-Gratia- Payable upto 20% of the Salary on an annualized basis.

Perquisites: In addition to salary, will be entitled to the following perquisites/benefits-

Part-A:

Housing.

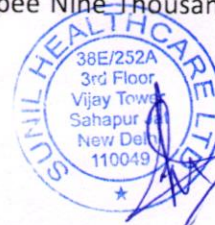
Housing –1: The expenditure by the Company on hiring accommodation for him shall be subject to a Ceiling of 60% (sixty percent) of his salary over and above 10% (ten percent) payable by him.

Housing – II Where the Company does not provide accommodation to him, House Rent Allowance subject to the ceiling laid down in Housing –I, shall be paid to him.

Medical Benefits: Reimbursement of expenses actually incurred the total cost of which to the Company shall not exceed one month’s salary in a year or three month’s salary in a block of three years.

Leave Travel Concession: For him and his family, once in a year upto two months’ salary shall be provided.

Personal Attendant: Reimbursement of expenses actually incurred, the total cost of which to the Company shall not exceed Rs. 9,500/- (Rupee Nine Thousand Five Hundred Only) per month.



Part-B:

The Company's Contribution towards Provident Fund, Superannuation Fund or Annuity Fund: Such contribution to the extent these either singly or put together are not taxable under the Income-tax Act, 1961.

Gratuity:

Payable in accordance with the Gratuity Scheme of the Company, provided that this shall not exceed one-half month's salary for each completed year of his services with the Company, subject to a ceiling as per applicable Law.

Part-C:

Conveyance and Telephone: Free use of the Company's Car with Driver for the purpose of the Company's business and telephone facility at his residence, which shall not be considered as perquisites/benefits, but the use of car for private purpose and personal long distance calls on telephone shall be billed by the Company to him.

3. **Earned/Privilege Leave:** He will also be entitled to earned/privilege leave on full pay and allowances, as per the rules of the Company, but not exceeding one month's leave for every eleven months' service under the Company.
4. **Entertainment Expenses:** He will be entitled for entertainment expenses incurred by him in connection with the business of the Company as approved by the Board of Directors of the Company.
5. **Termination:** Either party may terminate the appointment by giving three (3) months' notice in writing to the other, provided that the Company may in the alternative terminate the appointment by paying to Mr. Anil Khaitan three month's salary in lieu of such notice.

Minimum remuneration in case of inadequate profits

In the absence or inadequacy of profits in any financial year, the remuneration as set out above shall be paid as minimum remuneration, provided however, that total remuneration by way of salary, allowances, perquisites and other benefits shall not exceed limit prescribed in proviso of Section II (A) of Part II of Schedule – V of the Companies Act, 2013 or such other limit as may be prescribed by the Central Government from time to time as minimum remuneration.

RESOLVED FURTHER THAT board of Directors of the Company be and is hereby authorized to take all such appropriate steps and to do all such acts, deeds and things to give effect to the above mentioned resolution.

RESOLVED FURTHER THAT the certified copy of this resolution duly certified by any of the Directors or the Chief Financial Officer or the Company Secretary be issued to the appropriate authorities"



Special Resolution No. 2 Appointment of Mr. Jai Prakash Singh (DIN: 10824246) as Non-Executive Independent Director of the Company for a period of 5 (five) consecutive years, i.e. with effect from February 13, 2025 upto February 12, 2030, and whose office shall not be liable to retire by rotation.

“RESOLVED THAT pursuant to the provisions of Section 149, 150, 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (‘the Act’) and the Rules framed thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘SEBI LODR’) and in consonance with the recommendation of the Nomination and Remuneration Committee of the Company, **Mr. Jai Prakash Singh (DIN: 10824246)**, who was appointed as an Additional Director in the capacity of Non-Executive Independent Director with effect from February 13, 2025, who meets the criteria for independence under Section 149(6) of the Act and the Rules made thereunder and Regulation 16(1)(b) of the SEBI LODR and in respect of whom the Company has received a notice in writing from a member under Section 160(1) of the Act, be and is hereby appointed as Non-Executive Independent Director of the Company for a period of 5 (five) years till February 12, 2030, and that he shall not be liable to retire by rotation.

FURTHER RESOLVED THAT the Board of Directors and/or Company Secretary of the Company, be and is hereby authorised to do all such acts, deeds, matters and things in this regard and take all such steps as may be necessary, proper, expedient or desirable to give effect to this Resolution.”

Vote of Thanks.

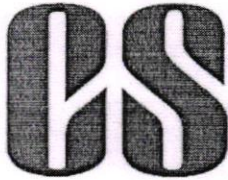
Thereafter, the proceeding of meeting through postal ballot conducted through remote e-voting were concluded with a vote of thanks.



SATYENDU PATNAIK
AUTHORISED SIGNATORY

Authorized by the Chairman through email dated March 25, 2025

Date: 25.03.2025
Place: New Delhi



JAIN SHARMA & ASSOCIATES
COMPANY SECRETARIES

**Insolvency Professional Registered Valuer
(Securities or Financial Assets)**

First Floor, A-2, Friends Colony, Near Ram
Mandir, Lal Kothi, Jaipur-302015 (Raj) Email: -
cstarachand@gmail.com

M. No. 9414078940

**Report of Scrutinizer for voting through e-voting on Postal Ballot [Pursuant to Section 108
and 110 of the Companies Act, 2013 and Rule 20 and 22 of the Companies (Management and
Administration) Rules 2014]**

To,
Mr. Anil Kumar Khaitan,
The Chairman & Managing Director
SUNIL HEALTHCARE LIMITED
38E/252A, Vijay Tower, 3rd floor,
Panchsheel Commercial Complex,
Shahpur Jat, New Delhi-110049

Dear Sir,

Sub: Scrutinizer's Report on Postal Ballot process conducted through electronic voting system, (hereinafter "Remote E-voting" pursuant to provisions of Section 108, Section 110 and other applicable provisions of the Act read with the Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (herein referred to as "Listing Regulations, 2015") as amended from time to time and MCA Circulars

Pursuant to the resolution passed by the Board of Directors of **SUNIL HEALTHCARE LIMITED** (hereinafter referred as "the Company") on February 13, 2025, I, CS Tara Chand Sharma, Proprietor, M/s. Jain Sharma & Associates, Company Secretaries having its office at First Floor, A-2, Friends Colony, Near Ram Mandir, Lal Kothi, Jaipur-302015 (Raj), have been appointed as a Scrutinizer to receive, scrutinize and process the postal ballot process and the votes cast in respect of the resolution set out in the Postal Ballot Notice dated February 13, 2025 (hereinafter referred as "Notice")

The said appointment as Scrutinizer is under the applicable provisions of the Act read with the Rules made thereunder to scrutinize, in fair and transparent manner, the process of Postal Ballot conducted through Remote E-voting in respect of the resolutions proposed in the Postal Ballot Notice, to approve the following:



Special Resolution No.1. Approval for the payment of Remuneration to Mr. Anil Kumar Khaitan, Chairman and Managing Director (DIN:-00759951) of the Company for the residual term of his office, i.e. from 01.04.2025 to 31.03.2027

Special Resolution No. 2. Appointment of Mr. Jai Prakash Singh (DIN: 10824246) as Non-Executive Independent Director of the Company for a period of 5 (five) consecutive years, i.e. with effect from February 13, 2025 upto February 12, 2030, and whose office shall not be liable to retire by rotation.

A. MANAGEMENT'S RESPONSIBILITY

The compliance with the requirements of (i) the Act and the Rules made thereunder (ii) the MCA Circulars and (iii) the Listing Regulations, 2015 relating to e-voting on the resolution contained in the Postal Ballot Notice is the responsibility of the management of the Company. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems. Pursuant to Section 108 and 110 of the Act and Rule 20 and 22 of Companies (Management & Administration) Rules 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Company has confirmed that the electronic copy of the Notice and explanatory statement along with the process of e-voting were sent to the shareholders whose e-mail addresses were registered with the Depository Participant(s)/Registrar and Share Transfer Agent of the Company for communication purposes in compliance with the applicable Ministry of Corporate Affairs (MCA) Circular dated 5th May, 2020 read with General Circular Nos. 14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020, 22/2020 dated 15th June, 2020, 33/2020 dated 28th September, 2020, 39/2020 dated 31st December, 2020, 10/2021 dated 23rd June, 2021, 20/2021 dated 8th December, 2021, 3/2022 dated May 05, 2022, No. 10/2022 dated December 28, 2022, No. 09/2023 dated September 25, 2023 and No. 09/2024 dated September 19, 2024 (collectively referred to as the "MCA Circulars") and Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62, dated May 13, 2022, SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 05, 2023, SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023 and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 03, 2024 issued by the Securities and Exchange Board of India ('SEBI Circulars') and applicable provisions of the SEBI (Listing Regulations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations), the Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India. The Company completed dispatch of Notice along with explanatory statement through Electronic Mode on February 21, 2025 to those members whose name(s) appeared on the Register of Members/List of beneficiaries and had updated their registered Email ID as on Friday, February 14, 2025 ("Cut off Date"), also Company made the publication of completion of dispatch of the notice on February 22, 2025 in "Pioneer" Newspaper both Hindi and English version.

B. SCRUTINIZER'S RESPONSIBILITY

My responsibility as a Scrutinizer was to render you Scrutinizer's Report of the total votes cast "in favor" or "against" on the resolution, based on the reports generated through Scrutinizer's secured link as provided by MUFG Intime India Pvt. Ltd. (formerly known as Linkintime India Pvt. Ltd.).

C. POSTAL BALLOT PROCESS

I HEREBY SUBMIT MY REPORT ON THE VOTING ON THE SPECIAL RESOLUTIONS PROPOSED IN THE POSTAL BALLOT NOTICE, AS UNDER:



1. In terms of Section 108 and Section 110 of the Companies Act, 2013 read with the Rules and the Listing Regulations, 2015, the Company had made arrangement with MUFG Intime India Pvt. Ltd. (formerly known as Linkintime India Pvt. Ltd.) for providing facility of voting through Remote E-voting to its members.

2. The Company sent Postal Ballot Notice, along with Explanatory Statement pursuant to Section 102 of the Act on February 21, 2025 by the electronic mode (e-mail) to those members whose email addresses were registered with the Company / Depository Participants, pursuant to the aforementioned MCA Circulars. A copy of said Postal Ballot Notice was published on the website of the Company.

3. Pursuant to MCA Circulars, physical ballots were not dispatched. Accordingly, the communication of the assent or dissent of the members had taken place through the Remote E-voting only.

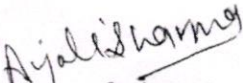
4. As per sub-rule (3) of Rule 22 of the Rules and MCA Circulars, the Company published an advertisement on February 22, 2025 in Pioneer Newspaper both Hindi and English version about the dispatch of Postal Ballot Notice .

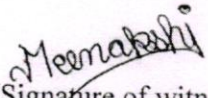
5. The members of the Company whose names were recorded in the Register of Members or in the Register of Beneficial Owners maintained for it by the Depositories (in case of shares held in dematerialized form) as on the cut-off date Friday, February 14, 2025 were entitled to avail Remote E-voting facility, in respect of resolutions as set out in the Postal Ballot Notice.

6. The e-voting period commenced on Sunday February 23, 2025 from 09:00 A.M. (IST) and ended on Monday, March 24, 2025 at 5:00 P.M. (IST) for voting through e-voting..

7. The e-voting was blocked at 5:00 P.M. (IST) on Monday, March 24, 2025 and the e-voting summary statement was downloaded from e-voting website of MUFG Intime India Pvt. Ltd. (formerly known as Linkintime India Pvt. Ltd.).

8. After the conclusion of Remote E-voting, the votes cast by the members through Remote E-voting facility were unblocked at around 5:00 P.M. (IST) on Monday, March 24, 2025 in the presence of two witnesses viz. Ms. Anjali Sharma R/o 33, Dadu Marg, Hariyana Colony, Jaipur 302015, Rajasthan and Ms. Meenakshi Bhatia R/o Plot no 79, F-4 Block Narayan Vihar, Gopalpura By Pass, Ajmer Road Jaipur, Rajasthan who are not in employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.


(Signature of witness)
Witness 1:


(Signature of witness)
Witness 2:

9. The Votes cast by the members through Remote E-voting, were reconciled with the Register of Members/ list of beneficial owners of the Company as on Friday, February 14, 2025 and authorizations lodged with the Scrutinizer/ Company.

10. The votes cast through Remote E-voting were scrutinized by me for verification of votes cast in favour and against the resolution.

11. The particulars of voting and other requisite details have been entered in a separate Register maintained for the purpose.



D. POSTAL BALLOT RESULT

The agenda for postal ballot are as under accordingly, we have reconciled the voting results which are given in below table.

Resolution no. 1. Approval for the payment of Remuneration to Mr. Anil Kumar Khaitan, Chairman and Managing Director (DIN:-00759951) of the Company for the residual term of his office, i.e. from 01.04.2025 to 31.03.2027

Resolution Required :			Special Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			YES					
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
		[1]	[2]	[3]	[4]	[5]	[6]	[7]
Promoter and Promoter Group	E-Voting	7540305	0	0	0	0	0	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0	0	0	0	0
Public Institutions	E-Voting	10476	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	2703969	758407	28.0479	758162	245	99.9677	0.0323
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		758407	28.0479	758162	245	99.9677	0.0323
Total		10254750	758407	7.39566	758162	245	99.9676	0.0323

NOTES:

1. No invalid vote casted in postal ballot process through remote e-voting.
2. One of the promoter having 1327211 number of equity shares has voted in favour of Resolution no. 1, but in view of relevant applicable provision of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the said votes have not been counted for the purpose of the decision of the resolution, being a related party.
3. The aforesaid resolution was passed by requisite majority on Monday, March 24, 2025.
4. No. of votes polled does not include no. of votes abstained.



Resolution no. 2. - Appointment of Mr. Jai Prakash Singh (DIN: 10824246) as Non-Executive Independent Director of the Company for a period of 5 (five) consecutive years, i.e. with effect from February 13, 2025 upto February 12, 2030, and whose office shall not be liable to retire by rotation.

Resolution Required :			Special Resolution					
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	7540305	7269705	96.4113	7269705	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		7269705	96.4113	7269705	0	100.0000	0.0000
Public Institutions	E-Voting	10476	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	2703969	758407	28.0479	758162	245	99.9677	0.0323
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		758407	28.0479	758162	245	99.9677	0.0323
Total		10254750	8028112	78.2868	8027867	245	99.9969	0.0031

NOTES:

1. No invalid vote casted in postal ballot process through remote e-voting.
2. The aforesaid resolution was passed by requisite majority on Monday, March 24, 2025.
3. No. of votes polled does not include no. of votes abstained.

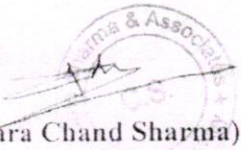


E. CUSTODY OF RECORDS

The register, all other papers and relevant records relating to Remote E-voting shall remain in my safe custody until the Chairman considers, approves and sign the minutes of the aforesaid Postal Ballot (E-Voting).

Thanking you
Yours faithfully,

**For Jain Sharma and Associates
Practicing Company Secretaries**



(Tara Chand Sharma)

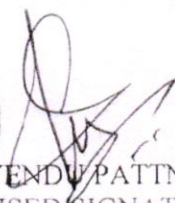
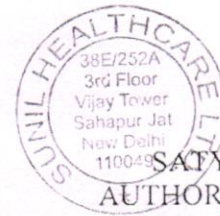
CP. NO- 4078

FCS No.: 5749

Place: Jaipur

Date: 25.03.2025

UDIN: F005749F004148129



SATYENDU PATTNAIK
AUTHORISED SIGNATORY

Authorised by the Chairman
Through email dated 25.03.2025