

Plot No. 30, Institutional Sector-44
Gurgaon-122 002 Haryana (INDIA)
CIN: L17299WB1981PLC033331

1st April, 2022

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

Stock Code : 10029405
Scrip ID : SUDHA APPARELS

Sub: DISCLOSURE OF VOTING RESULTS PURSUANT TO REGULATION 44 OF SEBI
(LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

Dear Sir/Madam,


Pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform that at the Extra-Ordinary General (EGM) of the Shareholders of the Company, which was held on 30th March, 2022 at Plot No 106 Institutional Sector- 44, Gurgaon- 122003, Haryana, all items of the business contained in the notice were considered and approved by the shareholders.

The details of the voting results at the EGM are enclosed herewith in the prescribed format.

Submitted for your information and record.

Thanking You,

Yours Faithfully,
For SUDHA APPARELS LIMITED



SANDHYA TIWARI
COMPANY SECRETARY



CONSOLIDATED SCRUTINIZER'S REPORT

(Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 & amendment thereof)

To,
The Chairperson
Extra Ordinary General Meeting of the Equity Shareholders of
Sudha Apparels Limited
Held on March 30, 2022 at 11:30 A.M

Dear Sir,

Sub: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 and voting through ballot/ polling at the EGM Venue.

I, Ajit Kumar Mishra, Proprietor of Ajit Mishra & Associates, Practicing Company Secretary, had been appointed as a Scrutinizer by the Board of Directors of Sudha Apparels Limited ('the Company'), pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and amendment thereof and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for the purpose of scrutinizing the voting done through remote e-voting and by using polling paper at the EGM venue in respect of resolution(s) as set out in the Notice dated February 14, 2022 for the EGM held on March 30, 2022.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules and circular issued by MCA and SEBI relating to conducting of EGM and to provide remote e-voting facility/ voting through electronic means and polling on the resolutions contained in the Notice of EGM of the Equity Shareholders of the Company.

My responsibility as a Scrutinizer is restricted to make a Consolidated Scrutinizer's Report of votes cast "in favour" or "against" the resolutions stated below, based on the reports generated from the e-voting system provided by the National Securities Depository Limited (NSDL), the Authorized Agency appointed by the Company and voting by using polling paper as provided by the Company at EGM.

I have completed the scrutiny of remote e-voting and voting through poll at EGM and submit my report as under: -



1. The Company also provided Polling Papers for casting vote at Extra-Ordinary General Meeting held on 30th March, 2022 to the members present, who did not vote through remote e-voting facility.
2. In line with MCA Circulars and SEBI Circular, the Notice calling the EGM had been uploaded on the website of the company on **March 3, 2022** and on the website of NSDL at www.evoting.nsdl.com.
3. The Notice of EGM were sent on **Friday, March 4, 2022** by the electronic mode to those members whose e-mail addresses were registered with the Company.
4. The shareholders holding shares as on the "cut off" date i.e., **March 23, 2022** were entitled to vote on the proposed resolution(s) item no. **1 and 2** as set out in the Notice of the EGM of the Company by remote e-voting or voting at EGM.
5. The remote e-voting period remained open from **March 27, 2022 (9:00 A.M) to March 29, 2022 (5:00 P.M.)**.
6. After the conclusion of the EGM, the votes cast through remote e-voting and voting at the EGM were unblocked on **Wednesday, March 30, 2022 at 12.30 P.M.** in the presence of two witnesses, Rashi Saklani and Surender Vashisht who are not in the employment of the Company.



The Consolidated Report on the results of remote e-voting and voting at the EGM on each resolution are given hereunder:

Resolution required: (Ordinary/Special)		Special Resolution No.1: Re-appointment of Shri Vibhore Kaushik (DIN: 01834866) as Independent Director.						
Whether promoter/promoter group are interested in the agenda/resolution		No						
Category	Mode of Voting	No. of shares held (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 Group	Remote E-Voting	570012	500112	87.73	500112	0	100.00	0.00
	Poll		-	-	-	-	-	-
	Postal ballot		NA	NA	NA	NA	NA	NA
	Total		570012	500112	87.73	500112	0	100.00
Public-Institutions	Remote E-Voting	0	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal ballot		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Non Institutions	Remote E-Voting	157000	59090	37.64	59090	0	100.00	0.00
	Poll		24871	15.84	24871	0	100.00	0
	Postal ballot		NA	NA	NA	NA	NA	NA
	Total		83961	38.20	83961	0	100.00	0.00
Total		727012	584073	73.95	584073	0	100.00	0.00

Invalid votes – 1 vote by 1 member (through ballot)

Result – The resolution is passed with requisite majority

Note: 62,800 Equity Shares allotted to non- promoter /public shareholders as bonus shares are yet to be credited to shareholders de-mat account as the requisite approval from NSDL/CDSL/Calcutta Stock Exchange is yet to be received



Resolution required: (Ordinary/Special)		Ordinary Resolution No.2: Re-appointment of Shri Sunil Gautam (DIN: 08125576) as Whole Time Director							
Whether promoter/promoter group are interested in the agenda/resolution		No							
Category	Mode of Voting	No. of shares held (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 Group	Remote E-Voting Poll	570012	50012	87.73	50012	0	100.00	0.00	
	Postal ballot		NA	NA	NA	NA	NA	NA	
	Total		570012	50012	87.73	50012	0	100.00	0
Public-Institutions	Remote E-Voting Poll	0	-	-	-	-	-	-	
	Postal ballot		-	-	-	-	-	-	
	Total		-	-	-	-	-	-	
Public-Non Institutions	Remote E-Voting Poll	157000	59090	37.64	59090	0	100.00	0.00	
	Postal ballot		24871	15.84	24871	0	100.00	0	
	Total		83961	38.20	83961	0	100.00	0.00	
Total		727012	584073	584073	73.95	584073	100.00	0.00	

Invalid votes – 1vote by 1 member (through ballot)

Result – The resolution is passed with requisite majority



Note: 62,800 Equity Shares allotted to non-promoter /public shareholders as bonus shares are yet to be credited to shareholders de-mat account as the requisite approval from NSDL/CDSL/Calcutta Stock Exchange is yet to be received



The electronic data and other relevant records related to remote e-voting and voting at EGM shall remain in my safe custody until the Chairperson considers, approves and signs the minutes of aforesaid Extra-ordinary General Meeting and thereafter the same will be handed over to the Secretary of the Company for safe keeping.

Thanking you,



For Ajit Mishra & Associates
Company Secretary

(Ajit Mishra)
Proprietor
FCS- 9703, COP-20737

UDIN: -F009703C003430681
Place: New Delhi
Date- 31/03/2022

Counter Signed by: -
For Sudha Apparels Limited



Chairperson/Authorized signatory

Date of the EGM	30 th March, 2022
Total number of shareholders on record date (23.03.2022)	55
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	2 10
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public	N.A

Resolution required: (Ordinary/Special)		Special Resolution No.1: Re-appointment of Shri Vibhore Kaushik (DIN: 01834866) as Independent Director.						
Whether promoter/promoter group are interested in the agenda/resolution		No						
Category	Mode of Voting	No. of shares held (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 Group	Remote E-Voting	570012	500112	87.73	500112	0	100.00	0.00
	Poll		-	-	-	-	-	-
	Postal ballot		NA	NA	NA	NA	NA	NA
	Total	570012	500112	87.73	500112	0	100.00	0.00
Public- Institutions	Remote E-Voting	0	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal ballot		-	-	-	-	-	-
	Total		-	-	-	-	-	-



Public-Non Institutions	Remote E-Voting		Total	37.64	59090	0	100.00	0.00
	Poll	Postal Ballot						
	24871	NA	24871	15.84	24871	0	100.00	0
		NA	83961	38.20	83961	0	100.00	0.00
Total			727012	73.95	584073	0	100.00	0.00

Number of Members voted on the Resolution	
In Favour	19
Against	0
Total	19

Invalid votes – 1 vote by 1 member (through ballot)

Result – The resolution is passed with requisite majority

Note: 62,800 Equity Shares allotted to non-promoter /public shareholders as bonus shares are yet to be credited to shareholders de-mat account as the requisite approval from NSDL/CDSL/Calcutta Stock Exchange is yet to be received



Resolution required: (Ordinary/Special)

Ordinary Resolution No.2: Re-appointment of Shri Sunil Gautam (DIN: 08125576) as Whole Time Director

Whether promoter/promoter group are interested in the agenda/resolution

No

Category	Mode of Voting	No. of shares held (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 Group	Remote E-Voting	570012	50012	87.73	50012	0	100.00	0.00
	Poll		-	-	-	-	-	-
	Postal ballot		NA	NA	NA	NA	NA	NA
	Total	570012	50012	87.73	50012	0	100.00	0
Public-Institutions	Remote E-Voting	0	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal ballot		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Non Institutions	Remote E-Voting	157000	59090	37.64	59090	0	100.00	0.00
	Poll		24871	15.84	24871	0	100.00	0
	Postal ballot		NA	NA	NA	NA	NA	NA
	Total		83961	38.20	83961	0	100.00	0.00
Total		727012	584073	584073	73.95	584073	100.00	0.00



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