

KNL/SE/2022-23

19th August, 2022

Online filing at www.listing.bseindia.com

To,
The General Manager
DCS-CRD
BSE Ltd.
Rotunda Building
P.J. Tower, Dalal Street Fort,
Mumbai - 400001

BSE CODE: 533210

Sub: Declaration of Results of Remote e-voting and e-voting at AGM in Compliance with Regulation 44(3) of SEBI (LODR) Regulation, 2015 in relation to the 26th Annual General Meeting held on 17th August, 2022.

Dear Sir,

With reference to the captioned subject, we are enclosing herewith the details of voting results (remote e-voting and e-voting at AGM) of the 26th Annual General Meeting of the Company held on Wednesday, 17th August, 2022 through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM") at 4:30 P.M. and concluded at 5:04P.M. for which purposes the Corporate Office of the Company situated at 8th Floor, Brilliant Sapphire Plot No.10, PSP, IDA, Scheme No.78, Part II, Indore (M.P.) 452010 shall be deemed as the venue for the Annual General Meeting.

Kindly, note that the Chairman has declared the result of voting of the aforesaid Annual General Meeting on 17th August, 2022 on the basis of report submitted by the Scrutinizer for remote e-voting and e-voting at AGM for the above mentioned purpose.

The voting results will be filed in XBRL mode separately within stipulated time. We are also enclosing Agenda Wise Voting Results along with the Scrutinizer's Report and request you to please take the same on your records for reference and further needful.

Thanking You,

Yours faithfully,

For KRITI NUTRIENTS LTD.


RAJ KUMAR BHAWSAR
COMPANY SECRETARY
& COMPLIANCE OFFICER



Enc.: a/a

Kriti Nutrients Ltd.

Corporate office:
Brilliant Sapphire, 801-804, 8th Floor, Plot No. 10,
Sch. 78-II, Vijay Nagar, Indore - 452 010 (M.P.) INDIA

Registered Office:
Mehta Chamber, 34 Siyaganj,
Indore - 452007 (M.P.) INDIA

Factory:
Industrial Area No. 3, AB Road,
Dewas (MP) INDIA

Tel.: +91-731-271 9100
E-mail: info@kritiindia.com
CIN: L24132MP1996PLC011245

Kriti Nutrients Ltd.

Voting Results of the 26th Annual General Meeting on held on Wednesday, the 17th August, 2022 at 4:30 P.M. through Video Conferencing for which the venue of the meeting was deemed at 8th Floor, Brilliant Sapphire, Plot No.10, PSP, IDA, Scheme No.78, Part II, Indore (M.P.) 452010

Date of the AGM	17/08/2022
Total number of shareholders on record date	21866
No. of shareholder present in the meeting either in person or through proxy:	
- Promoters and Promoter Group:	..
- Public:	..
No. of Shareholders attended the meeting through Video Conferencing	
- Promoters and Promoter Group:	7
- Public	43

Agenda- wise disclosure

Item No.1: Ordinary Resolution: Adoption of the Audited Financial Statements containing the Balance Sheet as at 31st March, 2022, the Statement of Profit & Loss, Statement of Cash Flow, Change in Equity and notes thereto of the Company for the financial year ended 31st March, 2022 and the reports of the Board of Directors and Auditors there on as on that date.

Resolution required: (Ordinary/ Special)			Ordinary					
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 = [(2)/(1)]*100	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled [(4)/(2)]*100	% of Votes against on votes polled [(5)/(2)]*100
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
Promoter and Promoter Group	E-Voting	33252495	33250495	99.9940	33250495	0	100.0000	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	33252495	33250495	99.9940	33250495	0	100.0000	0
Public Institutions	E-Voting	1600	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	1600	0	0	0	0	0	0
Public Non Institutions	E-Voting	16849425	46758	0.2775	46758	0	100.0000	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	16849425	46758	0.2775	46758	0	100.0000	0
Total		50103520	33297253	66.4569	33297253	0	100.0000	0

On the basis of the above mentioned voting results the Chairman declared that Resolution No. 1 was passed AS AN ORDINARY RESOLUTION with the UNANIMOUS CONSENT.



Kriti Nutrients Ltd.

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CIN: L24132MP1996PLC011245

Item No.2: Declaration of dividend @Rs. 0.18 (18%) on 5,01,03,520 Equity Share of Re. 1/- each for the Financial Year ended 31st March, 2022.

Resolution required: (Ordinary/ Special)			Ordinary					
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=[(2)/(1)]*100 (3)	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled [(4)/(2)]*100 (6)	% of Votes against on votes polled [(5)/(2)]*100 (7)
Promoter and Promoter Group	E-Voting	33252495	33250495	99.9940	33250495	0	100.0000	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	33252495	33250495	99.9940	33250495	0	100.0000	0
Public Institutions	E-Voting	1600	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	1600	0	0	0	0	0	0
Public Non Institutions	E-Voting	16849425	46758	0.2775	46758	0	100.0000	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	16849425	46758	0.2775	46758	0	100.0000	0
Total		50103520	33297253	66.4569	33297253	0	100.0000	0

On the basis of the above mentioned voting results the Chairman declared that Resolution No. 2 was passed AS AN ORDINARY RESOLUTION with the *UNANIMOUS CONSENT*.



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CIN: L24132MP1996PLC011245

Item No.3: Ordinary Resolution: Re-appointment of Mrs. Purnima Mehta (DIN: 00023632) who retires by rotation at this Annual General Meeting and being eligible offers herself for re-appointment.

Resolution required: (Ordinary/Special)			Ordinary					
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=[(2)/(1)]*100 (3)	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled [(4)/(2)]*100 (6)	% of Votes against on votes polled [(5)/(2)]*100 (7)
Promoter and Promoter Group	E-Voting	33252495	33250495	99.9940	33250495	0	100.0000	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	33252495	33250495	99.9940	33250495	0	100.0000	0
Public Institutions	E-Voting	1600	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	1600	0	0	0	0	0	0
Public Non Institutions	E-Voting	16849425	46758	0.2775	46755	3	99.9936	00.0064
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	16849425	46758	0.2775	46755	3	99.9936	00.0064
Total		50103520	33297253	66.4569	33297250	3	100.0000	00.0000

On the basis of the above mentioned voting results the Chairman declared that Resolution No. 3 was passed AS AN ORDINARY RESOLUTION with the *REQUISITE MAJORITY*



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CIN: L24132MP1996PLC011245

Item No.4: Ordinary Resolution: Ratification of the remuneration payable to the Cost Auditors, Mr. S.P.S. Dangi, Cost Accountant, Indore for the year 2022-23

Resolution required: (Ordinary/Special)			Ordinary					
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= $[(2)/(1)] \times 100$ (3)	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled $[(4)/(2)] \times 100$ (6)	% of Votes against on votes polled $[(5)/(2)] \times 100$ (7)
Promoter and Promoter Group	E-Voting	33252495	33250495	99.9940	33250495	0	100.0000	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	33252495	33250495	99.9940	33250495	0	100.0000	0
Public Institutions	E-Voting	1600	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	1600	0	0	0	0	0	0
Public Non Institutions	E-Voting	16849425	46758	0.2775	46758	0	100.0000	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	16849425	46758	0.2775	46758	0	100.0000	0
Total		50103520	33297253	66.4569	33297253	0	100.0000	0

On the basis of the above mentioned voting results the Chairman declared that Resolution No. 4 was passed AS AN ORDINARY RESOLUTION with the UNANIMOUS CONSENT.



Kriti Nutrients Ltd.

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CIN: L24132MP1996PLC011245

Item No.5: Ordinary Resolution - Approval of the transactions/contracts/arrangements with related parties under Regulation 23 of the SEBI (LODR) Regulations, 2015 read with section 188 of the Companies Act, 2013.

Resolution required: (Ordinary/ Special)			Ordinary					
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=[(2)/(1)]*100 (3)	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled [(4)/(2)]*100 (6)	% of Votes against on votes polled [(5)/(2)]*100 (7)
Promoter and Promoter Group	E-Voting	33252495	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	33252495	0	0	0	0	0	0
Public Institutions	E-Voting	1600	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	1600	0	0	0	0	0	0
Public Non Institutions	E-Voting	16849425	46752	0.2775	46752	0	100.0000	0.0000
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	16849425	46752	0.2775	46752	0	100.0000	0.0000
Total		50103520	46752	0.0933	46752	0	100.0000	0.0000

On the basis of the above mentioned voting results the Chairman declared that Resolution No. 5 was passed AS AN ORDINARY RESOLUTION with the **UNANIMOUS CONSENT**

For, KRITI NUTRIENTS LTD.

RAJ KUMAR BHAWSAR
COMPANY SECRETARY
& COMPLIANCE OFFICER



Date: 19.08.2022

Place: INDORE

Kriti Nutrients Ltd.

Corporate office:
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CIN: L24132MP1996PLC011245

SCRUTINIZERS' REPORT

*For Consolidated Results of Remote E-voting and E-Voting at the
26th Annual General Meeting
of*

KRITI NUTRIENTS LIMITED

held on Wednesday, the 17th August, 2022

(through Video Conferencing/Other Audio Video Mode (VC/OAVM) at 4:30 P.M. for which
the venue of the Meeting was deemed at 8th Floor, Brilliant Sapphire, Plot No. 10, PSP, IDA,
Scheme No. 78, Part II, Indore (M.P.) 452010)

ISHAN JAIN & CO.

Company Secretaries

401-402, Silver Ark Plaza, 20/1, New Palasiya, Indore (M.P.) 452001
Email: ishan1619@yahoo.co.in, cell 09479555060 Phone 0731 4972275

IJ/KNL/2022

17th August, 2022

To,
The Chairman of the Annual General Meeting of
KRITI NUTRIENTS LIMITED
Mehta Chamber, 34 Siyaganj,
Indore, (M.P.) 452007

Sub: Submission of the Consolidated Scrutinizers' Report for Remote E-voting and E-voting at the Annual General Meeting (AGM) for the 26th AGM held on Wednesday, August 17, 2022 at 4:30 P.M. through video conferencing/Other Audio Video Mode ('VC'/'OAVM').

Dear Sir,

We refer to our appointment made as the scrutinizer by the Board of Directors of Kriti Nutrients Limited. (The Company), to Scrutinize the remote E-voting and E-voting at the 26th AGM conducted in a fair and transparent manner in respect of the below mentioned resolutions as per the provision of section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (the rule), as amended, and the Circulars issued by the Ministry of Corporate Affairs on 8th April, 2020, 13th April, 2020, 5th May, 2020 and 13th January, 2021. The 26th AGM of Kriti Nutrients Limited was held on Wednesday, August 17, 2022 at 3.00 P.M. through video conferencing/Other Audio Video Mode ('VC'/'OAVM') and for which purposes the Corporate Office situated at 8th Floor, Brilliant Sapphire, Plot No. 10, PSP, IDA, Scheme No. 78, Part II, Indore (M.P.) 452010 was deemed as the venue for the meeting and the proceedings of the 26th AGM made thereat.

We have carried out the work as Scrutinizer of the 26th AGM, commenced at 4:30 P.M. and concluded at 5:04 P.M. on Wednesday, the 17th August, 2022 and we had scrutinized and reviewed the voting through Remote-E voting and voting by electronic mode at the 26th AGM through the platform of CISCO WEBEX organized by Central Depository Services (India) Ltd. (CDSL) for recording of attendance and voting and other technical support at the 26th AGM.

The management of the Company is responsible to ensure compliance with the requirements of;

- (i) the Act and the Rules made thereunder;
- (ii) the MCA Circulars and the Security and Exchange Board of India, as applicable; and
- (iii) the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, ("LODR") relating to e-voting on the resolutions contained in the Notice calling the AGM.

The management of the Company and CDSL is also responsible for ensuring a secured framework and robustness of the electronic voting systems.

Our responsibility as a scrutinizer for the remote e-voting and vote through electronic mode is to make a consolidated scrutinizers' report of the votes casted in "Favour" or "Against" or "Invalid" for the resolution as stated in the Notice of the 26th AGM dated 30th May, 2022 which is based on the reports as generated and provided by CDSL, the authorized agency to provide remote e-voting facility and facility at the 26th AGM and for conducting meeting through VC/OAVM.

I, **CS Ishan Jain** (FCS 9978 CP: 13032) proprietor of **M/s Ishan Jain & Co.**, Company Secretaries Indore, (FRN: S2021MP802300), submit my consolidated report for remote e-voting and e-voting at the 26th AGM along with the relevant details as under:



Dispatch of Notice convening the AGM:

- a. The Company has informed that on the basis of the Register of Members and the details of beneficiaries of the equity shareholders of the Company as per records of the depositories viz., National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") respectively made available by Ankit Consultancy Pvt. Ltd., the Registrar and Share Transfer Agents ("RTA"), the RTA and CDSL have completed dispatch of Notice of 26th AGM dated 30th May, 2022 alongwith the Annual Report for the financial year 2021-22 by e-mail on 25th July, 2022 to those Members/beneficiaries who had registered their email ids with the Company/RTA/ Depositories.
- b. The Company hosted the notice of 26th AGM and the Annual Report on its website <https://kritinutrients.com/> and also submitted to BSE Ltd.
- c. Pursuant to the relevant circulars issued by the MCA for holding the 26th AGM or other general meetings of Members through Video Conferencing (VC) or Other Audio Visual Means (OAVM), the advertisements of notice of the 26th AGM, etc. were published in Free Press Journal (English) and in Choutha Sansar, (Hindi) on 26th July, 2022, specifying the date and time of the AGM, availability of the notice on the Company's website and website of BSE Ltd., manner of registration of email ids by the Members (both physical and demat) 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 26th AGM etc. as required.

Cutoff Date

- a. For ascertainment for eligibility for the voting rights were reckoned as on **Wednesday, 10th August, 2022** being the cut-off date for the purpose of eligibility for e-voting by the members though the remote e-voting and voting through electronic mode at the 26th AGM.
- b. As on the cut-off date, there were total **21866 members** holding total **5,01,03,520 equity shares** of Rs.1/- each and there was requirement of minimum 30 members for constitution of valid quorum. *However, 50 members were present at the 26th AGM through the VC as per the Venue Attendance Report generated from the CDSL Portal.*

Remote E-Voting Process:

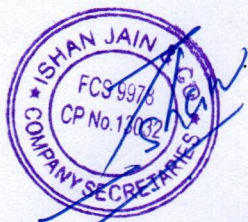
- a. The Company had appointed CDSL as the agency for providing facility of casting votes by a member using remote e-voting system as well as e-voting on the day of the AGM and allotted EVSN: 220727014 for the same.
- b. The facility was provided for Remote E-voting for the 26th AGM which was commenced on **Sunday, August 14th 2022 at 9:00 A.M. [IST]** and remained open for 3 days and ended on **Tuesday, August 16th 2022 at 5:00 P.M. [IST]**. The Remote E-voting facility was blocked by the CDSL thereafter. The Company has also provided e-voting facility to the shareholders present at the 26th AGM through VC and who have not casted their vote earlier, through the Remote E-voting facility.

Counting Process:

On completion of e-voting at the 26th AGM, we unblocked the results of the remote e-voting and e-voting by Members at the 26th AGM, on the CDSL e-voting platform and downloaded the results for scrutiny.

Results:

- a. Total **50 (Fifty)** members were present through VC/OAVM in the 26th AGM out of them **25 (Twenty Five)** members have casted their votes through Remote e-voting, however, **25 (Twenty Five)** members had attended the meeting but had not exercised their voting rights in any manner;
- b. As per the data provided by CDSL, total **49 (Forty Nine)** members have casted their votes through remote e-voting for the 26th AGM.
- c. In Item No. 5, **8 (Eight)** members being the Related Parties holding 3,32,50,501 has not casted their voting rights in pursuance to the provisions of Reg. 23 of SEBI (LODR) Regulations, 2015.



- d. After the closure of e-voting at 26th AGM, the report on voting done at the 26th AGM and the votes cast under remote e-voting facility prior to the 26th AGM were unblocked in the presence of Ms. Disha Jain and Ms. Hussaina Chandanwala witnesses who are not in the employment of the Company as prescribed under sub-rule 4(xii) of rule 20 of the Companies (Management and Administration) Rules, 2014.

Report of the Scrutiniser to the Chairman of the Meeting:

- a. Consolidated Scrutinisers Report showing the results with respect to the **5 (Five)** agenda items as set out in the Notice of the 26th AGM dated 30th May, 2022 is enclosed herewith as **Annexure A**.
- b. Based on the aforesaid results, we report that all the Ordinary and Special Resolutions as set out in Item Nos. 1 to 5 in the Notice of the 26th AGM dated 30th May, 2022 have been passed with the requisite majority.
- c. The registers, all other papers and other relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and declare the results for 26th AGM and the same shall thereafter be handed over to the Company Secretary for safe keeping.

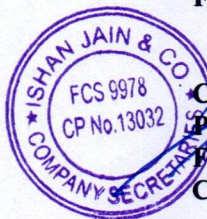
Date: 17.08.2022

Place: Indore

Peer Review: 842/2020

UDIN:F009978D000807654

**For, ISHAN JAIN & CO.
COMPANY SECRETARIES
FRN: S2021MP802300**



**ISHAN JAIN
PROPRIETOR
FCS: 9978
CP :13032**

Annexure A**Consolidated Results of Remote E-Voting and E-voting done at the 26th AGM****Item No.1: Ordinary Resolution:**

For Approval of the Audited Financial Statements for the year ended 31st March, 2022 containing the Balance Sheet as at 31st March, 2022, the Statement of Profit & Loss, Cash Flow, Change in Equity and notes thereto of the Company for the Financial year ended 31st March 2022 and the reports of the Board of Directors and Auditors thereon as on that date.

Particulars	Remote e-votes		E- Voting at AGM		Total		Percentage
	No.	Votes	No.	Votes	No.	Votes	
Favor	49	33297253	0	0	49	33297253	100.0000%
Against	0	0	0	0	0	0	0.0000%
Total	49	33297253	0	0	49	33297253	100.0000%

The aforesaid ordinary resolution was passed with *unanimous consent*.

Item No.2: Ordinary Resolution:

For Declaration of dividend on 5,01,03,520 equity shares of Re. 1/- each for the Financial Year ended 31st March, 2022.

Particulars	Remote e-votes		E- Voting at AGM		Total		Percentage
	No.	Votes	No.	Votes	No.	Votes	
Favor	49	33297253	0	0	49	33297253	100.0000%
Against	0	0	0	0	0	0	0.0000%
Total	49	33297253	0	0	49	33297253	100.0000%

The aforesaid ordinary resolution was passed with *unanimous consent*.

Item No.3: Ordinary Resolution:

For Re-appointment of Mrs. Purnima Mehta (DIN 00023632) who retires by rotation at this Annual General Meeting and being eligible offers herself for re-appointment.

Particulars	Remote e-votes		E- Voting at AGM		Total		Percentage
	No.	Votes	No.	Votes	No.	Votes	
Favor	48	33297250	0	0	48	33297250	100.0000%
Against	1	3	0	0	1	3	0.0000%
Total	49	33297253	0	0	49	33297253	100.0000%

The aforesaid ordinary resolution was passed with the *requisite majority*.

Item No.4: Ordinary Resolution:

For Ratification of the remuneration payable to the Cost Auditors for the year 2022-23:

Particulars	Remote e-votes		E- Voting at AGM		Total		Percentage
	No.	Votes	No.	Votes	No.	Votes	
Favor	49	33297253	0	0	49	33297253	100.0000%
Against	0	0	0	0	0	0	0.0000%
Total	49	33297253	0	0	49	33297253	100.0000%

The aforesaid ordinary Resolution was passed with the *unanimous consent*.

Item No.5: Ordinary Resolution:

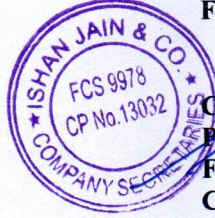
For Approval of the transactions/contracts/arrangements with Related Parties under Regulation 23 of the SEBI (LODR) Regulations, 2015 read with section 188 of the Companies Act, 2013

Particulars	Remote e-votes		E- Voting at AGM		Total		Percentage
	No.	Votes	No.	Votes	No.	Votes	
Favor	41	46752	0	0	41	46752	100.0000%

Against	0	0	0	0	0	0	0.0000%
Total	41	46752	0	0	41	46752	100.0000%

The aforesaid ordinary Resolution was passed with the *unanimous consent*.

Date: 17.08.2022
Place: Indore
Peer Review: 842/2020
UDIN:F009978D000807654



For, ISHAN JAIN & CO.
COMPANY SECRETARIES
FRN: S2021MP802300

CS ISHAN JAIN
PROPRIETOR
FCS: 9978
CP :13032

We the undersigned witnessed that the votes were unblocked/finalized from the e-voting website of Central Depositories (India)Limited (CDSL) (www.evotingindia.com) and the votes were reckoned after the conclusion of the 26th AGM of the Company in our presence on 17th Aug., 2022.

Ms. Disha Jain

Ms. Hussaina Chandanwala