

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

1st October, 2022

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 41st 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 Friday, 30th September, 2022 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


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)

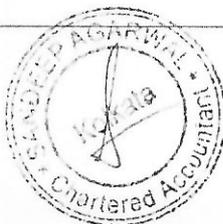
To,
The Chairperson
Sudha Apparels Limited
2/5, Sarat Bose Road, Sukh Sagar,
Flat No.8A, 8th Floor
Kolkata-700020, West Bengal

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 41st Annual General Meeting (" AGM") of Sudha Apparels Limited held on Friday, September 30, 2022.

1. I, Sandeep Agarwal(Membership No- 065643), Chartered Accountant, was appointed as the Scrutinizer by the Board of Directors of Sudha Apparels Limited ('the Company') in its meeting held on 30th August, 2022 for the purpose of scrutinizing the voting done through remote e-voting process and by use of polling papers at the meeting pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 and 21 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 passing of the resolutions as set out in the Notice dated 30th August, 2022 for the of 41stAnnual General Meeting held on September 30, 2022.
2. 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 AGM and to provide remote e-voting facility and polling on the resolutions contained in the Notice of 41stAGM to the Equity Shareholders of the Company.
3. 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 AGM.

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



Contact No. (033)2230-2329
e-mail- rashmico@icai.org



4. The Notice of 41stAGM dated 30th August, 2022 was emailed to the members on 6th September, 2022 and sent through courier on 6th September, 2022. The said notice was dispatched on the basis of Register of Members and list of beneficiaries as provided by the depositories as on 26th August, 2022.
5. 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 41stAGM and providing e-voting facility in the English newspaper "Financial Express" and Bengali Newspaper "Sukhabar" on 8th September, 2022.

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

1. The Company also provided Polling Papers for casting vote at Annual General Meeting held on 30thSeptember, 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 AGM had been uploaded on the website of the company on 6th September, 2022 and on the website of NSDL at www.evoting.nsdl.com
6. The shareholders holding shares as on the "cut off" date i.e., **September 23, 2022** were entitled to vote on the proposed resolution(s) item no. **1 and 2** as set out in the Notice of the AGM of the Company by remote e-voting or voting by using polling paper as provided by the Company at AGM.
3. The remote e-voting period remained open from **September 27, 2022 (9:00 A.M)** to **September 29, 2022 (5:00 P.M.)**.
4. After the closure of the voting at the 41stAnnual 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.
5. The Summary of the voting through remote e-voting and polling papers as follows:





Resolution required: (Ordinary/Special)			Ordinary Resolution No.1: Adoption of the Audited Financial Statements and Audited Consolidated Financial Statements of the Company for the financial year ended 31 st March 2022 together with the Reports of the Directors and Auditors thereon.					
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	87.74	500112	0	100.00	0.00
	Poll		-	-	-	-	-	-
	Postal ballot		NA	NA	NA	NA	NA	NA
	Total		570012	500112	87.74	500112	0	100.00
Public-Institutions	Remote E-Voting	0	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal ballot		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Non Institutions	Remote E-Voting	219800	121754	55.39	121754	0	100.00	0.00
	Poll		12	0.01	12	0	100.00	0
	Postal ballot		NA	NA	NA	NA	NA	NA
	Total		219800	121766	55.40	121766	0	100.00
Total		789812	621878	78.74	621878	0	100.00	0.00

Number of Members voted on the Resolution	
In Favour	43
Against	0
Total	43

Invalid votes – Nil

Result – The resolution is passed with requisite majority



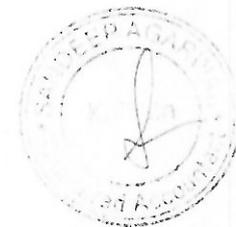
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e-mail- rashmico@icai.org



Resolution required: (Ordinary/Special)		Ordinary Resolution No.2: Appointment of Smt Savita Jindal,(DIN-00449740) as Director, who retires by rotation, and being eligible, offers herself for re-appointment.						
Whether promoter/promoter group are interested in the agenda/resolution		Yes						
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	87.74	500112	0	100.00	0.00
	Poll		-	-	-	-	-	-
	Postal ballot		NA	NA	NA	NA	NA	NA
	Total		570012	500112	87.74	500112	0	100.00
Public-Institutions	Remote E-Voting	0	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal ballot		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Non Institutions	Remote E-Voting	219800	121754	55.39	121754	0	100.00	0.00
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In Favour	43
Against	0
Total	43



Invalid votes – Nil

Result – The resolution is passed with requisite majority



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



Sandeep Agarwal
(Sandeep Agarwal)
Chartered Accountant
Membership No. 065643
UDIN: 22065643AXXHRP1765

Place: Kolkata
Date: 01.10.2022

Sandhya

Countersigned
For Sudha Apparels Limited

Date of the AGM	30 th September, 2022
Total number of shareholders on record date (23.09.2022)	57
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	2
Public:	11
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group	N.A
Public	

Resolution required: (Ordinary/Special)			Ordinary Resolution No.1: Adoption of the Audited Financial Statements and Audited Consolidated Financial Statements of the Company for the financial year ended 31 st March 2022 together with the Reports of the Directors and Auditors thereon.					
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	87.74	500112	0	100.00	0.00
	Poll		-	-	-	-	-	-
	Postal ballot		NA	NA	NA	NA	NA	NA
	Total		570012	500112	87.74	500112	0	100.00
Public-Institutions	Remote E-Voting	0	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal ballot		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Non Institutions	Remote E-Voting	219800	121754	55.39	121754	0	100.00	0.00
	Poll		12	0.01	12	0	100.00	0
	Postal ballot		NA	NA	NA	NA	NA	NA
	Total		219800	121766	55.40	121766	0	100.00
Total		789812	621878	78.74	621878	0	100.00	0.00

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Against	0
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Invalid votes – Nil

Result – The resolution is passed with requisite majority.

Sandhya

Resolution required: (Ordinary/Special)			Ordinary Resolution No.2: Appointment of Smt Savita Jindal,(DIN-00449740) as Director, who retires by rotation, and being eligible, offers herself for re-appointment.					
Whether promoter/promoter group are interested in the agenda/resolution			yes					
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	87.74	500112	0	100.00	0.00
	Poll		-	-	-	-	-	-
	Postal ballot		NA	NA	NA	NA	NA	NA
	Total		570012	500112	87.74	500112	0	100.00
Public-Institutions	Remote E-Voting	0	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal ballot		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Non Institutions	Remote E-Voting	219800	121754	55.39	121754	0	100.00	0.00
	Poll		12	0.01	12	0	100.00	0
	Postal ballot		NA	NA	NA	NA	NA	NA
	Total		121766	55.40	121766	0	100.00	0.00
Total		789812	621878	78.74	264943	0	100.00	0.00

Number of Members voted on the Resolution	
In Favour	43
Against	0
Total	43

Sandhya

Invalid votes - Nil

Result - The resolution is passed with requisite majority