



**SUNGOLD**  
CAPITAL LIMITED

CIN: L65910GJ1993PLCO18956

Date: September 22, 2023

To,  
The Manager,  
Corporate Relations Department  
The Bombay Stock Exchange Limited,  
P. J. Tower, Dalal Street,  
Fort, Mumbai - 400 001

Scrip Code: 531433

Subject: Combined Scrutinizer Report.

Dear Sir/Madam,

With reference to above captioned subject matter, please find attached herewith Scrutinizer's report on Combined Result from M/s. Amruta Giradkar & Associates, Practicing Company Secretaries who were appointed as scrutinizers to scrutinize the e-voting/remote e-voting and voting conducted by poll in a fair and transparent manner at the 31<sup>st</sup> Annual General Meeting held on Thursday September 21, 2023 09.30 a.m. at Ground Floor, 36, Shri Rang Residency, Vadia, Rajpipla, Narmada -393145.

Kindly take the same on your records.

Thanking You,

Yours Faithfully,

For Sungold Capital Limited



Shruti Asati  
Company Secretary and Compliance Officer  
Membership No.-A63929

Encl: as mentioned above

**Registered Office Address:-** Ground Floor, 36, Shri Rang Residency, Vadia, Rajpipla, Narmada, Gujarat-393145

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### Consolidated Scrutinizer's Report

*[Pursuant to Section 108 and 109 of the Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014, as amended]*

To,  
The Chairman 31<sup>st</sup> Annual General Meeting  
of Shareholders of held on September 21, 2023  
at it registered office,  
Sungold Capital Limited  
Ground Floor, 36, Shri Rang Residency,  
Vadia, Rajpipla, Narmada- 393145, Gujarat

Dear Sir,

**Subject:** Consolidated Scrutinizer's Report on voting through means ("e-voting") as well as voting through poll papers at the venue of the 31<sup>st</sup> AGM of the shareholders of the Company, held on Thursday, September 21, 2023 at 09.30 a.m. at Ground Floor, 36, Shri Rang Residency, Vadia, Rajpipla, Narmada- 393145, Gujarat.

#### **Appointment:**

I, **Amruta Giradkar of Amruta Giradkar and Associates, Mumbai**, a Practicing Company Secretary, have been appointed as a scrutinizer by the Board of Directors of Sungold Capital Limited ("the Company") of scrutinizing the process of voting through electronic means ("e-voting") as well as voting through poll papers at the venue of the AGM on the resolution contained in the notice dated 11<sup>th</sup> August, 2023 ("Notice") calling Thirty-first Annual General Meeting of its Equity Shareholders ("the meeting"/"AGM"). The AGM was convened on Thursday, the 21<sup>st</sup> day of September, 2023 at 9.30 am (IST) at Ground Floor, 36, Shri Rang Residency, Vadia, Rajpipla, Narmada-393145, Gujarat. The said appointment as Scrutinizer is under provision of Sections 108 and 109 of the Companies Act, 2013 read with Rules 20 and 21 of the Companies (Management and Administration) Rules, 2014 as amended ("the Rules").

#### **Notice:**

Pursuant to Section 101, 108 of the Act and Rule 20 of Companies (Management & Administration) Rules 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the Company has confirmed that the electronic copy of the Notice convening the 31<sup>st</sup> AGM of the Company and explanatory statement along with the process of electronic voting at the AGM and remote e-voting were sent to the Members of the Company whose e-mail addresses were registered with the Company/the Depository Participant(s) for



communication purposes in compliance with the MCA Circular dated April 8, 2020, April 13, 2020, June 15, 2020, June 23, 2021, December 8, 2021, May 5, 2022, December 28, 2022 and SEBI Circular dated May 12, 2020, September 28, 2020, January 15, 2021, May 13, 2022 and January 05, 2023 and applicable provisions of the 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 on Monday, August 28, 2023, only through electronic mode, to those members whose name(s) appeared on the Register of Members/ List of beneficiaries as on September 14, 2023 ("Cut-off-date").

The Remote E-voting periods remained open from Saturday 16, 2023 (9:00 a.m. IST) and ended on Wednesday, September 20, 2023 (5:00 p.m. IST).

**A. Cut-off date**

The Equity Shareholders of the Company as on the "cut-off" date, as set out in the Notice, i.e., Thursday, September 14, 2023 were entitled to vote on the resolutions Item nos. 1 to 4 as set out in the Notice calling the AGM and their voting rights were in proportion to their shareholding in the paid-up equity share capital of the Company as on the cut-off date.

**B. Poll and Remote E-voting Process:**

1. After the conclusion of AGM on September 21, 2023, I have downloaded, scrutinized and counted the Votes cast through Electronic Voting System at the venue of AGM, for the Purpose of this report.
2. Thereafter, I have unblock the Ballot box in front of two personnel who is not in employment of the company and counted by me all the document related to ballot voting is kept in record by me.
3. The vote cast during the remote e-voting were unblock on Thursday September 21, 2023 after the conclusion of AGM and the witnessed by two witnesses, Ms. Smita Gupta and Mr. Shivam Mishra, who are not in the employment of the company and / or CDSL .

Ms. Smita Gupta

Mr. Shivam Mishra

4. The Particulars of votes through Remote E-voting and votes cast through electronic voting systems at the venue of AGM have been records in accordance with the Companies (Management & Administration) Rule, 2014.

C. Thereafter, the details containing, *inter alia*, the list of Equity Shareholders, who voted "in favour" or "against" on each of the resolutions that was put to vote, were generated from the e-

voting website of CDSL i.e., /web.cdslindia.com/. Based on the report generated from CDSL and relied upon by me, data regarding the remote e-voting was scrutinized on test check basis.

- D.** The Company had appointed Central Depository Services (India) Limited (“CDSL”) for conducting the electronic voting by the shareholders of the Company at the AGM. After the time fixed for closing of electronic voting at AGM by the Chairman, voting was closed by us and votes cast were unblocked.
- E.** We, submit herewith the Consolidated Scrutinizer's Report on the results of the e-voting and polling papers at the AGM, based on the report generated from CDSL and relied upon by me as under dated September 21, 2023.

Date of Annual General Meeting	Thursday, September 21, 2023
Total number of shareholder on cutoff date (September 14, 2023)	5579
<b>No. of shareholders present in the meeting either in person or through proxy</b>	
a) Promoter and promoter Group	2
b) Public	39
<b>No. of the shareholder attend the meeting through video conference</b>	
a) Promoter and Promoter group	NA
b) Public	NA
<b>No. of resolution passed in the meeting</b>	<b>4</b>

#### Management Responsibility:

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; (iii) the SEBI Circulars; and (iv) LODR relating to e-voting on the resolutions contained in the Notice calling the AGM. The management of the Company is also responsible for ensuring a secured framework and robustness of the electronic voting systems.

#### Scrutinizer's Responsibility

Our responsibility as a scrutinizer was restricted to scrutinize the e-voting and polling papers process (i.e. Remote e-voting and polling papers at the AGM) in a fair and transparent manner and to prepare Consolidated Scrutinizer's report of the votes cast "in favour" or "against" the resolutions contained in the Notice, based on the reports generated from the e-voting system provided by CDSL, the Agency authorized under the Rules and engaged by the Company to provide e-voting facility, poll papers, attendance papers/ documents furnished to me electronically by the Company and/ or Registrar and Share





Amruta Giradkar & Associates

Company Secretaries

Transfer Agent ("RTA") for my verification.

### Result

Based on the aforesaid results, we report that 03 (Three) Ordinary Resolutions as set out in Item Nos. 1 to 3 of the Notice and 1 (One) Special Resolutions as set out in Item No. 4 of the Notice of AGM dated August 11, 2023 have been passed with the requisite majority.

Place: Mumbai  
Date: September 21, 2023  
UDIN: A048693E001053290

  
CS Amruta Giradkar  
Practicing Company Secretary  
Membership No: 48693  
CP. No. 19381

Office Address: 208C, 2nd Floor, Ecstasy Business Park, Citi Of Joy, Mulund West, Mumbai, Maharashtra - 400080

Registered Office: MIG 6B, 703 Gavanpada, PMGP Colony, Mulund East, Mumbai- 400081

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info@csamrutagiradkar.com

www.csamrutagiradkar.com

### Consolidated Results

**Item no. 1 Ordinary Resolution:** To receive, consider and adopt the Audited Balance Sheet as at March 31, 2023 and the Profit and Loss Account for the year ended on that date together with the Schedules thereon, along with the Reports of the Directors and Auditors thereon.

i. Voted in favour of the resolution :

Number of Member voted	Number of Valid vote cast by them	% of total number of valid vote cast
59	94,00,551	99.9999

ii. Votes against the resolution:

Number of Member voted	Number of Valid vote cast by them	% of total number of valid vote cast
1	5	0.000053

iii. Invalid votes:

Number of member whose votes were declared invalid	Number of invalid votes cast by them
0	0

Based on the aforementioned results, we report that the Ordinary Resolution set out in Item no. 1 of the Notice of the AGM dated August 11, 2023 has been passed with the requisite majority.

Place: Mumbai  
Date: September 21, 2023  
UDIN: A048693E001053290

**CS Amruta Giradkar**  
**Practicing Company Secretary**  
**Membership No: 48693**  
**CP. No. 19381**

### Consolidated Results

**Item no. 2 Ordinary Resolution:** Appointment of Mr. Rajesh Pillai, (DIN: 07585805) Director who retires by rotation and being eligible, offers himself for re-appointment

i. Voted in favour of the resolution :

Number of Member voted	Number of Valid vote cast by them	% of total number of valid vote cast
58	92,64,493	98.553

ii. Votes against the resolution:


Number of Member voted	Number of Valid vote cast by them	% of total number of valid vote cast
2	1,36,063	1.447

iii. Invalid votes:

Number of member whose votes were declared invalid	Number of invalid votes cast by them
0	0

Based on the aforementioned results, we report that the Ordinary Resolution set out in Item no. 2 of the Notice of the AGM dated August 11, 2023 has been passed with requisite majority.

Place: Mumbai  
Date: September 21, 2023  
UDIN: A048693E001053290



CS Amruta Giradkar  
Practicing Company Secretary  
Membership No: 48693  
CP. No. 19381



### Consolidated Results

**Item no. 3 Special Resolution:** Appointment of the Statutory Auditor M/s. J. Singh & Associates.

i. Voted in favour of the resolution :

Number of Member voted	Number of Valid vote cast by them	% of total number of valid vote cast
58	92,64,493	98.553

ii. Votes against the resolution:


Number of Member voted	Number of Valid vote cast by them	% of total number of valid vote cast
2	1,36,063	1.447

iii. Invalid votes:

Number of member whose votes were declared invalid	Number of invalid votes cast by them
0	0

Based on the aforementioned results, we report that the Special Resolution set out in Item no. 3 of the Notice of the AGM dated August 11, 2023 has been passed with requisite majority. \*

Place: Mumbai  
Date: September 21, 2023  
UDIN: A048693E001053290



CS Amruta Giradkar  
Practicing Company Secretary  
Membership No: 48693  
CP. No. 19381





Amruta Giradkar & Associates

Company Secretaries

## Consolidated Results

**Item no. 4 Special Resolution:** Remuneration payable to Mr. Rajiv Kotia (DIN: 00135912) as 'Chairman & Managing Director' of the Company, for period of 2 Years from July 01, 2023 To June 30, 2025

Voted in favour of the resolution:

Number of Member voted	Number of Valid vote cast by them	% of total number of valid vote cast
57	92,64,453	98.552

i. Votes against the resolution:

Number of Member voted	Number of Valid vote cast by them	% of total number of valid vote cast
3	1,36,103	1.448

ii. Invalid votes:

Number of member whose votes were declared invalid	Number of invalid votes cast by them
0	0

Based on the aforementioned results, we report that the Special Resolution set out in Item no. 4 of the Notice of the AGM dated August 11, 2023 has been passed with requisite majority.

Place: Mumbai

Date: September 21, 2023

UDIN: A048693E001053290

  
CS Amruta Giradkar  
Practising Company Secretary  
Membership No: 48693  
CP. No. 19381

Countersigned by:  
For Sungold Capital Limited

  
Shrutika Asari  
Company Secretary and  
Compliance Officer  


Office Address: 208C, 2nd Floor, Ecstasy Business Park, Citi Of Joy, Mulund West, Mumbai, Maharashtra - 400080

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