

FORM NO. MGT-13
SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015]

To,
The Chairman,
SULABH ENGINEERS AND SERVICES LIMITED
206, Apollo Complex Premises Cooperative Society,
2nd Floor, R.K. Singh Marg,
Parsi Panchyat Road, Andheri (East),
Mumbai, Maharashtra, 400069

Dear Sir,

Sub.: Consolidated Scrutinizer's Report on voting through remote e-voting and e-voting at the 40th Annual General Meeting ("AGM") of **SULABH ENGINEERS AND SERVICES LIMITED** ("Company"), held on Monday, 25th September, 1.00 p.m through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM")

I, **Dr. S. K. Jain**, Practicing Company Secretary and Proprietor M/s S.K. Jain & Co., Company Secretaries (FCS: 1473 and COP: 3076), having office, at 11, Friend's Union Premises Co-operative Society Ltd, 2nd Floor, 227, P. D'Mello Road, Mumbai- 400001 was appointed as Scrutinizer by the Board of Directors of **SULABH ENGINEERS AND SERVICES LIMITED** ("the Company") for the purpose of scrutinizing the process of remote e-Voting and e-Voting during the 40th Annual General Meeting ("AGM") of the Equity Shareholders of the Company (pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the below mentioned Resolutions proposed at the 40th Annual General Meeting of the Members of the Company held on Monday, 25th September through Video



Conferencing ("VC") / Other Audio Visual Means ("OAVM"). Since the Quorum was met at 1.10 p.m (IST) the meeting was called to order by the Chairman.

I submit my report as under:

The Annual General Meeting ("AGM") of the Company was held through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") and the voting for agenda items as per the Notice of AGM were transacted only through remote electronic voting process and electronic voting during the AGM, in compliance with applicable provisions of the Companies Act, 2013 (including any statutory modification or re-enactments thereof), and the General Circular No. 14/2020 dated April 8, 2020, the General Circular No. 17/2020 dated April 13, 2020, General Circular No. 20/2020 dated May 5, 2020, General Circular No. 39/2020 dated December 31, 2020, General Circular No 02/2021 dated January 13, 2021, General Circular No. 19/2021 dated December 08, 2021, General Circular No. 21/2021 dated December 14, 2021, General Circular No. 2/2022 dated May 05, 2022 and General Circular No. 10/2022 dated December 12, 2022 all issued by the Ministry of Corporate, Government of India (the "MCA Circulars" and Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 "(Listing Regulations") read with Circular dated May 12, 2020 in relation to "Additional relaxations in relation to compliance with certain provisions of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, COVID -19 pandemic", Circular dated January 15, 2021 in relation to "Relaxation for compliance with certain provisions of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and Circular dated May 13, 2022 in relation to " Relaxation from compliance with certain provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Circular dated January 05, 2023 in relation to "Relaxation for compliance with certain provisions of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015." The venue for the AGM was deemed to be held at the Corporate Office.



1. Dispatch of Notice convening the Meeting.

Pursuant to the MCA and SEBI Circulars, the Notice of the AGM along with the Annual Report for Financial Year 2022-23 was sent on 28th August 2023, by e-mail to 14,168 Shareholders who had registered their email- id's with Depositories/the Company, out of which 156 e-mails were bounced back and 14,012 were delivered. The Notice and Annual Report is also available on company's website www.sulabh.org.in

2. Newspaper Publication

The Company had published Notice in English Newspaper namely Business Standards & Marathi Newspaper namely Aapla Mahanagar pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 on 29th August 2023 and Notices to Shareholders were sent on 28th August 2023 regarding holding of Annual General Meeting on Monday, 25th September 2023 through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") means.

3. Cut-off Date

The Voting rights were reckoned as on **Wednesday 20th September, 2023** being the cut-off date for the purpose of deciding the entitlements of Shareholders at the remote e-Voting and e-voting at the AGM.

4. e-Voting

i. Agency:

The Company has appointed Central Depository Service Limited (CDSL) as the Agency for providing the e-Voting platform.




ii. **Remote-Voting:**

The remote e-Voting platform was open from 9.00 a.m Friday, 22nd September 2023 up to 5.00 p.m Sunday, 24th September 2023 and Shareholders were required to cast their votes electronically conveying their assent or dissent in respect of the Ordinary and Special Resolutions, on the e-Voting platform provided by CDSL.

5. **Counting Process:**

- i. The vote cast under remote e-Voting facility and e-Voting during the AGM was thereafter unblocked in the presence of two witnesses who were not in the employment of the Company. I have scrutinized and reviewed the remote e-Voting and e-Voting during the AGM based on the data downloaded from the CDSL.



Name: Khushi Shah



Name: Salauddin Nizami

- ii. Thereafter, the details of equity shareholders, who voted for or against was extracted from the list of equity shareholders who voted.
- iii. "For" or "Against" were downloaded from the e-Voting website of CDSL (<https://www.evotingindia.com/>)
- iv. The Management of the Company is responsible to ensure compliance with the requirements of the Act and Rules relating to remote e-Voting and e-Voting at the Meeting on the Resolutions contained in the Notice of the AGM.



- v. My responsibility as Scrutinizer for the remote e-Voting and voting conducted through electronic voting at the meeting is restricted to submit Scrutinizer's Report of the Votes cast in favour or against the Resolutions.
- vi. The meeting concluded at 1.35 p.m (IST) and e-voting was closed after 15 minutes' that is at 1:50 p.m.



VOTING RESULTS

[Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

Company Name	Sulabh Engineers And Service Limited
Date of the AGM	25 th September 2023
Total number of Shareholders on cut-off date:	16,473
No. of shareholders present in the meeting either in person or through proxy	Not Applicable (Meeting was held through VC/OAVM)
No. of shareholders attended the meeting in the meeting through VC/OAVM:	46
Promoters and Promoter Group:	6
Public:	40

I now submit my consolidated report as under on the result of the remote e-voting prior to and during the AGM in respect of the said resolutions.



Resolution No. 1

To receive, consider and adopt the Audited Balance Sheet (Stand-Alone and Consolidated) as at March 31, 2023 the Profit & Loss Account for the year ended on that date together with the Schedules and Notes attached thereto, along with the Reports of the Auditors and Directors thereon. (Ordinary Resolution)

Resolution required:			ORDINARY 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)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2,56,83,437	2,38,53,937	92.88	2,38,53,937	0	100	0
	Poll		0	0	0	0	0	0
	Total	2,56,83,437	2,38,53,937	92.88	2,38,53,937	0	100	0
Public-Institutions	E-Voting	10,000	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total	10,000	0	0	0	0	0	0
Public-Non Institutions	E-Voting	7,47,81,563	14,92,471	1.9958	14,92,454	17	99.9989	0.0011
	Poll		0	0	0	0	0	0
	Total	7,47,81,563	14,92,471	1.9958	14,92,454	17	99.9989	0.0011
Total		10,04,75,000	2,53,46,408	25.2266	2,53,46,391	17	99.9999	0.0001



Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
83	2,53,46,391	99.9999

Voted against the resolution:

Number of members voted	Number of votes cast by Them	% of total number of valid votes cast
4	17	0.0001

Invalid Votes:

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



Resolution No. 2

To re-appoint Mrs. Seema Mittal, (DIN: 06948908) Director, who retires by rotation and being eligible, offers herself for re-appointment. (Ordinary Resolution)

Resolution required:			ORDINARY 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)= [(2)/(1)]* 100	(4)	(5)	(6)= [(4)/(2)]*1 00	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2,56,83,437	2,38,53,937	92.88	2,38,53,937	0	100	0
	Poll		0	0	0	0	0	0
	Total	2,56,83,437	2,38,53,937	92.88	2,38,53,937	0	100	0
Public-Institutions	E-Voting	10,000	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total	10,000	0	0	0	0	0	0
Public-Non Institutions	E-Voting	7,47,81,563	14,92,471	1.9958	14,92,004	467	99.9687	0.0313
	Poll		0	0	0	0	0	0
	Total	7,47,81,563	14,92,471	1.9958	14,92,004	467	99.9687	0.0313
Total		10,04,75,000	2,53,46,408	25.2266	2,53,45,941	467	99.9982	0.0018



Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
82	2,53,45,941	99.9982

Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
5	467	0.0018

Invalid Votes:

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



Resolution No. 3

Re-appointment of Mr. Deepak Agarwal (DIN: 02247228) as an Independent Director of the
Company: (Special Resolution)

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)= [(2)/(1)]* 100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2,56,83,437	2,38,53,937	92.88	2,38,53,937	0	100	0
	Poll		0	0	0	0	0	0
	Total	2,56,83,437	2,38,53,937	92.88	2,38,53,937	0	100	0
Public-Institutions	E-Voting	10,000	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total	10,000	0	0	0	0	0	0
Public-Non Institutions	E-Voting	7,47,81,563	14,92,471	1.9958	14,92,454	17	99.9989	0.0011
	Poll		0	0	0	0	0	0
	Total	7,47,81,563	14,92,471	1.9958	14,92,454	17	99.9989	0.0011
Total		10,04,75,000	2,53,46,408	25.2266	2,53,46,391	17	99.9999	0.0001



Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
83	2,53,46,391	99.9999

Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
4	17	0.0001

Invalid Votes:

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



RESULT SUMMARY

SR. NO	RESOLUTION	TYPE OF RESOLUTION	FAVOUR (%)	AGAINST (%)
1.	To receive, consider and adopt the Audited Balance Sheet (Stand-Alone and Consolidated) as at March 31, 2023 the Profit & Loss Account for the year ended on that date together with the Schedules and Notes attached thereto, along with the Reports of the Auditors and Directors thereon.	Ordinary Resolution	99.9999	0.0001
2.	To re-appoint Mrs. Seema Mittal, (DIN: 06948908) Director, who retires by rotation and being eligible, offers herself for re-appointment.	Ordinary Resolution	99.9982	0.0018
3.	Re-appointment of Mr. Deepak Agarwal (DIN: 02247228) as an Independent Director of the Company:	Special Resolution	99.9999	0.0001

All other relevant records of voting were sealed and handed over to the Company Secretary/Director authorized by the Board for safe keeping.

Thanking You,

Yours Faithfully,

S.K. Jain



Dr. S.K. Jain
Practicing Company Secretary
Membership No. F1473
COP: 3076
Place: Mumbai
Date: 25.09.2023
UDIN: F001473E001081112



Vimal Kumar Sharma

Vimal Kumar Sharma
Chairman
DIN:00954083