

FORM NO.MGT-13
Report of Scrutinizer

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,
Chairperson,
The Sukhjit Starch and Chemicals Ltd.
Phagwara

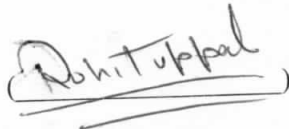
For Annual General Meeting of the Shareholders of The Sukhjit Starch and Chemicals Ltd. held on August 13, 2020 at 10.00 A.M.

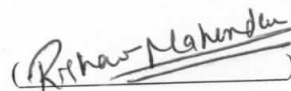
Dear Sir,

I, Parminder Singh Rally, appointed as Scrutinizer for the purpose of scrutinizing the e-voting process and ballot polling at the time of Annual General Meeting, in a fair and transparent manner and ascertaining the requisite majority on e-voting carried out as per clause 35B of the listing agreement and the provisions of the Companies Act, 2013 and Sub rule (xi) of Rule 20 of Companies (Management and Administration) Rules, 2014 along with the ballot polling votes on the resolutions referred to in this report, at the Annual General meeting of the Shareholders of The Sukhjit Starch and Chemicals Ltd., held on August 13, 2020 at Registered office of the company at 10.00 A.M., submit my report as under:

1. The e-voting period remained open from 09.00 AM on Monday, August 10, 2020 up to 05.00 PM on Wednesday, August 12, 2020.
2. The Notice was sent to all the members, whose, names appeared in the register of Members as on July 10, 2020, and Cut off date for members who were entitled to vote on the proposed 9 (Nine) resolutions mentioned in the Notice to the Annual General Meeting of The Sukhjit Starch & Chemicals Ltd was 7th August, 2020.
3. The votes were unblocked on August 13, 2020 in the presence of two witnesses, namely CS. Rohit Uppal, residing at WM-69, Bati Guzan, Jalandhar and Mr. Rishav Mahendru, residing at B-VII, 249 Mohalla fatehpur, Jalandhar who are not in employment of the company.

They have signed below in confirmation of the votes being unblocked in their presence.


Rohit Uppal


Rishav Mahendru

4. Thereafter, the details containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the E-voting website of the National Securities & Depositories Ltd. (<https://www.evoting.nsdl.com>).
5. The voting at the time of AGM was conducted by poll in my presence (along with two witnesses), in consonance with the provisions of the Companies Act, 2013 and rules made there under.

For P.S. RALLY & ASSOCIATES

PARTNER

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6. The consolidated results of the e-voting & Poll are given here under:

(a) **Ordinary BUSINESS I:- Item (1) of the Notice to AGM dated June 12, 2020**

To receive, consider and adopt the Directors' Report, Auditors' Report, Audited Balance Sheet and Profit & Loss Account for the year ended 31.03.2020.

Consolidated Results:-

Particulars	Numbers of Votes Casted			Percentage
	Electronically (i.e. E-votes)	Th. Ballot	Total	
Assent	27724	6651030	6678754	99.998%
Dissent	102	0	102	0.002%
Total	27826	6651030	6678856	100%

Hence, the resolution was passed with a total of 6678754 valid assenting votes.

(b) **Ordinary BUSINESS II:- Item (2) of the Notice to AGM dated June 12, 2020**

To declare dividend on Equity Shares for the year ended 31.03.2020.

Consolidated Results:-

Particulars	Numbers of Votes Casted			Percentage
	Electronically (i.e. E-votes)	Th. Ballot	Total	
Assent	27804	6651030	6678834	99.999%
Dissent	22	0	22	0.001%
Total	27826	6651030	6678856	100%

Hence, the resolution was passed with a total of 6678834 valid assenting votes.

(c) **Ordinary BUSINESS III:- Item (3) of the Notice to AGM dated June 12, 2020**

To appoint Director in place of Sh. Kuldip Krishan Sardana(DIN: 00398376) who retires by rotation and being eligible, offers himself for re-appointment.

Consolidated Results:-

Particulars	Numbers of Votes Casted			Percentage
	Electronically (i.e. E-votes)	Th. Ballot	Total	
Assent	27714	3301415	3329129	99.997%
Dissent	112	0	112	0.003%
Total	27826	3301415	3329241	100%

Sh. K.K Sardana, Sh. Bhavdeep Sardana, Sh. Puneet Sardana, Smt. Suman Sardana, Smt. Dipti Sardana and Smt. Sona Sardana being interested, as relatives, in the above

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resolution did not take part in the voting. Hence, the resolution was passed with a total of 3329129 valid assenting votes.

(d) Ordinary BUSINESS IV:- Item (4) of the Notice to AGM dated June 12, 2020

To ratify the appointment of Auditors for a further period of 1 year i.e. from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting as per the provisions of Companies Act, 2013 and to fix their remuneration.

Consolidated Results:-

Particulars	Numbers of Votes Casted			Percentage
	Electronically (i.e. E-votes)	Th. Ballot	Total	
Assent	27714	6651030	6678744	99.999%
Dissent	112	0	112	0.001%
Total	27826	6651030	6678856	100%

Hence, the resolution was passed with a total of 6678744 valid assenting votes.

(e) Special BUSINESS I:- Item (5) of the Notice to AGM dated June 12, 2020

"RESOLVED THAT pursuant to the provisions of section 149, 150, 152, 161, other applicable provisions (if any) of the Companies Act, 2013 and rules made thereunder (including any statutory modification(s) or re-enactments thereof for the time being in force) read with the Schedule IV to the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended from time to time), the consent of the members be & is hereby granted to the appointment of Sh. Vikas Uppal (DIN: 00796828), as a Non Executive Independent Director of the Company w.e.f. 21st January, 2020 to hold office for a period of 5 years i.e upto 20th January, 2025".

Consolidated Results:-

Particulars	Numbers of Votes Casted			Percentage
	Electronically (i.e. E-votes)	Th. Ballot	Total	
Assent	27552	6651030	6678582	99.996%
Dissent	274	0	274	0.004
Total	27826	6651030	6678856	100%

Hence, the resolution was passed as an ordinary resolution with a total of 6678582 valid assenting votes.

(f) Special BUSINESS II:- Item (6) of the Notice to AGM dated June 12, 2020

"RESOLVED THAT pursuant to the provisions of section 149, 152, 161, other applicable provisions (if any) of the Companies Act, 2013 and rules made thereunder (including any statutory modification(s) or re-enactments thereof for the time being in force) read with the Schedule IV to the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended from time to time), the consent of the members be & is hereby granted to the appointment of Smt. Shalini Umesh



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Chablani (DIN No. 00885883), as a Non Executive Director of the Company w.e.f. 21st January, 2020 to hold office for a period of 3 years i.e upto 20th January, 2023".

Consolidated Results:-

Particulars	Numbers of Votes Casted			Percentage
	Electronically (i.e. E-votes)	Th. Ballot	Total	
Assent	27724	6651030	6678754	99.998%
Dissent	102	0	102	0.002
Total	27826	665130	6678856	100%

Hence, the resolution was passed as an ordinary resolution with a total of 6678754 valid assenting votes.

(g) Special BUSINESS III:- Item (7) of the Notice to AGM dated June 12, 2020

"RESOLVED THAT pursuant to the provisions of section 149, 150, 152, 161, other applicable provisions (if any) of the Companies Act, 2013 and rules made thereunder (including any statutory modification(s) or re-enactments thereof for the time being in force) read with the Schedule IV to the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended from time to time), the consent of the members be & is hereby granted to the appointment of Sh. Tarsem Singh Lally (DIN: 00381009) as a Non- Executive Independent Director of the Company for a period of three years i.e. upto 12th August, 2023".

Consolidated Results:-

Particulars	Numbers of Votes Casted			Percentage
	Electronically (i.e. E-votes)	Th. Ballot	Total	
Assent	27714	6651030	6678744	99.998%
Dissent	112	0	112	0.002%
Total	27826	6651030	6678856	100%

Hence, the resolution was passed as a special resolution with a total of 6678744 valid assenting votes.

(h) Special BUSINESS IV:- Item (8) of the Notice to AGM dated June 12, 2020

"RESOLVED THAT pursuant to the provisions of Section 14 and other applicable provisions, if any, of the Companies Act, 2013 (the 'Act') read with applicable Rules and Regulations made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and subject to such approvals as may be required, the consent of the shareholders of the Company be and is hereby accorded for effecting the following alterations in the Articles of Association (the 'AOA') of the Company by deleting following clause :

To delete (retrospectively, since the date of applicability of the Companies Act, 2013) the existing clause no. 74 of the Articles of Association of the Company, reading as:-

"The qualification of a Director, other than an ex-officio and Technical Director, if any, shall be the holding of, in his own name or jointly with any person whether beneficially



or as a trustee for any Company or person or otherwise, ordinary share in the Company of the nominal value of rupees five thousand".

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts/deeds/things as may be deemed necessary to give effect to this resolution.

Consolidated Results:-

Particulars	Numbers of Votes Casted			Percentage
	Electronically (i.e. E-votes)	Th. Ballot	Total	
Assent	27552	6651030	6678582	99.996%
Dissent	274	0	274	0.002%
Total	27826	6651030	6678856	100%

Hence, the resolution was passed as a special with a total of 6678582 valid assenting votes.

(i) **Special BUSINESS V:- Item (9) of the Notice to AGM dated June 12, 2020**

To ratify the remuneration of Cost Auditors for the financial year ended March 31, 2021, by passing with or without modification(s) the following resolution as an ordinary resolution:-

"RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, including any statutory modification(s) or re-enactment(s) thereof, for the time being in force, the remuneration fixed by the Board of Directors payable to the Cost Auditors for conducting the audit of cost records of the Company for the financial year ending March 31, 2021, be and is hereby ratified."

Consolidated Results:-

Particulars	Numbers of Votes Casted			Percentage
	Electronically (i.e. E-votes)	Th. Ballot	Total	
Assent	27714	6651030	6678744	99.998%
Dissent	112	0	112	0.002%
Total	27826	6651030	6678856	100%

Hence, the resolution was passed as an ordinary resolution with a total of 6678744 valid assenting votes.

Place: Jalandhar
Date: 14.08.2020



For P.S. RALLY & ASSOCIATES
PARTNER
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