

SAL AUTOMOTIVE LIMITED

(Formerly, Swaraj Automotives Ltd.)

Works :

Kakrala Rd. Nabha-147201
Distt. Patiala, Punjab (INDIA)
Tel.: 01765-516888, 516800
E-mail : info@salautomotive.in
CIN : L45202PB1974PLC003516
GSTIN : 03AABCP0383K1ZL



02/SP/BSE/2024-25

26th September, 2024

**The General Manager
Corp. Relationship Deptt
BSE Ltd.**

1st. Floor, New Trading Ring,
Rotunda Building, P J Towers,
Dalal Street, Fort, Mumbai

**SUB: Outcome of the 49th Annual General Meeting along with Voting Results and
Scrutinizer Report**

Dear Sir,

With regard to 49th Annual General Meeting (AGM) of the Company held on 25th September, 2024 through video conferencing, we are pleased to submit herewith the following:

- Voting results pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- Scrutinizer's consolidated report dated 26th September, 2024 pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014.

This is for your information and records.

Thanking you

Yours faithfully

For SAL Automotive Limited

**(Gagan Kaushik)
Company Secretary
F8080**

Encl.: As above

Works Dharwad: 183 / I, Belur Industrial Area, Dharwad, Distt. Dharwad, Karnataka -580011

Works Rudrapur : 11-A, Vill-Rameshwarpur, Rudrapur, Distt. Udham Singh Nagar, Uttarakhand-263148

Regd. Office : C-127, IV Floor, Satguru Infotech, Phase - VIII, Industrial Area, SAS Nagar (Mohali), Punjab - 160071

Website : www.salautomotive.in



SAL Automotive Limited – 49th Annual General Meeting Voting Results

Date of the AGM	25 th September, 2024
Total Number of Shareholders on record date (cut-off date for voting purpose)	2189
No. of Shareholders present in the meeting either in person or through proxy Promoters and Promoter Group Publi9	N.A.
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group Public	2 42

Agenda wise disclosure

Agenda Item 1: To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2024 and the Reports of the Auditors' and the Directors' thereon.

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 Voted 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	1798285	1798285	100	1798285	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (Not applicable)		0	0	0	0	0	0
	Total	1798285	1798285	100	1798285	0	100	0
Public – Institutional Holders	E-Voting	106389	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (Not applicable)		0	0	0	0	0	0
	Total	106389	0	0	0	0	0	0
Public – Non Institutions	E-Voting	493039	65287	13.24	65287	0	100.00	0.00
	Poll		0	0	0	0	0	0
	Postal Ballot (Not applicable)		0	0	0	0	0	0
	Total	493039	65287	13.24	65287	0	100	0.00
Total		2397713	1863572	77.72	1863572	0	100	0

The above resolution was passed unanimously.



Agenda Item 2: To declare a dividend of Rs. 4.50 per Equity Share of the face value of Rs. 10 each (i.e. 45%), of the Company for the financial year ended 31st March, 2024.

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 Voted 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	1798285	1798285	100	1798285	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (Not applicable)		0	0	0	0	0	0
	Total	1798285	1798285	100	1798285	0	100	0
Public – Institutional Holders	E-Voting	106389	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (Not applicable)		0	0	0	0	0	0
	Total	106389	0	0	0	0	0	0
Public – Non Institutions	E-Voting	493039	65287	13.24	36817	28470	56.39	43.61
	Poll		0	0	0	0	0	0
	Postal Ballot (Not applicable)		0	0	0	0	0	0
	Total	493039	65287	13.24	36817	28470	56.39	43.61
Total		2397713	1863572	77.72	1835102	28470	98.47	1.53

The above resolution was passed with requisite majority.



Agenda Item 3: To appoint a Director in place of Ms. Namrata Jain (DIN: 07310940) who retires by rotation and, being eligible, offers herself for re-appointment.

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 Voted 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	1798285	1798285	100	1798285	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (Not applicable)		0	0	0	0	0	0
	Total	1798285	1798285	100	1798285	0	100	0
Public – Institutional Holders	E-Voting	106389	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (Not applicable)		0	0	0	0	0	0
	Total	106389	0	0	0	0	0	0
Public – Non Institutions	E-Voting	493039	65287	13.24	65287	0	100.00	0.00
	Poll		0	0	0	0	0	0
	Postal Ballot (Not applicable)		0	0	0	0	0	0
	Total	493039	65287	13.24	65287	0	100	0.00
Total		2397713	1863572	77.72	1863572	0	100	0

The above resolution was passed unanimously.



Agenda Item 4: To approve continuation of Mr. Jamil Ahmad (DIN: 07171910) as a Non-Executive Non-Independent Director beyond the age of 75 years

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 Voted polled	% of Votes against on votes polled
		-1	-2	$(3) = \frac{[(2)/(1)] * 100}{100}$	-4	-5	$(6) = \frac{[(4)/(2)] * 100}{100}$	$(7) = \frac{[(5)/(2)] * 100}{100}$
Promoter and Promoter Group	E-Voting	1798285	1798285	100	1798285	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (Not applicable)		0	0	0	0	0	0
	Total	1798285	1798285	100	1798285	0	100	0
Public – Institutional Holders	E-Voting	106389	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (Not applicable)		0	0	0	0	0	0
	Total	106389	0	0	0	0	0	0
Public – Non Institutions	E-Voting	493039	65287	13.24	65287	0	100.00	0.00
	Poll		0	0	0	0	0	0
	Postal Ballot (Not applicable)		0	0	0	0	0	0
	Total	493039	65287	13.24	65287	0	100	0.00
Total		2397713	1863572	77.72	1863572	0	100	0

The above resolution was passed unanimously.



Agenda Item 5: To Ratify the Remuneration of Cost Auditor for the Financial Year 2024-25

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 Voted 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	1798285	1798285	100	1798285	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (Not applicable)		0	0	0	0	0	0
	Total	1798285	1798285	100	1798285	0	100	0
Public – Institutional Holders	E-Voting	106389	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (Not applicable)		0	0	0	0	0	0
	Total	106389	0	0	0	0	0	0
Public – Non Institutions	E-Voting	493039	65287	13.24	65287	0	100.00	0.00
	Poll		0	0	0	0	0	0
	Postal Ballot (Not applicable)		0	0	0	0	0	0
	Total	493039	65287	13.24	65287	0	100	0.00
Total		2397713	1863572	77.72	1863572	0	100	0

The above resolution was passed unanimously.



AJAY K. ARORA
LL.B., FCS, IP

GST : 04ADSPA8498H1Z3

A. ARORA & CO.

Company Secretaries
&
Insolvency Professional

S.C.O. 64-65, 1ST FLOOR,
SECTOR 17-A, MADHYA MARG,
CHANDIGARH-160 017
Ph.: (O) 2701906
MOBILE : 98140-06492
E-MAIL : ajaykcs@gmail.com

Consolidated Report of Scrutinizer

[Pursuant to section 108 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 as amended]

To,
The Chairman,
SAL Automotive Limited
C-127, 4th Floor, Sat Guru Infotech,
Industrial Area Phase VIII,
SAS Nagar, Mohali,
Punjab.

49th Annual General Meeting of the Equity Shareholders of SAL Automotive Limited held on Wednesday, the 25th September, 2024 at 3.00 P.M. Conducted through Video Conferencing / Other Audio Visual Means.

Dear Sir,

1. I, Ajay Kumar Arora, Practicing Company Secretary, at S.C.O. 64-65, 1st Floor, Sector 17-A, Madhya Marg, Chandigarh was appointed as Scrutinizer by the Board of Directors of **SAL Automotive Limited** (the Company) for the purpose of scrutinizing the e-voting process (remote e-voting) and e-voting during AGM pursuant to section 108 of the Companies Act, 2013 read with rule 20 & 21 of the Companies (Management and Administration) Rules, 2014, as amended, in respect of the below mentioned resolutions proposed at the 49th Annual General Meeting (AGM) of the Equity Shareholders of SAL Automotive Limited held on 25th September, 2024 at 03.00 P.M conducted through Video Conferencing / Other Audio Visual Means ("VC").
2. The notice dated 9th August, 2024, as confirmed by the Company was sent to the shareholders in respect of the below mentioned resolutions proposed at the 49th AGM of the Company through electronic mode to those Members whose email addresses are registered



with the Company/Depositories, in compliance with the MCA Circular dated 5th May, 2020 read with circulars dated 8th April, 2020, 13th April, 2020, 28th December, 2022 and 25th September, 2023 (collectively referred to as "MCA Circulars") and SEBI Circular dated 12th May, 2020, 15th January, 2021, 13th May, 2022, 5th January, 2023 and 7th October, 2023.

3. The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means (by remote e-voting) and e-voting during the Annual General Meeting on the resolutions proposed in the Notice of the 49th Annual General Meeting of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process both through remote e-voting and e-voting during the meeting are conducted in a fair and transparent manner and render a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman on the resolutions, based on the reports generated from the electronic voting system provided by National Securities Depository Limited (NSDL).
4. The Company had arranged the services of NSDL from 22nd September, 2024 (from 9.00 A.M.) to 24th September, 2024 (upto 5.00 P.M.). The voting rights were reckoned as on 17th September, 2024 being the Cut-off date for the purpose of deciding the entitlements of members at the remote e-voting.
5. During the 49th AGM of the Company held on 25th September 2024, it was informed that the facility of E-voting is available during the meeting for the members who have not cast their vote previously through remote e-voting and are attending the Meeting through video conferencing.
6. The results of remote e-voting and e-voting during the AGM were unblocked by me on 25th September, 2024 in the presence of two witnesses who are not in the employment of the Company.

The consolidated results of voting are as under:

ORDINARY BUSINESS:

(1) As an Ordinary Resolution-Item no. 1

To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2024 and the Reports of the Auditors and the Directors thereon.

Particulars	Consolidated Details of Valid Votes		Votes Cast in Favour		Votes Cast Against		Invalid Votes	
	Total No. of Members	Total No. of shares/ votes held	No. of Members	No. of shares/ Votes	No. of Members	No. of shares/Votes	No. of Members	No. of shares/Votes
Detail of voting	46	1863572	46	1863572	-	-	-	-
% to total valid votes				100%				



(2) As an Ordinary Resolution-Item no. 2

To declare dividend of Rs. 4.5 per Equity share of the face value of Rs. 10 each (i.e. 45%), of the Company for the financial year ended 31st March, 2024.

Particulars	Consolidated Details of Valid Votes		Votes Cast in Favour		Votes Cast Against		Invalid Votes	
	Total No. of Members	Total No. of shares/ votes held	No. of Members	No. of shares/ Votes	No. of Members	No. of shares/Votes	No. of Members	No. of shares/Votes
Detail of voting	46	1863572	45	1835102	1	28470	-	-
% to total valid votes				98.47%		1.53%		

(3) As an Ordinary Resolution-Item no. 3

To appoint a Director in place of Ms. Namrata Jain (DIN: 07310940) who retires by rotation and, being eligible, offers herself for re-appointment.

Particulars	Consolidated Details of Valid Votes		Votes Cast in Favour		Votes Cast Against		Invalid Votes	
	Total No. of Members	Total No. of shares/ votes held	No. of Members	No. of shares/ Votes	No. of Members	No. of shares/Votes	No. of Members	No. of shares/Votes
Detail of voting	46	1863572	46	1863572	-	-	-	-
% to total valid votes				100%				

SPECIAL BUSINESS:

(4) As a Special Resolution-Item no. 4

To approve continuation of Mr. Jamil Ahmad (DIN: 07171910) as a Non-Executive Non-Independent Director beyond the age of 75 years.

Particulars	Consolidated Details of Valid Votes		Votes Cast in Favour		Votes Cast Against		Invalid Votes	
	Total No. of Members	Total No. of shares/ votes held	No. of Members	No. of shares/ Votes	No. of Members	No. of shares/Votes	No. of Members	No. of shares/Votes
Detail of voting	46	1863572	46	1863572	-	-	-	-
% to total valid votes				100%				



(5) As an Ordinary Resolution-Item no. 5

To ratify the remuneration of cost auditor for the financial year 2024-25.

Particulars	Consolidated Details of Valid Votes		Votes Cast in Favour		Votes Cast Against		Invalid Votes	
	Total No. of Members	Total No. of shares/ votes held	No. of Members	No. of shares/ Votes	No. of Members	No. of shares/Votes	No. of Members	No. of shares/Votes
Detail of voting	46	1863572	46	1863572	-	-	-	-
% to total valid votes				100%				

7. Based on the votes cast in favour / against on the aforesaid resolutions by remote e-voting and e-voting during the AGM, all 5 (Five) resolutions were passed with requisite majority.

8. I hereby confirm that the electronic data, registers and all other relevant records related to remote e-voting and e-voting during the AGM is under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman consider, approves and signs the minutes of the AGM.

Thanking you,
Yours Sincerely,



Ajay K. Arora
Company Secretary in Practice
CP No. 993
FCS No. 2191
Date: 26.09.2024
Place: Chandigarh
UDIN: F002191F001320574
Peer Review Certificate No.:2120/2022

Counter Signed By
For SAL AUTOMOTIVE LTD.
Kaushik
MBA FS080