

# SAL AUTOMOTIVE LIMITED

Works :  
Kakrala Road, Nabha-147201  
Distt. Patiala, Punjab (INDIA)  
Tel.: 01765-516870, 516816  
E-mail : info@salaautomotive.in  
CIN : L45202PB1974PLC003516  
GSTIN : 03AABCP0383K1ZL



SAL/02/SP/BSE/2024-25

17<sup>th</sup> March, 2025

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

1<sup>st</sup> Floor, New Trading Ring,  
Rotunda Building, P J Towers,  
Dalal Street, Fort, Mumbai

**SUB: Postal Ballot Voting Results and Scrutinizer Report & Disclosures under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").**

**Ref:** - Company's Postal Ballot Intimation letter dated 10<sup>th</sup> February, 2025

Dear Sir,

With reference to the above regarding the Postal Ballot Notice issued to the Members of the Company for seeking approval for:

1. Increase in Authorized Share Capital of the Company and the consequent amendment to the Memorandum of Association of the Company.
2. Issue of Bonus Shares to the existing shareholders at the ratio of 1:1

Through e-voting, the said resolutions had been passed with requisite majority on March 14<sup>th</sup>, 2025:

Further, pursuant to the Regulation 30 and other applicable provisions of the Listing Regulations, we wish to inform that the shareholders have approved the alteration in Memorandum of Association (MOA) of the Company, by passing a special resolution thereby substituting the existing clause V of the MOA with the following:

*"V. The Authorized Share Capital of the Company is Rs. 10,50,00,000/- (Rupees Ten crores and fifty lacs only) divided into 1,00,00,000 (One crore) equity shares of Rs.10/- (Rupees ten only) each and 50,000 (Fifty thousand) Redeemable Cumulative Preference shares of Rs.100/- (Rupees one hundred) each with the rights, privileges and condition attaching thereto as are provided by the regulations of the Company for the time being. The Company has power from time to time to increase or reduce its capital and to divide the shares in the original or increased capital for the time being in to several classes and to attach there to respectively such preferential rights, privileges or conditions as may be determined by or in accordance with the regulations of the Company and to vary, modify or abrogate any such rights, privileges or conditions in such manner as may be permitted by the Companies Act, 2013 or provided by the regulations of the Company for the time being."*

**Other Works : Dharwad (Karnataka), Rudrapur (Uttarakhand), Pune (Maharashtra)**

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

**Website : [www.salaautomotive.in](http://www.salaautomotive.in)**



We are pleased to submit herewith the following:

- a) Voting results pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- b) Scrutinizer's consolidated report dated 15<sup>th</sup> March, 2025 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)**  
**(General Counsel & Company Secretary)**  
**F8080**

Encl.: As above (Page:- 1-6)

**SAL Automotive Limited**

Voting Results of the Postal Ballot pursuant to Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Company Name	SAL Automotive Limited
Date of Postal Ballot Notice	10 <sup>th</sup> February, 2025
<b>Remote E-voting Period:-</b>	
Start Date	12 <sup>th</sup> February, 2025
End Date	14 <sup>th</sup> March, 2025
Record Date / Cut-off date	7 <sup>th</sup> February, 2025
Total Number of Shareholders on record date (cut-off date for voting purpose)	2192
No. of Shareholders present in the meeting either in person or through proxy	
Promoters and Promoter Group	Not Applicable
Public	(Resolutions passed through Postal Ballot)
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group	Not Applicable
Public	(Resolutions passed through Postal Ballot)



Agenda wise disclosure

Agenda Item 1: Increase in Authorized Share Capital of the Company and the consequent amendment to the Memorandum of Association of the Company.

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		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		0	0	0	0	0	0
	Total	106389	0	0	0	0	0	0
Public – Non Institutions	E-Voting	493039	34684	7.03	3308	31376	9.54	90.46
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	493039	34684	7.03	3308	31376	9.54	90.46
<b>Total</b>		<b>2397713</b>	<b>1832969</b>	<b>76.45</b>	<b>1801593</b>	<b>31376</b>	<b>98.29</b>	<b>1.71</b>

The above resolution was passed.



**Agenda Item 2: Issue of Bonus Shares to the existing shareholders at the ratio of 1:1**

<b>Resolution required</b>				<b>Ordinary Resolution</b>				
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		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		0	0	0	0	0	0
	Total	106389	0	0	0	0	0	0
Public – Non Institutions	E-Voting	493039	34684	7.03	3308	31376	9.54	90.46
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	493039	34684	7.03	3308	31376	9.54	90.46
<b>Total</b>		2397713	1832969	76.45	1801593	31376	98.29	1.71

The above resolution was passed.



**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

**Report of Scrutinizer**

[Pursuant to Section 108 and 110 of the Companies Act, 2013 and Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 as amended]

To,

The Chairman,  
SAL Automotive Limited  
C-127, 4<sup>th</sup> Floor, Sat Guru Infotech,  
Industrial Area, Phase VIII,  
S.A.S Nagar, Mohali, Punjab – 160062.

**Result of Postal Ballot of SAL Automotive Limited**

Dear Sir,

1. I, Ajay K Arora, Practicing Company Secretary, at S.C.O. 64-65, 1<sup>st</sup> Floor; Sector 17 A, Madhya Marg, Chandigarh was appointed as Scrutinizer by the Board of Directors of **SAL Automotive Limited** (the Company), in their meeting held 10<sup>th</sup> February, 2025 for the purpose of scrutinizing the e-voting process (remote e-voting) of Postal Ballot pursuant to the provisions of Sections 108 and 110 and all other applicable provisions of the Companies Act, 2013 ("the Act") read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("the Rules") (including any statutory modification(s) or reenactment(s) thereof, for the time being in force) and in accordance with the guidelines prescribed by the Ministry of Corporate Affairs for, inter-alia, conducting postal ballot through e-voting vide General Circulars Nos. 14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020, 22/2020 dated 15th June, 2020, 33/2020 dated 28th September, 2020, 39/2020 dated 31st December, 2020, 10/2021 dated 23<sup>rd</sup> June, 2021, 20/2021 dated 8th December, 2021, 03/2022 dated 5th May, 2022, 11/2022 dated 28<sup>th</sup> December, 2022, 09/2023 dated 25<sup>th</sup> September, 2023, and 09/2024 dated 19<sup>th</sup> September, 2024 ("MCA Circulars"), Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR"), Secretarial Standard - 2 ("SS-2") issued by the Institute of Company Secretaries of India and other applicable laws and regulations, if any, in respect of the following resolutions stated in the Notice of the Postal Ballot dated 10<sup>th</sup> February, 2025 proposed to be passed by the equity shareholders of the Company:

2.

Sr. No.	Description of Resolutions
1	Increase in the Authorised Share Capital of the Company and consequent amendment to the Memorandum of Association of the Company. <b>(as an Ordinary Resolution)</b>
2	Issue of Bonus Shares to the existing shareholders at the ratio of 1:1. <b>(as an Ordinary Resolution)</b>



2. 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) or postal ballot by the shareholders on the resolution proposed is the responsibility of the Management. My responsibility as a Scrutinizer is to ensure that the voting process through electronic means of postal ballot are conducted in a fair and transparent manner and render scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or any other person authorized, on the resolution, based on the reports generated from the electronic voting system provided by National Securities Depository Limited (NSDL).
3. In accordance with the Notice of the Postal Ballot dated 10<sup>th</sup> February, 2025, dispatch of which to the shareholders by prescribed modes was completed on 11<sup>th</sup> February, 2025. The remote e-voting for Postal Ballot of the Company commenced on 12<sup>th</sup> February, 2025 at 9.00 A.M. (IST) and ended on 14<sup>th</sup> March, 2025 at 5.00 P.M. (IST). The remote e-voting facility was provided by NSDL.
4. The Equity Shareholders holding shares as on 7<sup>th</sup> February, 2025 (the "Cut-off Date"), were entitled to vote on the resolution stated in the Notice of the Postal Ballot.

The results of remote e-voting are as under:

**1. As an Ordinary Resolution: Increase in the Authorised Share Capital of the Company and consequent amendment to the Memorandum of Association of the Company**

Mode of Voting	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/V otes	No. of Members	No. of shares/ Votes
Postal Ballot through E-voting	22	1832969	19	1801593	3	31376	-	-
% to total valid votes				98.29%		1.71%		

**2. As an Ordinary Resolution: Issue of Bonus Shares to the existing shareholders at the ratio of 1:1**

Mode of Voting	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
Postal Ballot through E-voting	22	1832969	19	1801593	3	31376	-	-
% to total valid votes				98.29%		1.71%		



5. Based on the votes cast in favour / against on the aforesaid resolutions by remote e-voting, Resolution Nos 1 and 2, of the Postal Ballot Notice dated 10<sup>th</sup> February, 2025 has been passed with requisite majority.
6. Register of postal ballot and other relevant records of voting process given/provided/maintained in electronic mode will remain in my custody until the Chairman considers, approves, and signs the Minutes of postal ballot and the same shall be handed over to the Company Secretary of the Company for safe keeping.

Thanking you,

Yours Sincerely,

  
Ajay K Arora  
Company Secretary in Practice  
CP No. 993  
FCS No. 2191  
UDIN: F002191F004101814  
Date: 15.03.2025  
Place: Chandigarh  
Peer Review Cert. No.: 2120/2022

For SAL AUTOMOTIVE LTD.  
  
(Gagan Kalsi)  
F-8082

Note:

1. This report is based on the votes cast in through E-Voting. The applicability of the provisions of Section 188 and rules made thereunder read with Regulation 23 of the SEBI (LODR) regarding the non-voting by the interested parties on the resolutions covered in the Notice, if any, have not been taken into account while compiling this report. The management may declare the result after taking into consideration the applicability of provisions of Section 188.