



## SOUTHERN MAGNESIUM AND CHEMICALS LIMITED

Deccan Chambers, 5<sup>th</sup> Floor, 6-3-666/B, Somajiguda, Hyderabad-500 082  
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CIN : L27109TG1985PLC005303

### DECLARATION OF RESULTS OF E-VOTING OF

#### 36<sup>TH</sup> ANNUAL GENERAL MEETING HELD ON 30<sup>TH</sup> SEPTEMBER, 2022

In terms of provisions of the Companies Act, 2013 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Company had provided the facility of remote e-voting and e-voting at AGM to the Shareholders to enable them to cast their vote electronically on the resolutions proposed in the Notice of the 36<sup>th</sup> Annual General Meeting (AGM). The remote e-voting was open from 27<sup>th</sup> September, 2022 (9.00 A.M. IST) to 29<sup>th</sup> September, 2022 (5.00 P.M. IST).

In line with the provisions of the Companies Act, 2013 read with Circulars issued by MCA and SEBI, the meeting was held through Video Conferencing Mode/ Other Audio Visual Means and e-voting system was provided at the AGM to cast vote. Therefore, at the 36<sup>th</sup> AGM, e- voting system was open for voting during the meeting and for next 15 Minutes after the conclusion of the meeting for members who attended the meeting and have not opted to vote through remote e- voting and were not otherwise barred from voting.

In accordance with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we herewith submit the Voting Results:

Date of Annual General Meeting	30 <sup>th</sup> September 2022
Total Number of Shareholders as on Record date i.e. 23.09.2022	4386
Number of Shareholders attended the meeting through video conferencing:	
a) Promoters and Promoters group	4
b) Public	35

#### Mode of Voting:

1. Remote E-voting was conducted between September 27, 2022 (9:00 A.M. IST) and September 29, 2022 (5:00 P.M. IST) and
2. E-voting at the AGM held on September 30, 2022.

Given below are the resolutions with combined results of remote e-voting and e-voting at AGM:

## Resolution (1)

Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To receive, consider and adopt the Audited Financial Statements of the company including Balance Sheet as at March 31, 2022, statement of Profit & Loss for the year and Cash Flow Statement for the year ended on that date together with the Schedules and Notes attached thereto, along with the Reports of Auditors and Directors thereon.				
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	1600900	1071304	66.9189	1071304	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	1600900	1071304	66.9189	1071304	0	100.0000	0.0000
Public-Institutions	E-Voting	337500	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	337500	0	0.0000	0	0	0.0000	0.0000
Public-Non Institutions	E-Voting	1061600	30832	2.9043	30822	10	99.9676	0.0324
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	1061600	30832	2.9043	30822	10	99.9676	0.0324
Total		3000000	1102136	36.7379	1102126	10	99.9991	0.0009



## Resolution (2)

Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To re-appoint M/s Brahmayya & Co., Chartered Accountants (Firm Reg. No. 0005135) as Statutory auditors of the Company and to fix their remuneration.				
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	1600900	1071304	66.9189	1071304	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	1600900	1071304	66.9189	1071304	0	100.0000	0.0000
Public-Institutions	E-Voting	337500	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	337500	0	0.0000	0	0	0.0000	0.0000
Public-Non Institutions	E-Voting	1061600	30832	2.9043	30821	11	99.9643	0.0357
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	1061600	30832	2.9043	30821	11	99.9643	0.0357
Total		3000000	1102136	36.7379	1102125	11	99.9990	0.0010

### Resolution (3)

Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To reappoint Mr. Nuthakki Ravi Prasad (DIN: 00319537) as Managing Director and Chief Executive Officer (CEO) of the Company				
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	1600900	1071304	66.9189	1071304	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	1600900	1071304	66.9189	1071304	0	100.0000	0.0000
Public-Institutions	E-Voting	337500	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	337500	0	0.0000	0	0	0.0000	0.0000
Public-Non Institutions	E-Voting	1061600	30832	2.9043	30821	11	99.9643	0.0357
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	1061600	30832	2.9043	30821	11	99.9643	0.0357
Total		3000000	1102136	36.7379	1102125	11	99.9990	0.0010

## Resolution (4)

Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To reappoint Mr. Nuthakki Rajender Prasad (DIN: 00145659) as Joint Managing Director and Chief Financial Officer (CFO) of the Company				
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	1600900	1071304	66.9189	1071304	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	1600900	1071304	66.9189	1071304	0	100.0000	0.0000
Public-Institutions	E-Voting	337500	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	337500	0	0.0000	0	0	0.0000	0.0000
Public-Non Institutions	E-Voting	1061600	30832	2.9043	30821	11	99.9643	0.0357
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	1061600	30832	2.9043	30821	11	99.9643	0.0357
Total		3000000	1102136	36.7379	1102125	11	99.9990	0.0010





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Based on the Scrutinizer's combined report dated 30.09.2022, resolutions as set out in the 36<sup>th</sup> AGM notice has been passed by the members with requisite majority.

A copy of the Scrutinizer's Combined Report dated 30.09.2022 issued by M/s D. Hanumanta Raju & Co, Company Secretaries on remote e-voting and e-voting at AGM conducted at the 36<sup>th</sup> Annual General Meeting of the company is attached herewith.

Thanking You,

For Southern Magnesium and Chemicals Limited

N Rajender Prasad  
Jt. Managing Director and CFO  
DIN: 00145659  
Date: 01.10.2022

**Scrutinizer(s) Report**

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

To

The Chairman of 36<sup>th</sup> Annual General Meeting (AGM) of the Members of Southern Magnesium and Chemicals Limited held on Friday, 30<sup>th</sup> September, 2022 at 11:30 A.M. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").

Dear Sir,

I, Datla Hanumanta Raju, Partner, D. Hanumanta Raju & Co., Practicing Company Secretaries, had been appointed as the Scrutinizer by the Board of Directors of Southern Magnesium And Chemicals Limited (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, to scrutinize the remote e-voting process in respect of the below mentioned resolutions proposed at the 36<sup>th</sup> Annual General Meeting ("AGM") of the Company on Friday, 30<sup>th</sup> September, 2022 at 11.30 A.M. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"). I was also appointed as Scrutinizer to scrutinize the e-voting process during the said AGM.

The Company has confirmed that the notice dated August 03, 2022 in respect of the below mentioned resolutions was sent to the shareholders of the Company on September 7, 2022 through electronic mode to those Members whose email addresses were registered with the Company/Depositories, in compliance with the MCA General Circular No. 14/2020 dated 08.04.2020, 17/2020 dated 13.04.2020, 22/2020 dated 15.06.2020, 33/2020 dated 28.09.2020, 39/2020 dated 31.12.2020, 10/2021 dated 23.06.2021, 20/2021 dated 08.12.2021 and 2/2022 dated 05.05.2022 read with Circular nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79, SEBI/HO/CFD/CMD2/CIR/P/2021/11 and SEBI/HO/CFD/CMD2/CIR/P/2022/62, dated May 12, 2020, January 15, 2021 and May 13, 2022 respectively issued by the Securities and Exchange Board of India (hereinafter collectively referred to as "the Circulars").

The Company had availed the e-voting facility offered by Central Depository Services (India) Limited ("CDSL") for conducting remote e-voting by the Shareholders of the Company.

The shareholders of the Company holding shares as on the "cut-off" date i.e., Friday, September 23, 2022 were entitled to vote on the resolutions as contained in the Notice of the AGM.





The voting period for remote e-voting commenced on Tuesday, September 27, 2022 (09:00 A.M. IST) and ended on Thursday, September 29, 2022 (05:00 P.M. IST) and CDSL e-voting platform was blocked thereafter.

The Company had also provided e-voting facility to the shareholders present at the AGM through VC / OAVM who had not casted their votes earlier.

I have scrutinized and reviewed the remote e-voting prior and during the AGM and votes cast therein. After the conclusion of AGM at 11:46 A.M. the e-voting remained open for 15 minutes. After conclusion of AGM, the remote e-voting facility provided for AGM and e-voting at AGM was unblocked and the combined report has been generated based on the data downloaded from CDSL e-voting system.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means on the resolutions contained in the notice to the 36<sup>th</sup> Annual General Meeting (AGM) of the members of the Company. My responsibility as a scrutinizer for the e-voting process is restricted to make a Scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated in the 36<sup>th</sup> AGM notice, based on the reports generated from e-voting system provided by CDSL, the authorized agency to provide e-voting facilities, engaged by the Company.

I now submit my consolidated Report as under on the result of the remote e-voting and e-voting at AGM in respect of the said resolutions.

**Item No. 1:-**

**Ordinary Resolution to receive, consider and adopt the Audited Financial Statements of the company including Balance Sheet as at March 31, 2022, statement of Profit & Loss for the year and Cash Flow Statement for the year ended on that date together with the Schedules and Notes attached thereto, along with the Reports of Auditors and Directors thereon.**

(i) Voted **In favour** of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
65	1102126	99.9991

(ii) Voted **Against** the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
1	10	0.0009





(iii) **Invalid Votes** (Including abstained votes):

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

**Item No. 2:-**

**Ordinary Resolution to re-appoint M/s Brahmayya & Co., Chartered Accountants (Firm Reg. No. 000513S) as Statutory auditors of the Company and to fix their remuneration**

(i) Voted **In favour** of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
64	1102125	99.9991

(ii) Voted **Against** the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
2	11	0.0009

(iii) **Invalid Votes** (Including abstained votes):

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

**Item No. 3:-**

**Special Resolution to reappoint Mr. Nuthakki Ravi Prasad (DIN: 00319537) as Managing Director and Chief Executive Officer (CEO) of the Company**

(i) Voted **In favour** of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
64	1102125	99.9991



(ii) Voted **Against** the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
2	11	0.0009

(iii) **Invalid** Votes (Including abstained votes):

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

**Item No. 4:-**

**Special Resolution to reappoint Mr. Nuthakki Rajender Prasad (DIN: 00145659) as Joint Managing Director and Chief Financial Officer (CFO) of the Company**

(i) Voted **In favour** of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
64	1102125	99.9991

(ii) Voted **Against** the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
2	11	0.0009

(iii) **Invalid** Votes (Including abstained votes):

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

Thanking You,  
Yours faithfully,



CS DATLA HANUMANTA RAJU  
FCS: 4044, C.P. No: 1709  
PARTNER  
D. HANUMANTA RAJU & CO.  
COMPANY SECRETARIES  
UDIN: F004044D001099468  
PR No: 699/2020



PLACE: HYDERABAD  
DATE: 30.09.2022