

### S Chand And Company Limited

Registered Office: A-27, 2nd Floor, Mohan Co-Operative Industrial Estate, New Delhi - 110044, India.

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Date: September 28, 2021

To

Listing Department

**BSE** Limited

25th Floor, Phiroze Jeejeebhoy Towers, Dalal

Street, Mumbai, Maharashtra 400001

To

Listing Department,

National Stock Exchange of India Limited Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E), Mumbai, Maharashtra

400051

Scrip Code: 540497 Scrip ID: SCHAND

Dear Sir,

# Re: Voting Results pursuant to Regulation 44(3) of The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

It is hereby informed that the 50<sup>th</sup> Annual General Meeting of the Company was held on Tuesday, September 28, 2021 at 11:30 A.M. through video conferencing.

In compliance with Regulation 44(3) of The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the details regarding voting results (remote e-voting and e-voting during the meeting) of the business transacted at the Annual General Meeting alongwith the Scrutinizers Report are enclosed herewith.

For S Chand And Company Limited

Jagdeep Singhs

Company Secretary & Compliance Officer

Membership No. A15028 Address: A-27, 2<sup>nd</sup> Floor,

Mohan Co-operative Industrial Estate,

New Delhi-110044

Encl: as above

# Voting Results for Annual General Meeting of the Company held on 28.09.2021

Date of the AGM  Total number of shareholders on cut-off date (21.09.2021)  No. of shareholders present in the meeting either in person or through proxy:  Promoters and Promoter Group:  Date of the AGM  49,863  N.A.	2021 3
through proxy:	
through proxy:	
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	
Public 85	

# Agenda- wise disclosure

ITEM NO. 1: To receive, consider and adopt the Standalone Audited Financial Statements of the Company for the financial year ended March 31, 2021 and the Reports of Directors and Auditors thereon.

	Resolut	tion required: (O	Resolution required: (Ordinary / Special)			Ordinary		
Whet	her promoter/pr	omoter group are	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)]*10
	E-Voting		1,65,43,941	0618.66	1,65,43,941	0	100.0000	0.0000
Promoter and	Poll	1 65 73 941	0	0.0000	0	0	0.0000	0.0000
Promoter Group	Postal Ballot (if applicable)							
	Total	1,65,73,941	1,65,43,941	99.8190	1,65,43,941	0	100.0000	0.0000
	E-Voting		9,17,109	30.9830	9,17,109	0	100.0000	0.0000
	Poll	29.60.039	0	0.0000	0	0	0.0000	SA Comosogo
rublic- Institutions	Postal Ballot (if applicable)							Limite New Jelling
	Total	29,60,039	6,17,109	30.9830	9,17,109	0	100.0000	00000 *

	E-Voting		1 22 335	0.7973				
	0		777777	0.1723	001,22,1	707	99.8349	0.1651
	Poll	1 54 41 307	10	0.0001	10	0	100,0000	0 0000
Fublic- Non Institutions	Postal Ballot (if applicable)							
	Total	1,54,41,307	1,22,345	0.7924	1,22,143	202	99.8349	0.1651
	Total	3,49,75,287	1,75,83,395	50.2738	1,75,83,193	202	6866.66	0.0011

ITEM NO. 2: To receive, consider and adopt the Consolidated Audited Financial Statements of the Company for the financial year ended March 31, 2021 and the Report of Auditors thereon

Wheth	Kesolul	Resolution required: (Ordinary / Special)	dinary / Special)			Ordinary		
	her promoter/pr	Whether promoter/promoter group are interested agenda/resol	re 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)]*10
	E-Voting		1,65,43,941	99.8190	1,65,43,941	0	100.0000	0 0000
Promoter and	Poll	1.65.73.941	0	0.0000	0	0	0.0000	00000
Promoter Group	Postal Ballot (if applicable)							
	Total	1,65,73,941	1,65,43,941	0618.66	1,65,43,941	0	100.0000	0.0000
	E-Voting		601,71,09	30.9830	601,71,6	0	100.0000	0.0000
	Poll	29 60 039	0	0.0000	0	0	0 0000	00000
rubiic- Institutions	Postal Ballot (if applicable)							
	Total	29,60,039	9,17,109	30.9830	9,17,109	- Colons	100 0000	00000
	E-Voting		1.22.735	0 7948	1 22 533	1	U	0.0000
Public- Non Institutions	Poll	1.54,41.307	0	10000	01	A DI	199.8354 ite	0.1646
	Postal Ballot		C	υυυυυ	0 0	NS/	0000000	0.0000

	0.1646	0.0011
	99.8354	6866.66
	202	202
	1,22,543	1,75,83,593
	0.7949	50.2749
	1,22,745	1,75,83,795
	1,54,41,307	3,49,75,287
(accounted do	Total	Total

ITEM NO. 3: To appoint a Director in place of Mr. Dinesh Kumar Jhunjhnuwala (DIN: 00282988), who retires by rotation, and being eligible, offers himself for re-appointment

Whether promoter/  Category Mode of voting  Promoter and Promoter  Promoter (if applicable)  Group applicable)  Total  E-Voting  E-Voting	ter/promoter		recommended ( or annally ) openial)			Ordinary		
er and		group are	Whether promoter/promoter group are interested in the agenda/resolution?			No		
er and		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
er and		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2) *100	(7)=[(5)/(2)]*10
er and			1,65,43,941	99.8190	1,65,43,941	0	100.0000	0.0000
er	1	1 65 73 941	0	0.0000	0	0	000000	00000
Total E-Voting		11,000						
E-Voting	1,65	1,65,73,941	1,65,43,941	0618.66	1,65,43,941	0	100.0000	0.0000
			601,71,09	30.9830	601,71,09	0	100.0000	0.0000
Poll	29.	29.60.039	0	0.0000	0	0	0.0000	0.0000
Institutions (if applicable)	) t							
Total	29,	29,60,039	6,17,109	30.9830	6,17,109	0	100.0000	0.0000
E-Voting			1,22,752	0.7950	1,22,081	129	99.4534	0.5466
Poll	15.1	1 54 41 307	01	0.0001	01	000	100.0000	0 0000
Publicable Non Postal Ballot (if applicable)			0	0.0000	0	OUN P	Limit	0.0000
Total	1,5	1,54,41,307	1,22,762	0.7951	1,22,091	N/WENERAL		0.5466
Total		3,49,75,287	1,75,83,812	50.2750	1,75,83,141	11.9	99.9962	0.0038

ITEM NO. 4: To approve the re-appointment of M/s. Walker Chandiok & Co LLP, Chartered Accountants (Firm Registration No: 001076N/N500013) as Statutory Auditors of the Company

Whet			regional care (Channal y Especial)			Ordinary		
Category	her promoter/p	Whether promoter/promoter group are interested i	re interested in the agenda/resolution?			No		
	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)]*10
	E-Voting		1,65,43,941	0618.66	1,65,43,941	0	100.0000	0.0000
Promoter and	Poll	1.65 73 941	0	0.0000	0	0	0.0000	
Promoter Group	Postal Ballot (if applicable)							
	Total	1,65,73,941	1,65,43,941	0618.66	1,65,43,941	0	100.0000	0.0000
	E-Voting		6,17,109	30.9830	6,17,109	0	100.0000	0.0000
Public	Poll	29,60.039	0	0.0000	0	0	0.0000	0.0000
Institutions	Postal Ballot (if applicable)							
	Total	29,60,039	6,17,109	30.9830	601,71,6	0	100.0000	0.0000
	E-Voting		1,22,740	0,7949	1,22,103	637	99.4810	0.5190
Public Non	Poll	1.54.41.307	01	0.0001	10	0	100.0000	0 0000
Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	1,54,41,307	1,22,750	0.7950	1,22,113	637	- 0m03 99.4811	0.5189
	Total	3,49,75,287	1,75,83,800	50.2749	1,75,83,163	635	Ini E99.9964	0.0036

ited \* or

ITEM NO. 5: To consider and approve revision in the remuneration of Mr. Himanshu Gupta, Managing Director of the Company

	Resolu	Resolution required: (Ordinary / Special)	rdinary / Special)			Special		
Whe	ther promoter/pi	Whether promoter/promoter group are interested in the agenda/resolution?	agenda/resolution?			No.		
Category	Mode of voting	No. of shares	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)]*10
	E-Voting		1,65,43,941	99.8190	1,65,43,941	0	0000.001	0 0000
Promoter and	Poll	1.65.73.941	0	0.0000	0	0	000000	00000
Promoter Group	Postal Ballot (if applicable)							
	Total	1,65,73,941	1,65,43,941	99.8190	1,65,43,941	0	100.0000	0 0000
	E-Voting		9,17,109	30.9830	601,71,09	0	100.0000	00000
Public	Poll	29,60.039	0	0.0000	0	0	00000	00000
Institutions	Postal Ballot (if applicable)							00000
	Total	29,60,039	6,17,109	30.9830	601,71,0	0	100.0000	0 0000
	E-Voting		1,22,752	0.7950	1,21,120	1,632	98.6705	1.3295
Public Non	Poll	1.54.41.307	01	0.0001	01	0	100 0000	00000
Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	1,54,41,307	1,22,762	0.7951	1,21,130	1,632	98.6706	1.3294
	Total	3,49,75,287	17583812	50.2750	1,75,82,180	1,632	7066.66	0.0003
						1	- Ollipally	6,00.0

ITEM NO. 6: To consider and approve revision in the remuneration of Mr. Dinesh Kumar Jhunjhnuwala, Whole-time Director of the Company

Promoter and Group         Mode of applicable)         No. of shares agenda/resolution?         No. of votes polled           Promoter and Group         Fostal Ballot (if applicable)         1,65,73,941         1,65,43,941           Promoter (if applicable)         1,65,73,941         1,65,43,941           Promoter (if applicable)         1,65,73,941         1,65,43,941           Public-Bostal Ballot (if applicable)         29,60,039         9,17,109           Public-Bostal Ballot (if applicable)         29,60,039         9,17,109           Total         29,60,039         9,17,109           E-Voting         Total         22,500,039         9,17,109	noter group are ag No. of shares held (1)	agenda/resolution?		The state of the s			
er and Poll er and Postal Ballot (if applicable)  Total Postal Ballot (if applicable) Total Postal Ballot (if applicable) Total E-Voting Foll Fostal Ballot Total E-Voting	No. of shares held (1)				No		
er and Poll er (if applicable)  Total  E-Voting Poll Postal Ballot (if applicable)  Poll Postal Ballot (if applicable)  Total E-Voting E-Voting	(1)	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
er and Poll er (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total Postal Ballot (if applicable) Total E-Voting		(2)	(3)=[(2)/(1) *100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*10
er and Postal Ballot (if applicable)  Total  E-Voting Postal Ballot (if applicable)  Total  Postal Ballot Cons Cons Cons Cons Cons Cons Cons Cons		1,65,43,941	0618160	1,65,43,941	0	100.0000	0 0000
er Postal Ballot (if applicable)  Total  E-Voting Poll Postal Ballot (if applicable)  Total  E-Voting	1,65,73,941	0	0.0000	0	0	0.0000	00000
E-Voting Poll Postal Ballot (if applicable) Total E-Voting					j		
E-Voting Poll Postal Ballot (if applicable) Total E-Voting	1,65,73,941	1,65,43,941	99.8190	1,65,43,941	0	100.0000	00000
Poll Postal Ballot (if applicable) Total E-Voting		6,17,109	30.9830	9,17,109	0	100.0000	00000
Postal Ballot (if applicable) Total E-Voting	29,60,039	0	0.0000	0	0	0.0000	00000
gi							
E-Voting	29,60,039	6,17,109	30.9830	601,71,09	0	100.0000	00000
		1,22,747	0.7949	1,21,115	1632	98.6704	70000
	1.54.41.307	10	0.0001	01	0	00000001	00000
Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
Total 1,	1,54,41,307	1,22,757	0.7950	1,21,125	1632	98.6705	1 3705
Total 3,4	3,49,75,287	1,75,83,807	50.2749	1,75,82,175	1632	Company 89.9907	0.0003

ITEM NO. 7: To consider and approve re-appointment of Mr. Desh Raj Dogra (DIN: 00226775) as an Independent Director of the Company

	Resolu	Resolution required: (Ordinary / Special)	dinary / Special)			Special		
When	ther promoter/pr	Whether promoter/promoter group are interested agenda/resolu	re interested in the agenda/resolution?			oN .		
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)]*10
	E-Voting		1,65,43,941	99.8190	1,65,43,941	0	100.0000	0.0000
Promoter and	Poll	1 65 73 941	0	0.0000	0	0	0.0000	0.0000
Promoter Group	Postal Ballot (if applicable)	1000						
	Total	1,65,73,941	1,65,43,941	0618.66	1,65,43,941	0	100.0000	0.0000
	E-Voting		6,17,109	30.9830	6)11,109	0	100.0000	0.0000
:	Poll	950 09 66	0	0.0000	0	0	0.0000	0.0000
Public- Institutions	Postal Ballot (if applicable)							
	Total	29,60,039	6,17,109	30.9830	601,71,09	0	100.0000	0.0000
	E-Voting		1,22,735	0.7948	1,22,076	629	99.4631	0.5369
	Poll	1 54 41 307	01	0.0001	10	0	100.0000	0.0000
Public- Non Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	1,54,41,307	1,22,745	0.7949	1,22,086	659	Smpany 99.4631	0.5369
	Total	3,49,75,287	1,75,83,795	50.2749	1,75,83,136	659	Jelin 39,9963	0.0037
						V		

ITEM NO. 8: To consider and approve re-appointment of Ms. Archana Capoor (DIN: 01204170) as an Independent Director of the Company

% of votes in % of favour on votes again polled votes   (6)=[(4)/(2)]*100   (7)=[(5)   (6)=[(4)/(2)]*100   (100.0000   10		Resolu	Resolution required: (Ordinary / Special)	rdinary / Special)			Special		
Mode of   No. of shares   No. of voice   No. of v	Whet	ther promoter/pr	omoter group are	interested in the enda/resolution?			No		
er and forms         E-Voting         (1)         (2)         (3)=(2)(1) *100         (4)         (5)         (6)=(4)(2) *100         (7)=(5)/0           er and postal Ballot of an applicable)         Postal Ballot (if applicable)         1,65,43,941         0,00000         0 <td< th=""><th>Category</th><th>Mode of voting</th><th>No. of shares held</th><th>No. of votes polled</th><th>% of Votes polled on outstanding shares</th><th>No. of votes – in favour</th><th>No. of votes – against</th><th>% of votes in favour on votes polled</th><th>% of Votes against on votes polled</th></td<>	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
er and politicable)         Fe.Voting range         I.65,43,941 rotal         0.00000         1.65,43,941 rotal         0.0000 <td></td> <td></td> <td>(1)</td> <td>(2)</td> <td>(3)=[(2)/(1) *100</td> <td>(4)</td> <td>(5)</td> <td>(6)=[(4)/(2)]*100</td> <td>(7)=[(5)/(2)]*10</td>			(1)	(2)	(3)=[(2)/(1) *100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*10
er and Politication (if responding to serior)         Postal Ballot (if responding to labeled by the postal Ballot (if responding to labeled by the postal Ballot (if responding to labeled by the postal Ballot (if responding labeled by the postal Ballot (		E-Voting		1,65,43,941	0618.66	1,65,43,941	0	100.0000	
er         Postal Ballot applicable)         1,65,73,941         1,65,43,941         99.8190         1,65,43,941         09.8190         1,65,43,941         09.8190         1,65,43,941         0         100,0000           Fe. Voting applicable)         E. Voting applicable)         29,60,039         0         0,0000         0         0         0,0000         0         0         0,0000         0         0         0         0,0000         0         0         0         0,0000         0         0 <td< td=""><td>Promoter and</td><td>Poll</td><td>1 65 73 941</td><td>0</td><td>0.0000</td><td>0</td><td>0</td><td>0.0000</td><td>00000</td></td<>	Promoter and	Poll	1 65 73 941	0	0.0000	0	0	0.0000	00000
Found         1,65,73,941         1,65,43,941         99.8190         1,65,43,941         0         100,0000           Found         Postal Ballot (if applicable)         29,60,039         9,17,109         30.9830         9,17,109         0         <	Promoter Group	Postal Ballot (if applicable)							
E-Voting         Poll Poll Eable)         29,60,039         9,17,109         30,9830         9,17,109         0         <		Total	1,65,73,941	1,65,43,941	0618.66	1,65,43,941	0	100.0000	0.0000
Poll Postal Ballot (if applicable)         29,60,039         0		E-Voting			30.9830	9,17,109	0	100.0000	0.0000
Postal Ballot (if applicable)   Cotal Ballot (if applicable)	Public	Poll	29,60,039	0	0.0000	0	0	0.0000	0.0000
Total         29,60,039         9,17,109         30.9830         9,17,109         0         100.0000           E-Voting         1,54,41,307         1,54,41,307         1,54,41,307         0.0000         0         0.0000         0         0         0.0000         0         0         0.0000         0         0         0.0000         0         0         0         0.0000         0         0         0         0         0         0         0         0         0         0	Institutions	Postal Ballot (if applicable)							
E-Voting         L.22,735         0.7948         1,22,076         659         99.4631           Poll Postal Ballot (if applicable)         1,54,41,307         10.0000         0.0000         0         0.0000         0         0.0000           Total         1,54,41,307         1,22,745         0.7949         1,22,086         658mpan         99.4631           Total         3,49,75,287         1,75,83,795         50.2749         1,75,83,136         658mpan         99.963		Total	29,60,039	9,1	30.9830	601,71,6	0	100.0000	0.0000
Poll Postal Ballot (if applicable)         1,54,41,307         100,0000         0,0000         0         0,0000         0         0,0000         0         0,0000         0         0,0000         0         0,0000         0         0,0000         0         0,0000         0         0,0000         0         0,0000         0         0,0000         0         0,0000         0         0,0000         0         0         0,0000         0 </td <td></td> <td>E-Voting</td> <td></td> <td>1,22,735</td> <td>0.7948</td> <td>1,22,076</td> <td>629</td> <td>99.4631</td> <td>0.5369</td>		E-Voting		1,22,735	0.7948	1,22,076	629	99.4631	0.5369
Postal Ballot (if applicable)         0         0.0000         0         0.0000           Total         1,54,41,307         1,22,745         0.7949         1,22,086         658n/pan         99.4631           Total         3,49,75,287         1,75,83,795         50.2749         1,75,83,136         6580 pan	Public. Non	Poll	1,54,41,307	10	0.0001	01	0	100.0000	0.0000
1,54,41,307 1,22,745 0.7949 1,22,086 65811p2n 99,4631 90491 3,49,75,287 1,75,83,795 50.2749 1,75,83,136 5659 (5659 1) 5,659 (1,75,83,136 5659 1)	Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
3,49,75,287 1,75,83,795 50.2749 1,75,83,136 5659 7 5,99,9963		Total	1,54,41,307	1,22,745	0.7949	1,22,086	658m		0.5369
		Total	3,49,75,287	1,75,83,795	50.2749	1,75,83,136	6595	F. 99.9963	0.0037

ITEM NO. 9: To consider and approve amendments in Articles of Association of the Company

Category   Node of   No. of shares   No. of		Resolu	tion required: (Or	Resolution required: (Ordinary / Special)			Special		
y voting         Mode of Postal Ballot (if postal Ballot (if postal Ballot)	Whet	ther promoter/pr	omoter group are	interested in the			Z		
y         Node of Fouring voting         No. of votes of votes in voting         No. of votes of votes in voting         % of votes of votes in votes against against polled on outstanding shares         No. of votes of votes in votes against polled votes of votes in votes against polled votes of votes in votes of votes in votes against polled votes of votes of votes of votes of votes of votes in votes of vote			36	genda/resolution?					
Cartest   Cart	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
Politicable   Postal Ballot (if applicable)   1.65,43,94   99,8190   99,17,109   99,8190   99,			(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*10
rud Polit         Folit         Folit         0 00000         0 00000         0 00000         0 00000           fur applicable)         Total         1,65,73,941         1,65,43,941         99,8190         1,65,43,941         0 0,0000         0 00000           E-Voting         E-Voting         29,60,039         9,17,109         30,9830         9,17,109         0 0,0000         0 0,0000           Postal Ballot (if applicable)         29,60,039         9,17,109         30,9830         9,17,109         0 0,0000         0 0,0000           Found         L-S4,41,307         10         0,0000         0 0,0000         0 0,0000         0 0,0000           Total         1,54,41,307         1,22,745         0,7948         1,22,143         602         99,5096         0 0,0000           Total         1,54,41,307         1,22,745         0,7949         1,75,83,193         0,99,60         0		E-Voting		1,65,43,941	99.8190	1,65,43,941	0	100.0000	0.0000
Fostal Ballot (if applicable)         Postal Ballot (if applicable)         Postal Ballot (if applicable)         Postal Ballot (if applicable)         1,65,73,941         1,65,43,941         99.8190         1,65,43,941         0         100.0000           E-Voting         29,60,039         9,17,109         0         0,17,109         0         0         0,0000           Postal Ballot (if applicable)         29,60,039         9,17,109         30,9830         9,17,109         0         0         0,0000           E-Voting         1,54,41,307         1,22,735         0,7948         1,22,133         602         99,5096         0           Postal Ballot (if applicable)         1,54,41,307         0         0,0000         0	Promoter and	Poll	1.65.73.941	0	0.0000	0	0	0.0000	0.0000
Foundation         1,65,73,941         1,65,43,941         99.8190         1,65,43,941         0         100,0000           Fe-Voting         Postal Ballot (if applicable)         29,60,039         0,17,109         30.9830         9,17,109         0         0,0000           Total         29,60,039         9,17,109         30.9830         9,17,109         0         0,0000           E-Voting         1,54,41,307         1,22,735         0,7948         1,22,133         602         99,5095           Postal Ballot (if applicable)         1,54,41,307         0         0,0000         0         0         0           Postal Ballot (if applicable)         1,54,41,307         1,22,745         0,7948         1,22,143         602         99,5095           Total         1,54,41,307         1,22,745         0,7949         1,22,143         602         99,5096           Total         3,49,75,287         1,75,83,795         50,2749         1,75,83,193         99,9966         0	Promoter Group	Postal Ballot (if applicable)							
E-Voting         Poll Total         30.9830         9,17,109         0         0         100.0000           Postal Ballot (if applicable)         29,60,039         9,17,109         30.9830         9,17,109         0		Total	1,65,73,941	1,65,43,941	99.8190	1,65,43,941	0	100.0000	0.0000
Poll Extal Ballot (if applicable)         29,60,039         0         0.0000         0         0.0000         0         0.0000           Total Postal Ballot (if applicable)         29,60,039         9,17,109         30,9830         9,17,109         0         0         100,0000           E-Voting (if applicable)         1,54,41,307         10         0.0000         0 <t< td=""><td></td><td>E-Voting</td><td></td><td>9,17,109</td><td>30.9830</td><td>9,17,109</td><td>0</td><td>100.0000</td><td>0.0000</td></t<>		E-Voting		9,17,109	30.9830	9,17,109	0	100.0000	0.0000
Postal Ballot (if applicable)         Postal Ballot (if applicable)         601         100.0000           Total         29,60,039         9,17,109         30.9830         9,17,109         0         100.0000           E-Voting         1,54,41,307         1,22,735         0.7948         1,22,133         602         99.5095           Postal Ballot (if applicable)         0         0.0000         0         0         0.00000           Total         1,54,41,307         1,22,745         0.7949         1,22,143         602         99.5096           Total         3,49,75,287         1,75,83,795         50,2749         1,75,83,193         602         99.5096	DhI:	Poll	29,60,039	0	0.0000	0	0	0.0000	0.0000
Found         29,60,039         9,17,109         30.9830         9,17,109         0         100.0000           E-Voting         1,54,41,307         1,22,735         0.7948         1,22,133         602         99.5095           Postal Ballot (if applicable)         1,54,41,307         0         0         0.0000         0         0         0         0.0000           Total         1,54,41,307         1,22,745         0.7949         1,22,143         602         99.5096           Total         3,49,75,287         1,75,83,795         50.2749         1,75,83,193         99.9966	ruone- Institutions	Postal Ballot (if applicable)							
E-Voting         L.54,41,307         1,52,735         0.7948         1,22,133         602         99.5095           Poll Postal Ballot (if applicable)         1,54,41,307         0         0.0000         0		Total	29,60,039	6,17,109	30.9830	9,17,109	0	100.0000	0.0000
Poll (if applicable)         1,54,41,307         10         0.00001         10         0         100.0000		E-Voting		1,22,735	0.7948	1,22,133	602	99.5095	0.4905
Postal Ballot (if applicable)	Public Non	Poll	1,54,41,307	01	0.0001	01	0	100.0000	0.0000
1,54,41,307     1,22,745     0.7949     1,22,143     602     99,5096       otal     3,49,75,287     1,75,83,795     50.2749     1,75,83,193     602,102     99,9966	Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
3,49,75,287 1,75,83,795 50.2749 1,75,83,193 (602) HD2 99.9966		Total	1,54,41,307	1,22,745	0.7949	1,22,143	602	9602.66	0.4904
		Total	3,49,75,287	1,75,83,795	50.2749	1,75,83,193	160211		0.0034

Limited

For S Chand And Company Limited

For S Chand And Company Limited

For S Chand And Company Limited

Company Secretary & Compliance Officer Membership No. A15028
A-27, 2<sup>nd</sup> Floor,
Mohan Co-operative Industrial Estate,

New Delhi-110044

M.A., F.C.S.

Company Secretary in Practice

CP No.: 2514

J-17 (Basement), Lajpat Nagar III, New Delhi-110024. Ph. 011-41078605 M: 09811113545

PAN. AAFPB5130M

GST No.- 07AAFPB5130M1ZX

Email: bhatia r s@hotmail.com

Service Category:-Company Secretary in Practice

The Chairman, S CHAND AND COMPANY LIMITED, CIN: L22219DL1970PLC005400 A-27, 2nd Floor, Mohan Co-operative Industrial Estate, New Delhi 110044

Dear Sir,

I, R.S. BHATIA, Practicing Company Secretary, appointed as a Scrutinizer by the Board of Directors of S Chand And Company Limited pursuant to section 108 and 109 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, for the 50<sup>th</sup> Annual General Meeting of the Company held on 28th September, 2021.

In this regard I am pleased to submit my Report, which is comprehensive and self- explanatory in all respects.

RUPINDER Digitally signed by RUPINDER SINGH SINGH BHATIA SINGH Date: 2021.09.29 **BHATIA** 

R.S. Bhatia

Company Secretary in Practice

13:37:14 +05'30"

CP No.- 2514

Date: 29/09/2021 Place: New Delhi

UDIN: F002599C001030835

M.A., F.C.S. Company Secretary in Practice CP No.: 2514 J-17 (Basement), Lajpat Nagar III, New Delhi-110024.

Ph. 011-41078605 M: 09811113545

PAN. AAFPB5130M

GST No.- 07AAFPB5130M1ZX Email: bhatia r s@hotmail.com

Service Category:-Company Secretary in Practice

### FORM No. MGT-13 Report of Scrutinizer

[Pursuant to Section 109 of The Companies Act, 2013 and Rule 21(2) of The Companies (Management and Administration) Rules, 2014]

Name of the Company	S Chand And Company Limited
Meeting	50 <sup>th</sup> Annual General Meeting
Day, Date & Time	Tuesday, 28thSeptember, 2021 at 11:30 A.M.
Deemed Venue	Registered Office: A-27, 2nd Floor, Mohan
	Co-operative Industrial Estate, New Delhi-
	110044
Mode	Video Conferencing ("VC")

### 1. Appointment as Scrutinizer

I, was appointed as the Scrutinizer for Scrutinizing the remote e-voting process which commenced on Friday, September 24, 2021 at 09:00 A.M. and ended on Monday, September 27, 2021 at 05:00 P.M. as well as the e-voting process on the resolutions contained in the Notice dated August 31, 2021 ("Notice") and Addendum to Notice of AGM dated September 17, 2021 in respect of the 50<sup>th</sup> Annual General Meeting ("AGM") of S Chand And Company Limited ("the Company") held on 28<sup>th</sup> September, 2021 at 11:30 A.M. through video conferencing. The AGM of the Company was convened through video conferencing as per the provisions of Section 108 of The Companies Act, 2013 read with Rule 20 of The Companies (Management and Administration) Rules, 2014 (as amended from time to time) and Circular No. 02/2021 dated January 13, 2021 ("MCA Circulars") issued by the Ministry of Corporate Affairs and circular dated January 15, 2021 issued by the Securities and Exchange Board of India.

As the Scrutinizer, I have scrutinized:

- (i) process of e-voting remotely, before the AGM, using an electronic voting system on the dates referred to in the Notice calling the AGM ("remote e-voting"); and
- (ii) process of e-voting at the AGM through electronic voting system ("e-voting").

My responsibility as a scrutinizer was to ensure that the remote e-voting process as well as the e-voting voting process during the AGM was conducted in a fair and transparent manner

M.A., F.C.S. Company Secretary in Practice CP No.: 2514 J-17 (Basement), Lajpat Nagar III, New Delhi-110024. Ph. 011-41078605 M: 09811113545 PAN. AAFPB5130M GST No.- 07AAFPB5130M1ZX Email: bhatia r s@hotmail.com

Service Category:-Company Secretary in Practice

and submit a report on the voting on the resolutions based on the reports generated from the electronic voting system of Link Intime India Private Limited ("Link Intime") (agency for providing the remote e-voting facility and e-voting system during the AGM).

### 2. Dispatch of Notice of AGM

- 2.1 The Company informed that on the basis of the list of Beneficial Owners made available by Link Intime, the Registrar and Transfer Agent of the Company, the Company completed dispatch of Notice of AGM and Addendum of Notice of AGM through email on September 06, 2021 and September 17, 2021, respectively
- 2.2 Pursuant to General Circulars as mentioned above issued by the Ministry of Corporate Affairs and as per the provisions of Rule 20 of The Companies (Management & Administration) Rules, 2014, and Regulation 47 of The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, newspaper advertisements with respect to dispatch of Notice of AGM and addendum to Notice of AGM were published in Financial Express (English newspaper) and Jansatta (Hindi newspaper) on 7<sup>th</sup> September, 2021 and 18<sup>th</sup> September, 2021 specifying the date and time of the AGM, availability of the notice on Company's website and website of the Stock Exchange, manner of registration of email ids by the members (both physical and demat) who wants to register their e-mail ids with the Company, manner of voting through remote-voting or through e-voting system at the AGM etc.

As informed by the management, the Notice of the 50<sup>th</sup> AGM and Addendum to Notice of AGM were published on the website of the Company at <a href="www.schandgroup.com">www.schandgroup.com</a> and on the website of Link Intime at <a href="https://instavote.linkintime.co.in">https://instavote.linkintime.co.in</a>. The same was also submitted to BSE Limited and National Stock Exchange of India Limited on September 06, 2021 and September 17, 2021.

### 3 Cut-off Date

Voting rights of the members were reckoned as on Tuesday, September 21, 2021, being the cut-off date for the purpose of deciding the entitlement of members for remote evoting and e-voting during the AGM.

### 4 Process of Remote e-voting and e-voting during the AGM

**4.1** The remote e-voting period commenced on Friday, September 24, 2021 at 09:00 A.M. and ended on Monday, September 27, 2021 at 05:00 P.M. through e-voting platform on the designated portal webpage provided by Link Intime.

M.A., F.C.S.
Company Secretary in Practice
CP No.: 2514

J-17 (Basement), Lajpat Nagar III,
New Delhi-110024.
Ph. 011-41078605 M: 09811113545
PAN. AAFPB5130M
GST No.- 07AAFPB5130M1ZX
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Service Category:-Company Secretary in Practice

- **4.2** The Company also provided e-voting facility to the members who attended through VC/OAVM during the AGM to enable those members to cast their votes, who had not cast their votes earlier through remote e-voting.
- **4.3** After the time fixed for closure of the e-voting by the Chairman, the electronic system recording the e-voting (e-votes) was locked by CDSL under my instructions.
- **4.4** The e-voting system was scrutinized on test check basis. The e-votes were reconciled with the records maintained by the Company / RTA and the authorizations lodged with the Company/ RTA on test check basis.
- **4.5** The e-votes cast were unblocked on Tuesday, September 28, 2021 after the conclusion of the AGM.

### 5 Attendance during AGM

As reported by Link Intime 91 members attended the AGM through VC/OAVM. No physical presence of members was allowed at a common venue as per the MCA Circulars.

### 6 Counting Process

After completion of e-voting during the AGM, the data of remote e-voting and e-voting was diligently scrutinized. Records were maintained containing the summary of results of remote e-voting and e-voting during AGM.

### 7 Results

- 7.1 Based on the records made available by the Link Intime, I observed that:
  - a) 196 members cast their votes through remote e-voting which was kept open from Friday, September 24, 2021 at 09:00 A.M. and ended on Monday, September 27, 2021 at 05:00 P.M.
  - b) 6 members cast their votes through e-voting during the AGM;
- **7.2** Consolidated results with respect to each item as set out in the Notice of the AGM dated August 31, 2021 is enclosed as Annexure.
- **7.3** Based on the aforesaid results, I report that 9 Resolutions as set out in item Nos.1 to 9 of the Notice of the AGM dated 31<sup>st</sup> August, 2021 have been passed with the requisite majority.

M.A., F.C.S.

Company Secretary in Practice

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PAN. AAFPB5130M

GST No.- 07AAFPB5130M1ZX

Email: bhatia r s@hotmail.com

Service Category:-Company Secretary in Practice

8 The electronic data related to remote e-voting and e-voting done during the AGM have been handed over to Mr. Jagdeep Singh, Company Secretary and Compliance Officer, for preserving safely.

RUPINDER Digitally signed by RUPINDER SINGH BHATIA

BHATIA

Date: 2021.09.29 13:38:44 +05'30'

R.S. Bhatia

Company Secretary in Practice

CP No.- 2514

Date: 29/09/2021

Place: New Delhi

UDIN: F002599C001030835

M.A., F.C.S.

Company Secretary in Practice

CP No.: 2514

J-17 (Basement), Lajpat Nagar III.

New Delhi-110024.

Ph. 011-41078605 M: 09811113545

PAN. AAFPB5130M

GST No.- 07AAFPB5130M1ZX

Email: bhatia r s@hotmail.com

Service Category:-Company Secretary in Practice

### Annexure

### Resolution No.:- 1 Ordinary Resolution:

Adoption of the Standalone Audited Financial Statements of the Company for the financial year ended March 31, 2021 and the Reports of Directors and Auditors thereon

	Remote e-	Voting	E-Voting a	t AGM	Total		Percentage	
	Number	Votes	Number	Votes	Number	Votes	0	
Assent	174	1,75,83,183	6	10	180	1,75,83,193	99.999	
Dissent	20	202	0	0	20	202	0.001	
Total	194	1,75,83,385	6	10	200	1,75,83,395	100	

### Resolution No.:- 2 Ordinary Resolution

Adoption of the Consolidated Audited Financial Statements of the Company for the financial year ended March 31, 2021 and the Report of Auditors thereon

	Remote e-Voting		E-Voting at AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	175	1,75,83,583	6	10	181	1,75,83,593	99.999
Dissent	20	202	0	0	20	202	0.001
Total	195	1,75,83,785	6	10	201	1,75,83,795	100

### Resolution No.:- 3 Ordinary Resolution

Appointment of Mr. Dinesh Kumar Jhunjhnuwala (DIN: 00282988), who retires by rotation at this meeting as a Director, and being eligible, offers himself for re-appointment.

	Remote e-Voting		E-Voting at AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	172	1,75,83,131	6	10	178	1,75,83,141	99.996
Dissent	24	671	0	0	24	671	0.004
Total	196	1,75,83,802	6	10	202	1,75,83,812	100

### Resolution No.:-4 Ordinary Resolution

Approval of re-appointment of M/s. Walker Chandiok & Co LLP, Chartered Accountants (Firm Registration No: 001076N/N500013) as Statutory Auditors of the Company.

ji	Remote e-Voting		E-Voting at AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	173	1,75,83,153	6	10	179	1,75,83,163	99.996
Dissent	22	637	0	0	22	637	0.004
Total	195	1,75,83,790	6	10	201	1,75,83,800	100

M.A., F.C.S.

Company Secretary in Practice

CP No.: 2514

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New Delhi-110024.

Ph. 011-41078605 M: 09811113545

PAN. AAFPB5130M

GST No.- 07AAFPB5130M1ZX Email: <u>bhatia r s@hotmail.com</u>

Service Category:-Company Secretary in Practice

### Resolution No.:- 5 Special Resolution

Approval of revision in the remuneration of Mr. Himanshu Gupta, Managing Director of the Company

	Remote e-	Remote e-Voting		E-Voting at AGM		Total	
	Number	Votes	Number	Votes	Number	Votes	
Assent	167	1,75,82,170	6	10	173	1,75,82,180	99.991
Dissent	29	1632	0	0	29	1,632	0.009
Total	196	1,75,83,802	6	10	202	1,75,83,812	100

### Resolution No.:- 6 Special Resolution

Approval of revision in the remuneration of Mr. Dinesh Kumar Jhunjhnuwala, Whole-time Director of the Company

	Remote e-	Voting	E-Voting a	at AGM Total			Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	167	1,75,82,165	6	10	173	1,75,82,175	99.991
Dissent	29	1,632	0	0	29	1,632	0.009
Total	196	1,75,83,797	6	10	202	1,75,83,807	100

### Resolution No.:- 7 Special Resolution

Approval of the re-appointment of Mr. Desh Raj Dogra (DIN: 00226775), as an Independent Director of the Company

	Remote e-Voting		E-Voting at AGM		Total		Percentage
14	Number	Votes	Number	Votes	Number	Votes	
Assent	172	1,75,83,126	6	10	178	1,75,83,136	99.996
Dissent	23	659	0	0	23	659	0.004
Total	195	1,75,83,785	6	10	201	1,75,83,795	100

### Resolution No.:- 8 Special Resolution

Approval of the re-appointment of Ms. Archana Capoor (DIN: 01204170), as an Independent Director of the Company

	Remote e-Voting		E-Voting at AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	172	1,75,83,126	6	10	178	1,75,83,136	99.996
Dissent	23	659	0	0	23	659	0.004
Total	195	1,75,83,785	6	10	201	1,75,83,795	100

MA. FCS Company Secretary in Practice CP No.: 2514

J-17 (Basement), Lajpat Nagar III, New Delhi-110024. Ph. 011-41078605 M: 09811113545 PAN, AAFPB5130M GST No.- 07AAFPB5130M1ZX Email: bhatia r s@hotmail.com Service Category:-Company Secretary in Practice

Resolution No.:- 9 Special Resolution

Approval of amendments in Articles of Association of the Company

for the	Remote e	Remote e-Voting		Remote e-Voting E-Voting at AGM		Total	Total	
	Number	Votes	Number	Votes	Number	Votes	Percentage	
Assent	174	1,75,83,183	6	40		Editor State of the State of th		
Dissent	71		0	10	180	1,75,83,193	99.997	
-	- 21	602	0	0	21	602	0.003	
Total	195	1,75,83,785	6	10	201		0.003	
					201	1,75,83,795	100	

RUPINDER Digitally signed by RUPINDER SINGH BHATIA Date: 2021.09.29 13:40:23 +05'30'

(R.S. BHATIA)

Scrutinizer

Company Secretary in Practice

CP No.: 2514 Place: New Delhi

Date: 29/09/2021

UDIN: F002599C001030835

Name: Nitasha Sinha

Address: U-21/12, OLFPhose-3

Our gaon - 1220001

Witnessezu. Partiel

Name: Sony Parshad

Address: L-4 6, LAUPATNALAR-111

New Delhi, 110024

New Name: Jagdeep Singh

Designation: Company Secretary & Compliance Officer

O S M. No.: A15028

Compan

Duly Authorized by Chairman of the 50th AGM