

SPENTA/CS/2020-21

1st October, 2020

BSE Limited

Listing Compliance Department
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai – 400 001.
Script code : 526161

Dear Sir/Madam,

Sub: Disclosure Regarding Voting Results of 33rd Annual General Meeting (AGM) of the Company as per Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

As per the requirement of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, given below are the details of the voting results of the 33rd Annual General Meeting (AGM) of the Company, held on Tuesday, 29th September, 2020 which commenced at 11:30 a.m and concluded at 11:45 a.m. through Video Conferencing ('VC')/Other Audio Visual Means ('OAVM') as per the prescribed format under the said regulation.

Further, consolidated Scrutinizer's Report on remote e-voting and e-voting at the AGM also enclosed herewith.

Kindly consider this as compliance under Regulation 44(3) of the SEBI (LODR) Regulations, 2015.

Thanking You,
Yours Faithfully,
For **Spenta International Limited,**



Nitesh Pangle
Company Secretary & Compliance Officer.

CONSOLIDATED SCRUTINIZER'S REPORT

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

To,

The Chairman of the 33rd Annual General Meeting of the Equity Shareholders of **SPENTA INTERNATIONAL LIMITED** held on 29th September, 2020 at 11:30 AM Through Video Conferencing ('VC') / Other Audio-Visual Means ('OAVM').

Dear Sir,

1. I, Mr. Hemant Shetye, Partner of M/s HS Associates, Company secretary in practice, have been appointed as Scrutinizer by the Board of Directors of **SPENTA INTERNATIONAL LIMITED** (the Company) for the purpose of scrutinizing the process of voting through electronic means ("**e-voting**") on the resolutions contained in the notice dated 28th August, 2020 ("**Notice**") calling 33rd Annual General Meeting of its Equity Shareholders ("**the Meeting**" / "**AGM**"). The AGM was convened on Tuesday, 29th September 2020 at 11:30 AM. through Video Conferencing('VC') / Other Audio-Visual Means ('OAVM'). The said appointment as Scrutinizer is under the provisions of Section 108 of the Companies Act, 2013 ("**the Act**") read with the relevant rules under the Companies (Management and Administration) Rules, 2014, as amended ("**the Rules**"). As Scrutinizer, I've to scrutinize:
 - (i) process of e-voting from a place other than the venue of the Meeting ("**remote e-voting**") under the provisions of Section 108 of the Act read with Rule 20 of the Rules; and
 - (ii) process of e- voting at the Meeting under the provisions of Section108 of the Act read with Rules 20 of the Rules.

In view of the outbreak of the COVID-19 pandemic and Social distancing guidelines the AGM was held through Video Conferencing (VC)/ Other Audio Visual Means (OAVM) pursuant to Circular Nos. 14/2020, 17/2020 and 20/2020 dated 8th April, 2020, 13th April, 2020 and 5th May, 2020 respectively, issued by the Ministry of Corporate Affairs and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020 issued by the Securities and Exchange Board of India, wherein physical attendance of members was not required and the facility to appoint proxy to attend and cast vote for the members was not be available at the AGM.

Management's Responsibility

2. The management of the Company is responsible to ensure compliance with the requirements of (i) the Act and the rules made there under and (ii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("**LODR**") relating to e-voting on the resolutions contained In the Notice calling the AGM.



HS ASSOCIATES

Scrutinizer's Responsibility

3. My responsibility as Scrutinizer fore-voting process (i.e. by remote e-voting and e-voting at the AGM) is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions contained in the Notice, based on the reports generated from the e-voting system provided by Central Depository Services Limited (CDSL) the Agency authorized under the Rules and engaged by the Company to provide e-voting facility and attendance papers and documents produced to me for my verification.

Cut-off date

4. The Equity Shareholders of the Company as on the "cut-off" date, i.e., Tuesday, 22nd September 2020 were entitled to vote on the resolutions (Item nos.1 ,2, 3 and 4 as set out in the Notice calling the AGM)
5. I submit herewith my Consolidated Scrutinizer's Report on the results of the remote e-voting and e-voting at the AGM, based on the reports generated by Central Depository Services Limited (CDSL) and relied upon by me as under:

Item No. of the Notice (i)	Votes in favour of the resolution		Votes against the Resolution		Invalid votes Nos. (vi)
	Nos. (ii)	As a % of total number of valid votes (Favour and Against) (iii=ii / (ii+iv) *100)	Nos. (iv)	As a % of total number of valid votes (Favour and Against) (v =iv/ (ii+iv)* 100)	
Item No. 1- Ordinary Resolution: To consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31 st March, 2020 and the Report of Board of Directors and Auditors thereon	17,50,409	98.06%	34600	1.94%	NIL



HS ASSOCIATES

Item No. of the Notice (i)	Votes in favour of the resolution		Votes against the Resolution		Invalid votes Nos. (vi)
	Nos. (ii)	As a % of total number of valid votes (Favour and Against) $(iii=ii / (ii+iv) * 100)$	Nos. (iv)	As a % of total number of valid votes (Favour and Against) $(v = iv / (ii+iv) * 100)$	
Item No. 2 - Ordinary Resolution: To declare Final dividend on Equity Shares for the Financial Year 2019-2020.	17,50,409	98.06%	34600	1.94%	NIL

Item No. of the Notice (i)	Votes in favour of the resolution		Votes against the Resolution		Invalid votes Nos. (vi)
	Nos. (ii)	As a % of total number of valid votes (Favour and Against) $(iii=ii / (ii+iv) * 100)$	Nos. (iv)	As a % of total number of valid votes (Favour and Against) $(v = iv / (ii+iv) * 100)$	
Item No. 3 - Ordinary Resolution: To appoint Mr. Shashikant. N. Newatia (DIN-08793440) as an Independent Director on the Board of Directors the Company to hold office for five consecutive years upto July 16, 2025.	17,50,409	98.06%	34600	1.94%	NIL



HS ASSOCIATES

Item No. of the Notice (i)	Votes in favour of the resolution		Votes against the Resolution		Invalid votes Nos. (vi)
	Nos. (ii)	As a % of total number of valid votes (Favour and Against) (iii=ii / (ii+iv) *100)	Nos. (iv)	As a % of total number of valid votes (Favour and Against) (v =iv/ (ii+iv) * 100)	
Item No. 4 - Special Resolution: To reappoint Mrs. Sunit. Misri (DIN- 06926975) as an Independent Director on the Board of Directors the Company to hold office for second consecutive term of five years upto July 16, 2020.	17,50,409	98.06%	34600	1.94%	NIL

6. The electronic data and all other relevant records relating to e-voting are under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.




Restriction on Use

7. This report has been issued at the request of the Company for (i) submission to Stock Exchanges, (ii) placing on website of the Company and (iii) website of Central Depository Services Limited (CDSL). This report is not to be used for any other purpose or to be distributed by the Company to any other parties. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or in to whose hands it may come without my prior consent in writing.

FOR HS ASSOCIATES
Company Secretaries



Hemant Shetye
Partner

M. No. FCS 2827

COP No. 1483

Place: Mumbai.

Date: 29th September, 2020

ICSI UDIN: F002827B000804485

Countersigned and received the report

Witness 1 -

Yashashree Salvi

Witness 2 -

Abhishek Wagh

Mr. Sanjay S Gadodia
Chairman

General information about company	
Scrip code	526161
NSE Symbol	
MSEI Symbol	
ISIN	INE175C01018
Name of the company	SPENTA INTERNATIONAL LIMITED
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	29-09-2020
Start time of the meeting	11:30 AM
End time of the meeting	11:45 AM

Scrutinizer Details	
Name of the Scrutinizer	Hemant Shetye
Firms Name	HS Associates
Qualification	CS
Membership Number	FCS 2827
Date of Board Meeting in which appointed	28-08-2020
Date of Issuance of Report to the company	29-09-2020

Voting results	
Record date	22-09-2020
Total number of shareholders on record date	2886
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	8
b) Public	14
No. of resolution passed in the meeting	4
Disclosure of notes on voting results	

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 for the year ended 31st March, 2020 including Audited Balance Sheet as at 31st March, 2020 and the statement of Profit & Loss for the Year Ended on that date and the Report of the Board of Directors and Auditors 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	1782417	1605110	90.0524	1605110	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		1782417	1605110	90.0524	1605110	0	100
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public-Non Institutions	E-Voting	981909	179799	18.3112	145199	34600	80.7563	19.2437
	Poll		100	0.0102	100	0	100	0
	Postal Ballot (if applicable)							
	Total		981909	179899	18.3214	145299	34600	80.767
Total		2764326	1785009	64.573	1750409	34600	98.0616	1.9384
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To declare Final dividend on Equity Shares for the Financial Year 2019-2020.				
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	1782417	1605110	90.0524	1605110	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		1782417	1605110	90.0524	1605110	0	100
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	981909	179799	18.3112	145199	34600	80.7563	19.2437
	Poll		100	0.0102	100	0	100	0
	Postal Ballot (if applicable)							
	Total		981909	179899	18.3214	145299	34600	80.767
Total		2764326	1785009	64.573	1750409	34600	98.0616	1.9384
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Shashikant. N. Newatia (DIN-08793440) as an Independent Director of the Company to hold office for five consecutive years up to July 16, 2025.				
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	1782417	1605110	90.0524	1605110	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		1782417	1605110	90.0524	1605110	0	100
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	981909	179799	18.3112	145199	34600	80.7563	19.2437
	Poll		100	0.0102	100	0	100	0
	Postal Ballot (if applicable)							
	Total		981909	179899	18.3214	145299	34600	80.767
Total		2764326	1785009	64.573	1750409	34600	98.0616	1.9384
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mrs. Sunit. Misri (DIN- 06926975) as an Independent Director of the Company to hold office for five consecutive years up to August 27, 2025.				
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	1782417	1605110	90.0524	1605110	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		1782417	1605110	90.0524	1605110	0	100
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	981909	179799	18.3112	145199	34600	80.7563	19.2437
	Poll		100	0.0102	100	0	100	0
	Postal Ballot (if applicable)							
	Total		981909	179899	18.3214	145299	34600	80.767
Total		2764326	1785009	64.573	1750409	34600	98.0616	1.9384
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

