

SEC/1608/2022

E-filling

16th August, 2022

National Stock Exchange of India Ltd.

"Exchange Plaza",

C-1, Block G,

Bandra- Kurla Complex,

Bandra (E),

Mumbai - 400 051.

Scrip Symbol: APARINDS

Kind Attn.: The Manager, Listing Dept.

BSE Ltd.

Corporate Relationship Department,

27th Floor, Phiroze Jeejeebhoy Towers,

Dalal Street,

Fort,

Mumbai - 400 001.

Scrip Code: 532259

Kind Attn.: Corporate Relationship Dept.

Sub.: Declaration of e-Voting Results of the 33rd Annual General Meeting (AGM) of

Shareholders of the Company held on Friday, August 12, 2022 through Video

Conferencing (VC).

Ref.: Regulation 44 and all other applicable regulations, if any, of the SEBI (Listing

Obligations and Disclosure Requirements) Regulations, 2015, as amended from

time to time.

Dear Sirs,

Pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, we are submitting herewith details regarding the e-voting results of the 33rd Annual General Meeting (AGM) of the Shareholders of the Company (Annexure - 1) held on Friday, August 12, 2022 at 2.30 p.m. through Video Conferencing (VC) in the prescribed format.

We are also enclosing herewith the Consolidated Report of the Scrutinizer on remote e-voting and e-voting conducted during the course of AGM (Annexure - 2). The above are also being uploaded at the Company's website at www.apar.com and on the website of Central Depository Services (India) Ltd., an agency appointed for the purpose of conducting the remote e-voting and e-voting during the process of AGM.

Thanking you,

Yours faithfully,

For APAR Industries Limited

(Sanjaya Kunder)

Company Secretary

Encl.: As above APAR Industries Limited

Corporate Office: APAR House, Corporate Park, V N Purav Marg, Chembur, Mumbai 400 071, India

+91 22 2526 3400/6780 0400 corporate@apar.com www.apar.com

Regd Office: 301/306, Panorama Complex, RC Dutt Road, Alkapuri, Vadodara - 390007, India +91 265 6178 700/6178 709 apar.baroda@apar.com www.apar.com CIN: L91110GJ1989PLC012802

Annexure -1



Disclosures as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Date of AGM/EGM	Annual General Meeting Friday, 12 August 2022
Total Number of Shareholders as on record date	Cut-off-date is 5 th August, 2022 43,936
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	Not applicable
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public	10 69





Resolution 1: To receive, consider and adopt:

- the Audited Financial Statements of the Company for the financial year ended March 31, 2022, together with the Reports of the Board of Directors and the Auditors thereon; and
- the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2022, together with the Report of the Auditors thereon. ف

		To receive, co	To receive, consider and adopt:					
Resolution required: (Ordinary/ Special):	rdinary/ Special):	a. the Audit	ed Financial Statem	the Audited Financial Statements of the Company for the financial year ended March 31, 2022, together with the	or the financial y	ear ended Mar	ch 31, 2022, togeth	ner with the
Ordinary			t the Board of Direc	Reports of the Board of Directors and the Auditors thereon; and	hereon; and	8	69 54	
		b. the Audite with the R	the Audited Consolidated Financial State with the Report of the Auditors thereon.	the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2022, together with the Report of the Auditors thereon.	e Company for	the financial yea	ar ended March 31,	, 2022, together
Whether promoter/ promoter group are interested in the	moter group are intere	sted in the agen	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 favor	No of votes against	% of votes in favor 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
	E- voting (Remote)		2,32,04,303	100.00%	2,32,04,303	0	100.00%	0.00%
Promoter and	Poll (E-voting at AGM)	505 10 55 5	0	%00.0	0	0	%00'0	0.00%
Promoter Group	Postal Ballot (if applicable)	2,32,04,303	NA	NA	NA	Ą	NA	ĄN
	Total		2,32,04,303	100.00%	2,32,04,303	0	100.00%	0.00%
	E- voting (Remote)		83,27,576	93.51%	83,27,576	0	100.00%	0.00%
Dublic Inchitentions	Poll (E-voting at AGM)	00 00 004	0	%00.0	0	0	%00.0	0.00%
במסור וויזנומנוסוז	Postal Ballot (if applicable)	168,00,68	NA	NA	NA	ΝΑ	NA	NA
	Total		83,27,576	93.51%	83,27,576	0	100.00%	0.00%
	E- voting (Remote)		8,96,116	14.55%	8,95,979	137	%86.66	0.02%
Public- Non	Poll (E-voting at AGM)		17	0.00%	17	0	100.00%	%00:0
Institutions	Postal Ballot (if applicable)	61,58,465	NA	NA	ΑN	NA	NA	NA
	Total		8,96,133	14.55%	8,95,996	137	86.66	0.02%
TOTAL		3,82,68,619	3,24,28,012	84.74%	3,24,27,875	137	100.00%	0.00%



Resolution 2: To declare Dividend at the rate of Rs. 15/- (150%) per Equity Share of face value of Rs. 10/- each, fully paid up, for the Financial Year 2021-22.



Resolution required: (Ordinary/ Special) : Ordinary	Ordinary/ Special) : C	Ordinary			To de Share financ	To declare dividend at Share of face Value of financial year 2021-22.	d at the rate of Rs. 1. e of Rs. 10/- each, f -22.	To declare dividend at the rate of Rs. 15/- (150%) per Equity Share of face Value of Rs. 10/- each, fully paid up, for the financial year 2021-22.
Whether promoter/ promoter group are interested in the agenda/resolution?	omoter group are in	iterested in the ag	enda/resolution			No		
Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes in favor	No of votes against	% of votes in favor on votes polled	% of votes against on votes polled
	•	(1)	(2)	(3)= [(2)/(1)]* 100	(4)	(2)	(6) =[(4)/(2)]*100	(7) = [(5)/(2)]*100
	E- voting (Remote)		2,32,04,303	100.00%	2,32,04,303	0	100.00%	0.00%
Promoter and	Poll (E-voting at AGM)	2,32,04,303	0	%00.0	0	0	00:00%	%00.0
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		2,32,04,303	100.00%	2,32,04,303	0	100.00%	%00.0
	E- voting (Remote)		84,25,046	94.60%	84,25,046	0	100.00%	%00.0
Public Institutions	Poll (E-voting at AGM)	89,05,851	0	%00.0	0	0	0.00%	%00:0
	Postal Ballot		NA	NA	NA	ΝΑ	NA	NA
	Total		84,25,046	94.60%	84,25,046	0	100.00%	0.00%
	E- voting (Remote)		8,96,116	14.55%	8,96,055	61	%66.66	0.01%
Public- Non Institutions	Poll (E-voting at AGM)	61,58,465	17	0.00%	17	0	100%	%00:0
	Postal Ballot		NA	AN	N A	NA	NA	NA
	Total		8,96,133	14.55%	8,96,072	61	%66'66	0.01%
TOTAL		3,82,68,619	3,25,25,482	84.99%	3,25,25,421	61	100.00%	0.00%





Resolution 3: To appoint a Director in place of Mr. Kushal N. Desai (DIN: 00008084), who retires by rotation and being eligible, offers himself for re-appointment.

Resolution required: (Ordinary/ Special) : Ordinary	(Ordinary/ Special) : C		appoint a Direct	To appoint a Director in place of Mr. Kushal N. E being eligible offers himself for re-appointment	Kushal N. Desai	(DIN: 000080	To appoint a Director in place of Mr. Kushal N. Desai (DIN: 00008084), who retires by rotation and being eligible, offers himself for re-appointment	y rotation and
Whether promoter/ promoter group are interested	promoter group are in	in th	in the agenda/resolution?	15		No		
		No. of shares	No. of votes	% of votes polled on	No. of votes	No of votes	% of votes in favor on votes	% of votes
Category	Mode of Voting	Diali	polled	outstanding	In ravor	against	polled	votes polled
		(1)	(2)	(3)= [(2)/(1)]* 100	(4)	(5)	(6) =[(4)/(2)]*100	(7) = [(5)/(2)]*100
	E- voting (Remote)		2,32,04,303	100.00%	2,32,04,303	0	100.00%	0.00%
Promoter and	Poll (E-voting at AGM)	200 100 000	0	%00.0	0	0	0.00%	0.00%
Promoter Group	Postal Ballot (if applicable)	2,32,04,303	NA	NA	NA	AN	AN	NA
	Total		2,32,04,303	100.00%	2,32,04,303	0	100.00%	0.00%
	E- voting (Remote)		84,25,046	94.60%	75,68,494	8,56,552	89.83%	10.17%
Outlie la citution	Poll (E-voting at AGM)	10.00	0	%00.0	0	0	0.00%	0.00%
במסווכ ווופנונמנוסוופ	Postal Ballot (if applicable)	158,50,68	ΑN	NA	AN	ĄN	AN	NA
	Total		84,25,046	94.60%	75,68,494	8,56,552	89.83%	10.17%
	E- voting (Remote)		8,96,116	14.55%	8,96,069	47	%66.66	0.01%
Public- Non	Poll (E-voting at AGM)		17	0.00%	17	0	100.00%	0.00%
Institutions	Postal Ballot	61,58,465	ĄV	ΨZ	AN	AN	ΔN	QN.
	(if applicable)							
	lotai		8,96,133	14.55%	8,96,086	47	%66.66	0.01%
TOTAL		3,82,68,619	3,25,25,482	84.99%	3,16,68,883	8,56,599	97.37%	2.63%





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Resolution requir	Resolution required: (Ordinary/ Special) : Special) : Special	Re-appointment of the Company	Re-appointment of Mr. Rajesh Sehgal (DIN: 00048482) as Independent Director (Non-Executive) of the Company	sh Sehgal (DIN: 00	0048482) as Inde	pendent Director	(Non-Executive)
Whether promot	Whether promoter/ promoter group are interested in the agenda/resolution?	e interested in tl	he agenda/resolu	tion?		No		
Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes in favor	No of votes against	% of votes in favor 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
	E- voting (Remote)		2,32,04,303	100.00%	2,32,04,303	0	100.00%	0.00%
Promoter and Promoter	Poll (E-voting at AGM)	2 32 04 303	0	%00.0	0	0	0.00%	0.00%
Group	Postal Ballot (if applicable)	505,50,50,5	NA	NA	NA	NA	NA	NA
	Total		2,32,04,303	100.00%	2,32,04,303	0	100.00%	0.00%
	E- voting (Remote)		84,25,046	94.60%	50,46,917	33,78,129	89.90%	40.10%
Public	(E-voting at AGM)	89.05.851	0	0.00%	0	0	0.00%	0.00%
Institutions	Postal Ballot (if applicable)	100,000	NA	NA	NA	ΑN	۸A	NA
	Total		84,25,046	94.60%	50,46,917	33,78,129	29.90%	40.10%
	E- voting (Remote)		8,96,116	14.55%	8,96,039	77	%66'66	0.01%
Public- Non	(E-voting at AGM)	61 59 465	17	0.00%	17	0	100%	0.00%
Institutions	Postal Ballot (if applicable)	60+'96'10	NA	NA	ΑN	AN	NA	NA
	Total		8,96,133	14.55%	8,96,056	11	%66.66	0.01%
TOTAL		3,82,68,619	3,25,25,482	84.99%	2,91,47,276	33,78,206	89.61%	10.39%



Resolution 5: Re-appointment of Mr. Kushal N. Desai (DIN - 00008084) as Managing Director and Chief Executive Officer of the Company for a further period

of 5 years with effect from January 1, 2023 to December 31, 2027 (both days inclusive).

Tomorrow's solutions today

as Managing Director and Chief Executive Officer of the Company for a further period of 5 years with effect from January 1, 2023 to [(5)/(2)*100]votes polled % of votes against on Re-appointment of Mr. Kushal N. Desai (DIN - 00008084) 10.17% 0.00% 0.00% 0.00% 0.00% 10.17% 0.01% 0.00% 0.01% 2.63% NA AN AN favor on votes % of votes in =[(4)/(2)*100] 100.00% 100.00% 89.83% 97.37% polled 89.83% 00.001 0.00% 0.00% %66.66 %66.66 NA Ϋ́ (9) AN December 31, 2027 (both days inclusive). No of votes 8,56,552 8,56,552 8,56,605 against NA MA (2) 0 53 AN 53 0 0 0 0 S No of votes 2,32,04,303 2,32,04,303 75,68,494 75,68,494 3,16,68,877 in favor 8,96,063 8,96,080 (4) AA ΑN ΑN 0 0 17 (3)=[(2)/(1)*outstanding % of votes polled on 100.00% 100.00% 94.60% shares %00.0 94.60% 14.55% 84.99% 0.00% 0.00% 14.55% 100] AN AN AN Whether promoter/ promoter group are interested in the agenda/resolution? No. of votes 2,32,04,303 2,32,04,303 3,25,25,482 84,25,046 84,25,046 polled 8,96,116 8,96,133 AN (2)Y Y ٧N 0 17 0 No. of shares 2,32,04,303 3,82,68,619 89,05,851 61,58,465 Ξ Resolution required: (Ordinary/ Special) : Special Mode of Voting E- voting (Remote) (E-voting at AGM) E- voting (Remote) E- voting (Remote) (E-voting at AGM) (E-voting at AGM) Postal Ballot (if applicable) (if applicable) Postal Ballot Postal Ballot (if applicable) Total Total Total **Public Institutions** Promoter Group Promoter and Public- Non Institutions Category TOTAL



Re-appointment of Mr. Chaitanya N. Desai (DIN - 00008091) as Managing Director of the Company for a further period of 5 years with effect from January 1, 2023 to December 31, 2027 (both days inclusive). Resolution 6:

Whether promoter from other group are interested in the agenda/resolution? No. of votes polled shares % of votes polled shares % of votes polled shares % of votes polled shares No of votes polled shares No of votes polled shares No of votes polled shares % of votes polled shares No of votes shares No of votes polled shares No of votes No of votes No of votes No of votes against From oter and promoter and fit applicable) E. voting (Remote) (E. voting at AGM) 2,32,04,303 100.00% 2,32,04,303 0 Public Institutions Fostal Ballot (if applicable) E. voting (Remote) 89,05,851 NA NA NA NA Public Non (if applicable) Fostal Ballot (if applicable) E. voting (Remote) 89,05,851 NA NA NA NA Public Non (if applicable) Fostal Ballot (if applicable) 17 0.00% 0.00% 0.55,5088 20,59,958 Postal Ballot (if applicable) A. Sa,66,481 NA </th <th>Resolution required:</th> <th>Resolution required: (Ordinary/ Special) : Special</th> <th>pecial</th> <th></th> <th>Re-appoir Managing with effer inclusive).</th> <th>oointment of N ging Director of ffect from Janu ve).</th> <th>Ar. Chaitanya the Company ary 1, 2023 to</th> <th>Re-appointment of Mr. Chaitanya N. Desai (DIN - 00008091) as Managing Director of the Company for a further period of 5 years with effect from January 1, 2023 to December 31, 2027 (both days inclusive).</th> <th>- 00008091) as eriod of 5 years 2027 (both days</th>	Resolution required:	Resolution required: (Ordinary/ Special) : Special	pecial		Re-appoir Managing with effer inclusive).	oointment of N ging Director of ffect from Janu ve).	Ar. Chaitanya the Company ary 1, 2023 to	Re-appointment of Mr. Chaitanya N. Desai (DIN - 00008091) as Managing Director of the Company for a further period of 5 years with effect from January 1, 2023 to December 31, 2027 (both days inclusive).	- 00008091) as eriod of 5 years 2027 (both days
Mode of Voting No. of shares No. of votes polled No. of shares No. of votes polled Shares No. of votes polled Shares Infavor Shares Infavor Infamor Infavor Infamor Infamor Infamor Infavor Infamor In	Whether promoter/	promoter group are in	terested in the	genda/resolution	اخد		No		
Caroting (Remote)	Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No of votes in favor	No of votes against	% of votes in favor on votes polled	% of votes against on votes polled
E-voting (Remote) 2,32,04,303 100.00% 2,32,04,303 Postal Ballot (if applicable) 2,32,04,303 NA NA NA NA E-voting (Remote) Postal Ballot (if applicable) 89,05,851 84,25,046 94.60% 63,65,088 Founding (Remote) Revoting (Remote) 89,05,851 NA NA NA Fostal Ballot (if applicable) Total 8,96,116 14.55% 8,96,033 F-voting (Remote) Revoting (Remote) 8,96,116 14.55% 8,96,033 F-voting (Remote) Revoting (Remote) Revoting (Remote) Revoting (Remote) Revoting (Remote) F-voting (Remote) Revoting (Remote) Revoting (Remote) Revoting (Remote) Revoting (Remote) F-voting (Remote) Revoting (Remote) Revoting (Remote) Revoting (Remote) Revoting (Remote) F-voting (Remote) Revoting (Remote) Revoting (Remote) Revoting (Remote) Revoting (Remote) F-voting (Remote) Revoting (Remote) Revoting (Remote) Revoting (Remote) Revoting (Remote) Revoting (Remote)			(1)	(2)	(3)= [(2)/(1)* 100]	(4)	(5)	(6) =[(4)/(2)*100]	(7) = [(5)/(2)*100]
Fouling at AGM) C,32,04,303 NA N		E- voting (Remote)		2,32,04,303	100.00%	2,32,04,303	0	100.00%	0.00%
Fostal Ballot	Promoter and	Poll (E-voting at AGM)	0	0	%00.0	0	0	0.00%	0.00%
F-voting (Remote) R4,25,046 94.60% 2,32,04,303 F-voting at AGM) R9,05,851 NA	Promoter Group	Postal Ballot (if applicable)	2,32,04,303	NA	NA	NA	NA	ΝΑ	ΝΑ
E-voting (Remote) 84,25,046 94.60% 63,65,088 Postal Ballot (if applicable) 89,05,851 NA NA NA NA E-voting at AGM) 61,58,465 8,96,116 17 0.00% 17 Fostal Ballot (if applicable) 61,58,465 NA NA NA NA Total 8,96,133 14,55% 8,96,050 17 Sastal Ballot (if applicable) 8,96,133 14,55% 8,96,050 Total 3,82,68,619 3,25,25,482 84,99% 3,04,65,441		Total		2,32,04,303	100.00%	2,32,04,303	0	100.00%	0.00%
E-voting (Remote) 84,25,046 94.60% 63,65,088 Poll 0 0.00% 0 Postal Ballot (if applicable) 89,05,851 NA NA NA Total 8,96,116 14.55% 8,96,033 E-voting of Remote) 61,58,465 NA NA NA Postal Ballot (if applicable) 61,58,465 NA NA NA Total 8,96,133 14,55% 8,96,050 Total 3,82,68,619 3,25,25,482 84,99% 3,04,65,441									
(if applicable) 89,05,851 NA NA NA NA Fostal Ballot (if applicable) Total 84,25,046 94.60% 63,65,088 E- voting (Remote) 8,96,116 14.55% 8,96,033 Postal Ballot (if applicable) 61,58,465 NA NA NA Total 8,96,133 14.55% 8,96,050 Total 3,82,68,619 3,25,25,482 84.99% 3,04,65,441		E- voting (Remote)		84,25,046	94.60%	63,65,088	20,59,958	75.55%	24.45%
Postal Ballot		Poll (E-voting at AGM)	270	0	%00.0	0	0	%00.0	%00.0
F- voting (Remote) 8,96,116 14.55% 8,96,033 Foundation of the stand of the st	Public Institutions	Postal Ballot (if applicable)	89,05,851	NA	NA	NA	NA	NA	NA
E- voting (Remote) 8,96,116 14.55% 8,96,033 Poll 17 0.00% 17 Postal Ballot (if applicable) NA NA NA Total 3,82,68,619 3,25,25,482 84.99% 3,04,65,441		Total		84,25,046	94.60%	63,65,088	20,59,958	75.55%	24.45%
E- voting (Remote) 8,96,116 14.55% 8,96,033 Poll 17 0.00% 17 Postal Ballot (if applicable) NA NA NA Total 3,82,68,619 3,25,25,482 84.99% 3,04,65,441									
Foul		E- voting (Remote)		8,96,116	14.55%	8,96,033	83	%66.66	0.01%
Postal Ballot b1,58,4b5 (if applicable) NA NA NA Total 8,96,133 14.55% 8,96,050 3,82,68,619 3,25,25,482 84.99% 3,04,65,441	Public- Non	Poll (E-voting at AGM)		17	%00.0	17	0	100.00%	%00.0
Total 8,96,133 14.55% 8,96,050 3,82,68,619 3,25,25,482 84.99% 3,04,65,441	Institutions	Postal Ballot (if applicable)	61,58,465	NA	NA	NA	NA	NA	AM
3,82,68,619 3,25,25,482 84.99% 3,04,65,441		Total		8,96,133	14.55%	8,96,050	83	%66.66	0.01%
The state of the s	TOTAL		3,82,68,619	3,25,25,482	84.99%	3,04,65,441	20,60,041	93.67%	6.33%



Resolution 7 : Payment of remuneration to the Cost Auditors of the Company for the FY 2022-23.



0.01%

99.99%

54

14.55%

8,96,079

8,96,133

3,82,68,619

Total

TOTAL

Resolution required: (Ordinary/Special): Ordinary	rdinary/ Special) : Or	dinary				Payment of	remuneration to the	to the Cost
						Auditors of th	Auditors of the Company for the FY 2022-23.	ie FY 2022-23.
Whether promoter/ promoter group are interested in the agenda/resolution?	moter group are inte	rested in the ag	enda/resolution?			No		
Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No of votes in favor	No of votes against	% of votes in favor 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]
	E- voting (Remote)		2,32,04,303	100.00%	2,32,04,303	0	100.00%	0.00%
Promoter and	Poll (E-voting at AGM)	2 32 04 303	0	%00.0	0	0	0.00%	%00.0
Promoter Group	Postal Ballot (if applicable)	2,32,04,303	NA	NA	NA	ΝΑ	NA	NA
	Total		2,32,04,303	100.00%	2,32,04,303	0	100.00%	%00.0
	E- voting (Remote)		84,25,046	94.60%	84,25,046	0	100.00%	0.00%
	Poll (E-voting at AGM)		0	0.00%	0	0	0.00%	0.00%
rubiic institutions	Postal Ballot (if applicable)	89,05,851	NA	NA	NA	ΑN	NA	NA
	Total		84,25,046	94.60%	84,25,046	0	100.00%	%00.0
	E- voting (Remote)		8,96,116	14.55%	8,96,062	54	86.66	0.01%
Public- Non	Poll (E-voting at AGM)		17	0.00%	17	0	100.00%	0.00%
Institutions	Postal Ballot (if applicable)	61,58,465	NA	NA	NA	NA	ΝΑ	ΑN



H. M. Mehta & Associates

Company Secretaries

CONSOLIDATED REPORT OF SCRUTINIZER

[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,
The Chairman,
33rd Annual General Meeting (AGM) of the Equity Shareholders of
APAR Industries Limited
(CIN: L91110GJ1989PLC012802)
301, Panorama Complex,
R C Dutt Road, Vadodara-390007,
Gujarat, India

Dear Sir,

- I, Hemang Mehta, Proprietor of H. M. Mehta & Associates, Practicing Company Secretaries, having office at 301, MindTree Building, A/3, Sunmoon Park Co. Op. Society, Near Radha Krishna Crossing, Towards PF Office, Akota, Vadodara-390020, Gujarat, India, was appointed as a Scrutinizer by the Board of Directors of APAR Industries Limited ("the Company") under 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) for the purpose of scrutinizing the process of remote e-voting process and e-voting contained in the notice dated 27th May, 2022 ("Notice") issued in accordance with the General Circular Nos. 14/2020, 17/2020, 20/2020, 02/2021, 21/2021 and 02/2022 issued by the Ministry of Corporate Affairs on 08th April, 2020, 02/2021, 21/2021 and 02/2022 issued by the Ministry of Corporate Affairs on 08th April, 2020, 13th April, 2020, 05th May, 2020, 13th January, 2021 and 05th May, 2022, respectively and SEBI Circular dated 12th May, 2020, 15th January, 2021 and 13th May, 2022, respectively ("MCA and SEBI Circulars") calling the Thirty-Third Annual General Meeting of its Equity Shareholders ("33rd AGM") through Video Conferencing (VC) / Other Audio Visual Means (OAVM) facility. The AGM was convened on Friday, 12th August, 2022 at 2:30 P.M. (IST) through VC / OAVM.
- 2. The management of the Company is responsible to ensure the compliance with the requirements of (i) the Companies Act, 2013 and Rules made thereunder; (ii) MCA and SEBI Circulars and (iii) the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR") relating to voting through electronic means on the resolutions contained in the Notice of the 33rd AGM of the members of the Company. My responsibility as a scrutinizer for the remote e-voting and e-voting is restricted to making a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions set forth in the Notice of the aforesaid 33rd AGM based on reports generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL), being the authorized agency engaged in by the Company for the said 33rd AGM.

Page 1 of 6

3. Further to above, I submit my report as under:

3.1 The Company had sent Notice dated 27th May, 2022 convening the 33rd AGM along with Statement setting out material facts under Section 102 of the Companies Act, 2013 and Annual Report 2021-22 by electronic means i.e. on the registered e-mail IDs of the Shareholders on 14th July, 2022, to those members whose names appeared in the Register of Members / List of Beneficiaries as on 08th July, 2022 (being cut-off-date for sending annual report to the shareholders).

As per the provisions of the Companies Act, 2013, the numbers of votes cast in respect of each resolution have been counted according to the numbers of shares held by the concerned shareholders. One share held equal to one vote.

- 3.2 The Company arranged for remote e-voting facility provided by Central Depository Services (India) Limited (CDSL) for conducting remote e-voting by the Shareholders of the Company on AGM Resolutions. The Company has also provided e-voting facility as provided by CDSL to the Shareholders during the AGM to vote on the Resolutions set out in the Notice of the said AGM, if they had not cast their vote earlier through remote e-voting.
- The above Notice was also placed on the website of the Company (<u>www.apar.com</u>) forthwith
 after it was sent to the members.
- 3.4. The notice clearly indicated the process and manner for voting by electronic means and the time schedule of voting from Monday, 08th August, 2022 (10:00 Hours) to Thursday, 11th August, 2022 (17:00 Hours) during which the votes could be cast and also provided the login ID and created facility for generating password and casting of vote in a secured manner.
- 3.5. As prescribed in the aforesaid Rules and MCA and SEBI Circulars, the Company has published an advertisement before dispatch of Notice of the AGM and Annual Report 2021-22 in e-mode in nationwide daily newspaper in "Business Standard" (English language) and in "Vadodara Samachar" (Gujarati language) on 09th July, 2022 and it carried the required information as specified in the said Rules.
- 3.6. As prescribed in the aforesaid Rules and MCA and SEBI Circulars, the Company has also published an advertisement after dispatch of Notice of the AGM and Annual Report 2021-22 in e-mode in nationwide daily newspaper in "Business Standard" (English language) and in "Vadodara Samachar" (Gujarati language) on 15th July, 2022 and it carried the required information as specified in the said Rules.
- 3.7. The remote e-voting remained open for a period of 4 days i.e. from Monday, 08th August, 2022 (10:00 Hours) to Thursday, 11th August, 2022 (17:00 Hours) and that the aforesaid remote e-voting period was completed one day prior to the date of the 33rd AGM which was held on Friday, 12th August, 2022.
- 3.8. The Equity Shareholders holding shares as on the "cut-off-date" i.e. Friday, 05th August, 2022 were entitled to vote on the proposed resolutions (Item Nos. 01 to 07) as set out in the Notice of the 33rd Annual General Meeting of the APAR Industries Limited either through remote evoting or through e-voting during the AGM.
- The attendance of Seventy-nine (79) members was registered who attended the AGM through VC/OAVM as per the MCA Circulars.

- 3.10. After completion of e-voting during the AGM, the data of e-voting was diligently scrutinized. Thereafter, data of e-voting were reconciled with the records maintained by the Link Intime India Private Limited, Vadodara, Registrar and Share Transfer Agent of the Company and the Authorizations lodged with the Company. Detailed registers were maintained containing the summary of results of remote e-voting and e-voting during AGM.
- 3.11. Thereafter, the votes cast through remote e-voting as well as e-voting at AGM were unblocked after completion of e-voting during the AGM in the presence of two witnesses, (1) Mrs. Kinjal Thakur, resident of C-401, Stonegate, Opposite Sangani Skyz, Near Priya Talkies, Vasna Bhayli Road, Vadodara-391410, Gujarat, India and (2) Ms. Harita Patel, resident of B-27, Ohm Housing Society, Opposite Gokul Party Plot, Gotri-Vasna Road, Vadodara-390007, Gujarat, India, who are not in the employment of the Company. They have signed below mentioned confirmation of the votes being unblocked in their presence.

Kinjal Thakur (Witness no. 1) Harita Patel (Witness no. 2)

3.12. Thereafter, the details containing, inter alia, list of equity shareholders, who voted "for", "against" each of the resolutions that were put to vote, were generated from the remote evoting website of CDSL i.e. www.evotingindia.com

The remote e-voting data was scrutinized by the undersigned for verification of the votes cast in favour of or against the resolutions.

4. Based on the Reports generated from the e-voting website of CDSL at the 33rd AGM of APAR Industries Limited, I hereby submit my Consolidated Report on the result of the remote e-voting together with that of e-voting during the 33rd AGM in respect of the said Resolutions as under:

ORDINARY BUSINESS:

Resolution No. 1 - As an Ordinary Resolution:

To receive, consider and adopt:

a. the Audited Financial Statements of the Company for the financial year ended March 31, 2022, together with the Reports of the Board of Directors and the Auditors thereon; and
 b. the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2022, together with the Report of the Auditors thereon.

Particulars of mode of voting	Total number of	Votes in fa resolution	vour of the	Votes ag resolution	ainst the
	valid votes cast	Number	% of total number of valid votes cast	Number	% of total number of valid votes cast
Remote E-voting	3,24,27,995	3,24,27,858	100.00%	137	0.00%
E-voting during AGM	17	17	100.00%	NIL	NIL
Total voting	3,24,28,012	3,24,27,875	100.00%	137	0.00%

Resolution No. 2 - As an Ordinary Resolution:

To declare dividend at the rate of Rs. 15/- (150%) per Equity Share of face Value of Rs. 10/- each, fully paid up, for the financial year 2021-22

Particulars of mode of voting	Total number of	Votes in fa resolution	vour of the	Votes a resolution	gainst the
	valid votes cast	Number	% of total number of valid votes cast	Number	% of total number of valid votes cast
Remote E-voting	3,25,25,465	3,25,25,404	100%	61	0.00%
E-voting during AGM	17	17	100%	NIL	NIL
Total voting	3,25,25,482	3,25,25,421	100%	61	0.00%

Resolution No. 3 - As an Ordinary Resolution:

To appoint a Director in place of Mr. Kushal N. Desai (DIN: 00008084), who retires by rotation and being eligible, offers himself for re-appointment.

Particulars of mode of voting	Total number of	Votes in fa resolution	vour of the	Votes ag resolution	ainst the
	valid votes cast	Number	% of total number of valid votes cast	Number	% of total number of valid votes cast
Remote E-voting	3,25,25,465	3,16,68,866	97.37%	8,56,599	2.63%
E-voting during AGM	17	17	100.00%	NIL	NIL
Total voting	3,25,25,482	3,16,68,883	97.37%	8,56,599	2.63%

SPECIAL BUSINESS:

Resolution No. 4 - As a Special Resolution:

Re-appointment of Mr. Rajesh Sehgal (DIN: 00048482) as Independent Director (Non-Executive) of the Company.

Particulars of mode of voting	Total number of	Votes in fa resolution	vour of the	Votes ag resolution	ainst the
	valid votes cast	Number	% of total number of valid votes cast	Number	% of total number of valid votes cast
Remote E-voting	3,25,25,465	2,91,47,259	89.61%	33,78,206	10.39%
E-voting during AGM	17	17	100%	NIL	NIL
Total voting	3,25,25,482	2,91,47,276	89.61%	33,78,206	10.39%

Resolution No. 5 - As a Special Resolution:

Re-appointment of Mr. Kushal N. Desai (DIN - 00008084) as Managing Director and Chief Executive Officer of the Company for a further period of 5 years with effect from January 1, 2023 to December 31, 2027 (both days inclusive).

Particulars of mode of voting	Total number of valid votes cast	Votes in favour of the resolution		Votes against the resolution	
		Number	% of total number of valid votes cast	Number	% of total number of valid votes cast
Remote E-voting	3,25,25,465	3,16,68,860	97.37%	8,56,605	2.63%
E-voting during AGM	17	17	100%	NIL	NIL
Total voting	3,25,25,482	3,16,68,877	97.37%	8,56,605	2.63%

Resolution No. 6 - As a Special Resolution:

Re-appointment of Mr. Chaitanya N. Desai (DIN - 00008091) as Managing Director of the Company for a further period of 5 years with effect from January 1, 2023 to December 31, 2027 (both days inclusive).

Particulars of mode of voting	Total number of valid votes cast	Votes in favour of the resolution		Votes against the resolution	
		Number	% of total number of valid votes cast	Number	% of total number of valid votes cast
Remote E-voting	3,25,25,465	3,04,65,424	93.67%	20,60,041	6.33%
E-voting during AGM	17	17	100%	NIL	NIL
Total voting	3,25,25,482	3,04,65,441	93.67%	20,60,041	6.33%

Resolution No. 7 - As an Ordinary Resolution:

Payment of remuneration to the Cost Auditors of the Company for the FY 2022-23.

Particulars of mode of voting	Total number of valid votes cast	Votes in favour of the resolution		Votes against the resolution	
		Number	% of total number of valid votes cast	Number	% of total number of valid votes cast
Remote E-voting	3,25,25,465	3,25,25,411	100%	54	0.00%
E-voting during AGM	17	17	100%	NIL	NIL
Total voting	3,25,25,482	3,25,25,428	100%	54	0.00%

5. The above-mentioned resolutions are deemed to have been passed with requisite majority.

H. M. MEHTA & ASSOCIATES COMPANY SECRETARIES

 The register and all other related papers shall remain in my safe custody until the Chairman considers, approves and signs the minutes and thereafter, I, shall hand over the register and all other related papers to the Company Secretary.

Thanking you, Yours sincerely,

For H. M. Mehta & Associates Company Secretaries

HEMANG MEHTA

Digitudy signed by MEMANG MEINTA DNI CHRI, confessional, precipients—in CTT/RESCOSSO-MAGE 1701 (MSE/1731/MSE/RESCOSSO-MAGE 1701 (MSE/1731/MSE/RESCOSSO-MAGE 1701 (MSE/1731/MSE/RESCOSSO-MAGE 2444600/0973/MSE/RESCOSSO-MAGE 2444600/0973/MSE/RESCOSSO-MAGE 2444600/0973/MSE/RESCOSSO-MAGE 2444600/0973/MSE/RESCOSSO-MAGE 2444600/MSE/RESCOSSO-MAGE 2444600/MSE/RESCOSSO-MAGE 2444600/MSE/RESCOSSO-MAGE 2444600/MSE/RESCOSSO-MAGE 2444600/MSE/RESCOSSO-MSE/RESCO

Hemang Mehta Proprietor C. P. No.: 2554 FCS No.: F4965

UDIN: F004965D000797933

Place: Vadodara Date: 16.08.2022

Countersigned by:

For APAR Industries Limited

Sanjaya Kunder

Company Secretary

Authorized by Chairman