

Date: September 22, 2023

To,
The Manager,
Listing Department,
National Stock Exchange of India Ltd.,
Exchange Plaza,
Bandra Kurla Complex, Bandra (East),
Mumbai – 400051

Corporate Services Department
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street
Mumbai – 400001

Symbol: SARLAPOLY

Security Code: 526885

Sub: Submission of Consolidated Scrutinizer's Report on the resolutions passed at the 30th Annual General Meeting of the Company

Dear Sir / Ma'am,

Enclosed herewith is the Consolidated Report of the Scrutinizer, Mr. Mayank Arora, Proprietor of M/s. Mayank Arora & Co., Practising Company Secretaries in the prescribed Form MGT-13, on the voting done through remote e-voting and e-voting at the 30th Annual General Meeting of the Company through electronic voting system, held on Thursday, September 21, 2023 at 03.00 pm. (IST) through Video Conferencing/ Other Audio Visual Means.

This is for your information and record.

For **Sarla Performance Fibers Limited**

(Neha Somani)
Company Secretary & Compliance Officer

Encl.: As above

Regd. Off. & Works 1:
Survey No. 59/1/4.
Amli Piparia Industrial
Estate, Silvassa-396 230,
U.T. Dadra & Nagar Haveli

Works 2:
Survey No.
64/2/3/4,61/1,61/2,62/5,63/5,63/7,
Amli Piparia Industrial Estate,
Silvassa-396 230,
U.T. Dadra & Nagar Haveli

Works 3:
Survey No. 213/P,
Plot No. 11 & 12,
Dadra-396 191,
U.T. Dadra & Nagar Haveli

Vapi Works:
Shed No. A1/48,
100 Sheds Area,
GIDC, Vapi-396 195
(Gujarat)

MAYANK ARORA & Co.

COMPANY SECRETARIES

FORM NO. MGT-13

SCRUTINIZER'S CONSOLIDATED REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,

The Chairman of 30th Annual General Meeting of **Sarla Performance Fibers Limited** held on Thursday, 21st day of September, 2023 at 03:00 p.m. (IST) through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM")

Dear Sir,

1. I, Mayank Arora, partner, of M/s. Mayank Arora & Co., Company Secretaries, have been appointed as Scrutinizer by the Board of Directors of **Sarla Performance Fibers Limited** ("the Company") for the purpose of Scrutinizing the process of voting through electronic means ("e-voting") in a fair and transparent manner on the resolutions contained in the notice dated August 10, 2023 ("Notice"), calling the 30th Annual General Meeting of its Equity Shareholders ("the Meeting" / "AGM") through VC / OAVM. The AGM was convened on Thursday, 21st day of September, 2023 at 03:00 P.M IST through VC / OAVM.
2. The said appointment as Scrutinizer is under the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("the Rules") and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015. As the Scrutinizer, I have to scrutinize:
 - (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").

Management's Responsibility

3. The management of the Company is responsible to ensure compliance with the requirements of (i) the Act and the Rules made thereunder; (ii) the MCA Circulars; and (iii)



the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("LODR") relating to e-voting on the resolutions contained in the Notice calling the AGM. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

Scrutinizer's Responsibility

4. My responsibility as Scrutinizer for e-voting process (i.e. remote e-voting and e-voting) 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 National Securities Depository Limited (NSDL), the Agency authorized under the Rules and engaged by the Company to provide e-voting facility and attendant papers / documents furnished to me electronically by the Company and/ or National Securities Depository Limited (NSDL) for my verification.

Cut-off date

5. The Equity Shareholders of the Company as on the "cut-off" date, as set out in the Notice, i.e., Thursday, September 14, 2023 were entitled to vote on the resolutions (item nos. 1 to 5 as set out in the Notice calling the AGM) and their voting rights were in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date.

6. Remote e-voting process:-

- i. The remote e-voting period remained open from Monday, 18th September, 2023 (10.00 A.M. IST) to Wednesday, 20th September, 2023 (5.00 P.M. IST)
- ii. The votes cast were unblocked on Thursday, 21st September, 2023 after the conclusion of the AGM and was witnessed by two witnesses, Ms. Prathvika Poojary and Ms. Nishita Gandhi, who are not in the employment of the Company and/or NSDL. They have signed below in confirmation of the same.



Prathvika Poojary



Nishita Gandhi



- iii. Thereafter, the details containing, inter alia, the list of Equity Shareholders who voted "in favour" or "against" on each of the resolutions that was put to vote, were generated from the e-voting website of National Securities Depository Limited (NSDL), i.e. <https://www.e-voting.nsdl.com/>. Based on the report generated by NSDL and relied upon by me, data regarding the remote e-voting was scrutinized on test check basis.

7. E-voting process at the AGM:-

- i. After the time fixed for closing of the e-voting by the Chairman, the electronic system recording the e-voting (e-votes) was locked by NSDL under my instructions.
 - ii. The e-voting system was scrutinized on test check basis. The e-votes were reconciled with the records maintained by the Company / NSDL and the authorizations lodged with the Company/ NSDL on test check basis.
 - iii. The e-votes cast were unblocked on Thursday, 21st September, 2023 after the conclusion of the AGM.
8. I submit herewith the Consolidated Scrutinizer's Report on the results of the remote e-voting and e-voting, based on the reports generated by NSDL, scrutinized on test check basis and relied upon by me as under:-



ORDINARY BUSINESS:

RESOLUTION NO 1: (AS AN ORDINARY RESOLUTION)

To receive, consider and adopt:

a. Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2023 together with the Reports of the Board of Directors and Auditors thereon; and

b. Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2023 and the Report of Auditors thereon.

(I) Voted in favour of the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast i.e.
Remote E-voting	89	4,80,68,257	99.99
Voting at AGM	0	0	0
Total	89	4,80,68,257	99.99

(II) Voted against the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast i.e.
Remote E-voting	7	3513	0.01
Voting at AGM	0	0	0
Total	7	3513	0.01

(III) Invalid Votes:

	Total number of members whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0
Voting at AGM	0	0
Total	0	0

Result: Resolution passed with requisite majority



RESOLUTION NO 2: (AS AN ORDINARY RESOLUTION)

Appointment of Mr. Kanav Krishna Jhunjhunwala (DIN: 09507192) who retires by rotation and being eligible, offers himself for re-appointment.

(I) Voted in favour of the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast i.e.
Remote E-voting	86	4,75,36,210	98.89
Voting at AGM	0	0	0
Total	86	4,75,36,210	98.89

(II) Voted against the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast i.e.
Remote E-voting	10	5,35,560	1.11
Voting at AGM	0	0	0
Total	10	5,35,560	1.11

(III) Invalid Votes:

	Total number of members whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0
Voting at AGM	0	0
Total	0	0

Result: Resolution passed with requisite majority



SPECIAL BUSINESS:

RESOLUTION NO 3: (AS AN ORDINARY RESOLUTION)

Ratification of the remuneration of Cost Auditors for the Financial Year ending March 31, 2024.

(I) Voted in favour of the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast i.e.
Remote E-voting	89	4,80,68,257	99.99
Voting at AGM	0	0	0
Total	89	4,80,68,257	99.99

(II) Voted against the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast i.e.
Remote E-voting	7	3513	0.01
Voting at AGM	0	0	0
Total	7	3513	0.01

(III) Invalid Votes:

	Total number of members whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0
Voting at AGM	0	0
Total	0	0

Result: Resolution passed with requisite majority



SPECIAL BUSINESS:

RESOLUTION NO 4: (AS AN ORDINARY RESOLUTION)

Appointment of Mr. Sachin Shashikant Abhyankar (DIN: 02760746) as a Non-Executive, Non-Independent Director of the Company.

(I) Voted in favour of the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast i.e.
Remote E-voting	89	4,80,68,257	99.99
Voting at AGM	0	0	0
Total	89	4,80,68,257	99.99

(II) Voted against the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast i.e.
Remote E-voting	7	3513	0.01
Voting at AGM	0	0	0
Total	7	3513	0.01

(III) Invalid Votes:

	Total number of members whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0
Voting at AGM	0	0
Total	0	0

Result: Resolution passed with requisite majority



SPECIAL BUSINESS:

RESOLUTION NO 5: (AS AN ORDINARY RESOLUTION)

Appointment of Mr. Bharat K. Jhamvar (DIN: 00211297) as an Independent Director of the Company for a period of 5 (Five) years.

(I) Voted in favour of the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast i.e.
Remote E-voting	89	4,80,68,257	99.99
Voting at AGM	0	0	0
Total	89	4,80,68,257	99.99

(II) Voted against the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast i.e.
Remote E-voting	7	3513	0.01
Voting at AGM	0	0	0
Total	7	3513	0.01

(III) Invalid Votes:

	Total number of members whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0
Voting at AGM	0	0
Total	0	0

Result: Resolution passed with requisite majority.



9. The electronic data and all other relevant records relating to e-voting are under my safe custody and will be handed over to Ms. Neha Somani (Company Secretary), for preserving safely after the Chairman considers, approves and signs the minutes of the AGM
10. The consolidated result of the votes cast (by Remote E-Voting and by Voting at AGM) is provided as Annexure 1 to this report.

Thanking You,
Yours Faithfully,

**For Mayank Arora & Co.,
Company Secretaries**



Mayank Arora

Place: Mumbai

Date: 22/09/2023

UDIN: F010378E001063815

For Sarla Performance Fibers Limited

**Neha Somani
Company Secretary and Compliance Officer**

Annexure – 1

Consolidated result of voting (by remote e-voting and e-voting) for resolution numbers 1 to 5 of the Notice of the 30th Annual General Meeting of “Sarla Performance Fibers Limited” held on Thursday, September 21, 2023 at 03:00 P.M (IST):-

Res olut ion No.	Total Valid Votes Cast			Voted in favour of resolution				Voted against the resolution			
	Remote E- voting	E- voting at AGM	Total	Remote E- voting	E- voting at AGM	Total	%	Remote E- voting	E- voting at AGM	Total	%
1.	4,80,71,770	0	4,80,71,770	4,80,68,257	0	4,80,68,257	99.99	3,513	0	3,513	0.01
2.	4,80,71,770	0	4,80,71,770	4,75,36,210	0	4,75,36,210	98.89	5,35,560	0	5,35,560	1.11
3.	4,80,71,770	0	4,80,71,770	4,80,68,257	0	4,80,68,257	99.99	3,513	0	3,513	0.01
4.	4,80,71,770	0	4,80,71,770	4,80,68,257	0	4,80,68,257	99.99	3,513	0	3,513	0.01
5.	4,80,71,770	0	4,80,71,770	4,80,68,257	0	4,80,68,257	99.99	3,513	0	3,513	0.01

**For Mayank Arora & Co.,
Company Secretaries**



Mayank Arora

Place: Mumbai

Date: 22/09/2023

UDIN: F010378E001063815

For Sarla Performance Fibers Limited

Neha Somani

Company Secretary and Compliance Officer