



# SIMMONDS MARSHALL LIMITED

**Regd. Office & Factory:**

Plot No. C-4/1, Phase II, Chakan, MIDC  
Bhamboli, Khed, Pune-410 501, Maharashtra.  
Tel. : (91-02135) 683939 / 683900  
E-Mail : sml@simmondsmarshall.com  
CIN: L29299PN1960PLC011645

**Admn. & Sales Office:**

Apeejay Chambers, 5, Wallace Street, Fort  
Mumbai-400 001, Maharashtra.  
Tel. : (91-022) 66337425 / 7426 / 7427  
E-Mail : sales@simmondsmarshall.com  
Website : www.simmondsmarshall.com

Date: September 23, 2021

To,  
Corporate Relationship Department  
BSE Limited,  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort,  
Mumbai - 400 001

Scrip Code: 507998

Sub: Proceedings / Outcome of the 61<sup>st</sup> Annual General Meeting (AGM) of  
the Company held on September 23, 2021.

Dear Sir(s),

In terms of Regulation 30 and Part - A of Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith the summary of Proceedings/ Outcome of the 61<sup>st</sup> Annual General Meeting of the Company held on Thursday, September 23, 2021 at 11.00 a.m. (IST) through two-way Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"). The meeting concluded at 11:08 a.m. (IST)

Kindly take the above intimation on your record.

Thanking You,

Yours faithfully,  
For SIMMONDS MARSHALL LIMITED

NAVROZE  
SHIAMAM  
MARSHALL

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NAVROZE SHIAMAM  
MARSHALL  
Date: 2021.09.23  
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N. S. MARSHALL  
MANAGING DIRECTOR  
(DIN: 00085754)

Encl: as above.





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## SUMMARY OF PROCEEDINGS OF 61<sup>ST</sup> ANNUAL GENERAL MEETING OF SIMMONDS MARSHALL LIMITED HELD ON THURSDAY, SEPTEMBER 23, 2021 AT 11:00 A.M. IST THROUGH TWO-WAY VIDEO CONFERENCING ("VC") / OTHER AUDIO VISUAL MEANS ("OAVM")

### A. DATE, TIME AND VENUE OF THE MEETING:

In terms of the General Circular Nos.14/2020, 17/2020, 20/2020 and 02/2021 dated April 8, 2020, April 13, 2020, May 5, 2020 and January 13, 2021, respectively, issued by the Ministry of Corporate Affairs ("MCA Circulars") and Circular No. SEBI/ HO/CFD/CMD1/ CIR /P/2020/79 and SEBI/HO/CFD/CMD 2/CIR/P/2021/11 dated May 12, 2020 and January 15, 2021 issued by the Securities and Exchange Board of India ("SEBI Circular") and in compliance with the provisions of the Act and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") the 61<sup>st</sup> Annual General Meeting (AGM) of the Members of **Simmonds Marshall Limited** was held on Thursday, September 23, 2021 at 11 a.m. (IST) through two-way Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").

Total 22 members attended the meeting as per the records of attendance.

### B. PROCEEDINGS IN BRIEF:

After ascertaining that the requisite numbers of members were present through two-way VC/OAVM, Mr. N. S. Marshall, Chairman of the Meeting & Managing Director of the Company presided over the Meeting and welcomed all the members.

The Chairman informed that in view of the restrictions due to outbreak of COVID-19 and considering the social distancing norms the AGM was held through VC/ OAVM in compliance with the circulars issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India. He further informed that the Company had tied up with CDSL to provide the facility for remote e-voting, e-voting during the AGM and participation in the AGM through VC/ OAVM.

The Chairman introduced all the Directors present, Chief Financial Officer, Company Secretary and the representatives of the Auditors.

The Chairman informed to the members that:

In accordance with the provisions of the Companies Act, 2013 and SEBI Listing Regulations, the Members have been provided the facility to exercise their right to vote by electronic means, either through remote e-voting or by e-voting at the AGM.

Members joining the meeting through video conferencing, who have not cast their vote by remote e-voting, may vote through e-voting facility provided by CDSL at the AGM. The Members who have cast their vote by remote e-voting prior to the AGM shall not be entitled to cast their vote again.

Thereafter, Mr. N. S. Marshall delivered the Chairman's speech at the Meeting.

Further, with the permission of the members, the Chairman declared that the Notice convening the AGM and the Directors' Report, were taken as read. The Statutory Audit Report did not contain any qualifications / adverse remarks, were taken as read.

The Chairman informed that no Member had registered as speaker for the meeting through VC/OAVM.

Thereafter the Chairman read out each item of business as per the Notice of Annual General Meeting dated June 30, 2021:

Sr. No.	Particulars	Type of Resolution
<b>ORDINARY BUSINESS:</b>		
1.	To approve and adopt :  a. the Audited Standalone Financial Statements of the Company for the year ended March 31, 2021, including the Audited Balance Sheet as at March 31, 2021, the Statement of Profit and Loss, Cash Flow Statement for the year ended on that date together with the Reports of the Directors and Auditors thereon  b. the Audited Consolidated Financial Statements of the Company for the	Ordinary Resolution



	year ended March 31, 2021, including the Audited Balance Sheet as at March 31, 2021, the Statement of Profit and Loss, Cash Flow Statement for the year ended on that date together with the Auditors Reports thereon.	
2.	Appointment of Mr. I. M. Panju as a Director liable to retire by rotation.	Ordinary Resolution
<b>SPECIAL BUSINESS:</b>		
3.	Payment of Remuneration to M/s. Joshi Apte & Associates, Cost Accountants (Firm Registration No. 000240), the Cost Auditors of the Company for the Financial Year 2021-22.	Ordinary Resolution

The Chairman also informed the members about the following:

- i. The remote e-voting period had commenced on September 20, 2021 at 9.00 a.m. (IST) and ended on September 22, 2021 at 5.00 p.m. (IST).
- ii. The Company had provided to the members facility to cast their votes electronically. Members who had not cast their votes through remote e-voting platform were provided with an opportunity to cast their votes, electronically during the AGM and a time period of 15 minutes was available for voting after which the meeting was closed.
- iii. The Company had appointed Mr. Mahesh Soni, Partner of M/s. GMJ & Associates, Company Secretaries, as Scrutinizer to conduct the process in a fair and transparent manner.

Thereafter, the Chairman announced that all the business set out in the Notice of the AGM had been conducted. The voting results along with the Scrutinizer's Report will be made available on the Company's website at [www.simmondsmarshall.com](http://www.simmondsmarshall.com) and will be simultaneously communicated to BSE Limited within 48 hours from the conclusion of the AGM.

The Chairman on behalf of the Board thanked the Members for attending and participating at the AGM.

The 61<sup>st</sup> Annual General Meeting of the Company concluded at 11.08 a.m. (IST).

Yours faithfully,  
For **SIMMONDS MARSHALL LIMITED**

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SHIAMAM  
MARSHALL

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SHIAMAM MARSHALL  
Date: 2021.09.23 15:59:09  
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**N.S. MARSHALL**  
**MANAGING DIRECTOR**  
**(DIN: 00085754)**





# SIMMONDS MARSHALL LIMITED

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Website : www.simmondsmarshall.com

**Date: September 24, 2021**

To,  
**Corporate Relationship Department**  
**BSE Limited,**  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort,  
Mumbai - 400 001

**Scrip Code: 507998**

**Sub: Scrutinizer Report of the 61<sup>st</sup> Annual General Meeting (AGM) of the Company held on September 23, 2021.**

Dear Sir(s),

We hereby submit the consolidated Scrutinizer Report for Remote E-voting & E-voting during the Meeting of the 61<sup>st</sup> Annual General Meeting of the Company held on Thursday, September 23, 2021 at 11:00 a.m. (IST) through two-way Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"), in accordance with the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 including the amendments thereof.

Kindly take the above intimation on your record.

Thanking you,

**Yours faithfully,**  
**For SIMMONDS MARSHALL LIMITED**

NAVROZE SHIAMAM MARSHALL  
Digitally signed by  
NAVROZE SHIAMAM  
MARSHALL  
Date: 2021.09.24  
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**N. S. MARSHALL**  
**MANAGING DIRECTOR**  
**(DIN: 00085754)**

Encl: as above.



**Consolidated Report of Scrutinizer for Remote E-voting & E-voting during AGM**  
[Pursuant to Section 108/109 of the Companies Act, 2013 read with the Rule 20(4) (xii) of the  
Companies (Management and Administration) Rules, 2014 as amended]

To,  
The Chairman,  
**SIMMONDS MARSHALL LIMITED,**  
Plot No. C-4/1, Phase II,  
Chakan MIDC, Bhamboli,  
Khed, Pune - 410 501

**Subject: 61<sup>st</sup> Annual General Meeting of the Members of Simmonds Marshall Limited  
held on Thursday, September 23, 2021 at 11.00 a.m. (IST) through Video  
Conferencing (VC)/ Other Audio-Visual Means (OAVM).**

Dear Sir,

We, M/s. GMJ & Associates, Company Secretaries, represented by Mr. Mahesh Soni, Partner have been duly appointed by the Board of Directors of Simmonds Marshall Limited for the purpose of scrutinizing the remote e-voting process and e-voting during the Annual General Meeting ("AGM") under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and MCA General Circular No. 02/2021 dated January 13, 2021 and also SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, in a fair and transparent manner in respect of the Resolutions passed at the AGM of Simmonds Marshall Limited at their Meeting held on Thursday, September 23, 2021 at 11.00 a.m. (IST) by Video Conferencing (VC) / Other Audio-Visual Means (OAVM).

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules framed thereunder relating to remote e-voting and e-voting system during the AGM. Our responsibility as a Scrutinizer is restricted to make a Scrutinizer's Report of the Votes Cast in "FAVOUR" or "AGAINST" the resolutions as stated below on the report generated from the remote e-voting and e-voting system at the AGM provided by Central Depository Services (India) Limited (CDSL), the authorised agency engaged by the Company to provide remote e-voting and e-voting system at the AGM.

We hereby submit our report as follows:

1. The resolutions were transacted through the process of remote e-voting and through e-voting system at the AGM. For the purpose of remote e-voting and e-voting system at the AGM, the Company has engaged CDSL for its services;

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2. Members attended the Meeting through VC/OAVM facility provided in accordance with the General Circular No. 02/2021 of January 13, 2021 and other circulars issued by the Ministry of Corporate Affairs ("MCA") from time to time and were counted for the purpose of reckoning quorum under Section 103 of the Companies Act, 2013;
3. The cut-off date for the purpose of identifying Members who were entitled to vote on the resolutions placed for approval, was September 16, 2021;
4. The period for remote e-voting commenced on September 20, 2021 at 9:00 a.m. (IST) and ended on September 22, 2021 at 5:00 p.m. (IST). The remote e-voting module was disabled by CDSL for voting thereafter;
5. For the Members who did not cast their vote through remote e-voting facility, the Company has provided the facility of e-voting system during the AGM;
6. Further, the votes cast through remote e-voting and e-voting system during the AGM were unblocked by us on September 23, 2021 at 12:00 p.m. in the presence of two witnesses Mr. Mahesh Soni and Mr. Rishabh Gupta neither of whom was in the employment of the Company and e-voting summary statement was downloaded from the e-voting website;
7. The votes were also scrutinized for the purpose of eliminating duplicate voting of the votes, if any;
8. Our report on the results of e-voting is based on the data downloaded from the website of CDSL;
9. The data relating to e-voting process were reconciled with the records maintained by the Company/Registrar & Transfer Agents of the Company.

We hereby submit our Consolidated Scrutinizer's Report on the results of remote e-voting and e-voting system at the AGM.

**Item No.1: To approve and adopt:**

**a. the Audited Standalone Financial Statements of the Company for the year ended March 31, 2021, including the Audited Balance Sheet as at March 31, 2021, the Statement of Profit and Loss, Cash Flow Statement for the year ended on that date together with the Reports of the Directors and Auditors thereon.**

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b. the Audited Consolidated Financial Statements of the Company for the year ended March 31, 2021, including the Audited Balance Sheet as at March 31, 2021, the Statement of Profit and Loss, Cash Flow Statement for the year ended on that date together with the Auditors Report thereon -As An Ordinary Resolution:

A.

Votes in Favour			Votes against			Invalid Votes
Nos. of Members who voted	Nos. of votes cast	% of total nos. of votes cast	Nos. of Members who voted	Nos. of votes cast	% of total nos. of votes cast	Nos. of votes cast
35	1465890	99.9395	3	887	0.0605	0

B.

Whether Promoter / Promoter Group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No of Shares held (1)	No. of votes polled (2)	% of Votes polled on outstanding shares (3) = [(2)/(1)] *100	No. of Votes in favour (4)	No. of Votes against (5)	% of votes in favour on votes polled (6) = [(4)/(2)] *100	% of votes against on votes polled (7) = [(5)/(2)] *100
Promoter	E-voting	6581900	1187382	18.0401	1187382	0	100.0000	0.0000
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public Institutions	E-voting	134000	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public Non-Institutions	E-voting	4484100	279395	6.2308	278508	887	99.6825	0.3175
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
<b>TOTAL</b>		<b>11200000</b>	<b>1466777</b>	<b>13.0962</b>	<b>1465890</b>	<b>887</b>	<b>99.9395</b>	<b>0.0605</b>

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**Item No.2: Appointment of Mr. I. M. Panju as a Director liable to retire by rotation – As an Ordinary Resolution:**

A.

Votes in Favour			Votes against			Invalid Votes
Nos. of Members who voted	Nos. of votes cast	% of total nos. of votes cast	Nos. of Members who voted	Nos. of votes cast	% of total nos. of votes cast	Nos. of votes cast
28	228258	99.5043	4	1137	0.4957	0

NOTE: Mrs. Kamal Imran Panju, Mrs. Kayan Jamshid Pandole, Mrs. Maki Shiamak Marshall, Mr. Navroze Shiamak Marshall, Mr. Shiamak J. Marshall, Mrs. Parizad Navroze Marshall being interested in the resolution and abstained from voting.

B.

Whether Promoter / Promoter Group are interested in the agenda/resolution?			Yes Mr. S. J Marshall, Mr. N. S. Marshall, Mrs. Maki Marshall, Mrs. Kayan Pandole, Mrs. Kamal Panju being interested in the resolution abstained from voting.					
Category	Mode of Voting	No of Shares held (1)	No. of votes polled (2)	% of Votes polled on outstanding shares (3) = [(2)/(1)] *100	No. of Votes in favour (4)	No. of Votes against (5)	% of votes in favour on votes polled (6) = [(4)/(2)] *100	% of votes against on votes polled (7) = [(5)/(2)] *100
Promoter	E-voting	6581900	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public Institutions	E-voting	134000	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public Non-Institutions	E-voting	4484100	229395	5.1157	228258	1137	99.5043	0.4957
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
<b>TOTAL</b>		<b>11200000</b>	<b>229395</b>	<b>2.0482</b>	<b>228258</b>	<b>1137</b>	<b>99.5043</b>	<b>0.4957</b>

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**Item No. 3: Payment of Remuneration to M/s. Joshi Apte & Associates, Cost Accountants (Firm Registration No. 000240), the Cost Auditors of the Company for the Financial Year 2021-22- AS AN ORDINARY RESOLUTION:**

**A.**

Votes in Favour			Votes against			Invalid Votes
Nos. of Members who voted	Nos. of votes cast	% of total nos. of votes cast	Nos. of Members who voted	Nos. of votes cast	% of total nos. of votes cast	Nos. of votes cast
35	1465890	99.9242	4	1112	0.0758	0

**B.**

Whether Promoter / Promoter Group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No of Shares held (1)	No. of votes polled (2)	% of Votes polled on outstanding shares (3) = [(2)/(1)] *100	No. of Votes in favour (4)	No. of Votes against (5)	% of votes in favour on votes polled (6) = [(4)/(2)] *100	% of votes against on votes polled (7) = [(5)/(2)] *100
<b>Promoter</b>	E-voting	6581900	1187382	18.0401	1187382	0	100.0000	0.0000
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
<b>Public Institutions</b>	E-voting	134000	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
<b>Public Non-Institutions</b>	E-voting	4484100	279620	6.2358	278508	1112	99.6023	0.3977
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
<b>TOTAL</b>		<b>11200000</b>	<b>1467002</b>	<b>13.0982</b>	<b>1465890</b>	<b>1112</b>	<b>99.9242</b>	<b>0.0758</b>

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: 6:

All the resolutions voted through remote e-voting and e-voting at the AGM were passed with **REQUISITE MAJORITY**. The e-voting reports containing a list of Members who voted "FOR" and "AGAINST" each resolution and all other relevant records will be sealed and handed over to the Company for safe keeping.

For GMJ & ASSOCIATES  
Company Secretaries



[CS MAHESH SONI]  
PARTNER  
FCS: 3706; COP: 2324  
UDIN: F003706C001001001

PLACE: MUMBAI  
DATE: SEPTEMBER 24, 2021.

