



# 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 28, 2023

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

Scrip Code: 507998

Sub: Proceedings / Outcome of the 63<sup>rd</sup> Annual General Meeting (AGM) of the Company held on September 28, 2023.

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 63<sup>rd</sup> Annual General Meeting of the Company held on Thursday, September 28, 2023 at 11.00 a.m. (IST) through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM") to transact the business as stated in notice conveying the AGM. The meeting concluded at 11:17 a.m. (IST)

Kindly take the above intimation on your record.

Thanking You,

Yours faithfully,  
For SIMMONDS MARSHALL LIMITED

NAVROZE SHIAMAK MARSHALL  
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NAVROZE SHIAMAK  
MARSHALL  
Date: 2023.09.28  
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N. S. MARSHALL  
MANAGING DIRECTOR  
(DIN: 00085754)



Encl: as above.



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## SUMMARY OF PROCEEDINGS OF 63<sup>rd</sup> ANNUAL GENERAL MEETING OF SIMMONDS MARSHALL LIMITED HELD ON THURSDAY, SEPTEMBER 28, 2023 AT 11:00 A.M. THROUGH VIDEO CONFERENCING ("VC")/ OTHER AUDIO VISUAL MEANS ("OAVM").

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

In terms of the General Circular No. 10/2022 dated 28<sup>th</sup> December, 2022 issued by the Ministry of Corporate Affairs ("MCA") and circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 5<sup>th</sup> January, 2023 issued by the Securities and Exchange Board of India ("SEBI Circular") and in compliance with the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the 63<sup>rd</sup> Annual General Meeting (AGM) of the Members of **Simmonds Marshall Limited** was held on Thursday, September 28, 2023 at 11 a.m. (IST) through 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 in accordance with the Companies Act, 2013 ("Act"), Mr. N. S. Marshall, Chairman of the Meeting & Managing Director of the Company presided over the Meeting and welcomed all the members.
- 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.
- Thereafter, he introduced all the Directors present, Chief Financial Officer, Company Secretary and the representatives of the Auditors.
- 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 to the Shareholders dated August 2, 2023 calling for the 63<sup>rd</sup> Annual General Meeting was taken as read. The Report of the Statutory Auditors & Secretarial Auditors of the Company do not contain any qualification or adverse remarks, therefore with the permission of the members in terms of Section 145 of the Companies Act, 2013, were taken as read.



- The Chairman confirmed that as required under Companies Act, 2013, the Register of Directors and Key Managerial Personnel and their shareholding maintained under section 170 of Companies Act, 2013, the Register of Contracts maintained under section 189 of the Companies Act, 2013 are made available for inspection in electronic mode to every member who had made specific request for inspection by sending an email to the Company.
- He further informed that this AGM is being held through Video Conferencing, the facility for appointment of proxies by the Members was not available for this AGM.
- The Chairman highlighted various aspects of the operations of the Company, performance for the financial year 2022-23 and outlook for the future.
- After Conclusion of Speech, Chairman informed that the Company had provided the facility of Remote e-voting to the Members through Central Depository Services Limited (CDSL) and e-voting period commenced on September 25, 2023 at 9:00 a.m. (IST) and ended on September 27, 2023 at 5:00 p.m. (IST). In Remote e-voting, the shareholders have voting rights in proportion to their shares in the Paidup Equity Share Capital to maintain parity, in accordance with the provisions of Section 108 of the Act.
- It was informed that the facility for voting through the e-voting system was made available during the Meeting for Members who had not cast their vote prior to the Meeting.
- The Chairman further informed that Mr. Mahesh Soni, Partner of GMJ & Associates, Company Secretaries was appointed as Scrutinizer for the purpose of scrutinizing the process of remote e-voting held prior and e-voting during the AGM.
- Some of the members present at the meeting raised queries and also sought certain information / clarifications broadly focusing on certain accounting / financial aspects and future plans.
- The Chairman after providing opportunity to the shareholders present for raising their queries and seeking clarifications, responded to such queries, comments and clarifications.
- Thereafter the Chairman read out each item of business as per the Notice of Annual General Meeting dated August 2, 2023:



Sr. No.	Particulars	Type of Resolution
<b>ORDINARY BUSINESS:</b>		
1.	<p>To receive, consider and adopt:</p> <p>a) the Audited Standalone Financial Statements of the Company for the year ended March 31, 2023, including the Audited Balance Sheet as at March 31, 2023, 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</p> <p>b) the Audited Consolidated Financial Statements of the Company for the year ended March 31, 2023, including the Audited Balance Sheet as at March 31, 2023, the Statement of Profit and Loss, Cash Flow Statement for the year ended on that date together with the Auditors Reports thereon</p>	Ordinary Resolution
2.	Appointment of Mr. I. M. Panju as a Director liable to retire by rotation.	Ordinary Resolution
<b>SPECIAL BUSINESS:</b>		
3.	Approval of Appointment of Mr. Jamshid N. Pandole (DIN - 01800069) as a Non-Executive Director of the Company.	Ordinary Resolution
4.	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 2022-23.	Ordinary Resolution
5.	Approval of Appointment of Mr. Mukkaram Khoozema Faizullahoy (DIN: 00013754), as an Independent Director.	Special Resolution



### C. VOTING BY MEMBERS:

- 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.

The Company has appointed Mr. Mahesh Soni, Partner of M/s. GMJ & Associates, Company Secretaries as the Scrutinizer to conduct the voting process in a fair & 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 two working days from the conclusion of the AGM.

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

The 63<sup>rd</sup> Annual General Meeting of the Company concluded at 11.17 a.m. (IST).

Yours faithfully,

**For SIMMONDS MARSHALL LIMITED**

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SHIAMAK  
MARSHALL

Digitally signed by  
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**N.S. MARSHALL  
MANAGING DIRECTOR  
(DIN: 00085754)**

