

# SALEM ERODE INVESTMENTS LTD.

**Reg. Office:** Door No. 61/A8 (38/A8), VJP  
Parijatham Apartments, 1st Avenue, Ashok  
Nagar, Chennai, Tamil Nadu- 600083

**Corp. Office:** V.K.K Building, Main Road,  
Irinjalakuda, Thrissur, Kerala - 680121

CIN NO. L31200TN1931PLC145816

Date: 17.07.2023

To,

BSE Ltd.,  
P.J. Tower, Dalal Street,  
Mumbai – 400 001  
Scrip Code: 540181

Sir,

Sub: Submission of scrutinizer report and voting results of Annual General Meeting of Salem Erode Investments Limited (“the Company”)

Pursuant to regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), the Company is pleased to inform that Members vide 92<sup>nd</sup> Annual General Meeting held on Saturday, the 15<sup>th</sup> day of July, 2023 has approved the following resolutions:

1. Approval of audited financial statements of the Company for the financial year ended March 31, 2023 – Ordinary Resolution
2. Appointment of a Director in place of Mr. K.G. Anilkumar, who retires by rotation and being eligible, offers himself for re-appointment – Ordinary Resolution
3. Re-appointment of M/s. Manikandan & Associates, Chartered Accountants, Thrissur as the Statutory Auditors of the Company and fixation of remuneration – Ordinary Resolution

The Company provided remote e-voting facility to the members on resolutions considered at the AGM from Wednesday i.e. 12<sup>th</sup> day of July, 2023 at 10.00 a.m. IST to Friday, 14<sup>th</sup> day of July, 2023 at 05.00 p.m. IST. The Company also provided e-voting facility to the shareholders present at the AGM through Video Conferencing, who had not casted their vote earlier.

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cs@salemerode.com



www.salemerode.com

A SUBSIDIARY COMPANY  
OF ICL FINCORP LTD

Disclosures with respect to appointment of Statutory Auditors as required under master circular no. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023 issued by the Securities and Exchange Board of India are as follows:

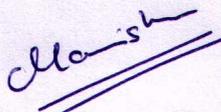
a.	Date of meeting	15.07.2023
b.	Brief details of items deliberated and results thereof	Detailed as below.
c.	Manner of approval proposed for certain items (e-voting etc.)	By way of remote e-voting only.

Scrutinizers Report on e-voting process along with voting results as prescribed under regulation 44(3) of the Listing Regulations is enclosed.

We request you to take the above on record and arrange to disseminate the same on the website of the exchange.

Thanking you,  
Yours faithfully,

**For Salem Erode Investments Limited**



**Manisha N. Menon**  
**Company Secretary & Compliance Officer**  
(M. No.A33083)





**Yacob Pothumuriyil Ouseph**  
Practising Company Secretary

2<sup>nd</sup> Floor, 11/572, Kalarikkal Buildg.  
Karingachira, Irumpanam P.O.,  
Tripunithura, Ernakulam,  
Kerala - 682301, Mob: 9447118386  
Email: rajupo2012@gmail.com  
Peer Review Certificate No. 1710/2022

**Scrutinizer Report**

To,  
The Chairman  
Salem Erode Investments Limited  
CIN: L31200TN1931PLC145816  
Door No. 61/A8 (38/A8), VJP Parijatham Apartments,  
1<sup>st</sup> Avenue, Ashok Nagar, Chennai, Tamil Nadu – 600083

Sir,

Sub: Scrutinizer's report on e-voting process by Salem Erode Investments Limited

Ref: Appointment as scrutinizer vide. board meeting held on 13<sup>th</sup> day of June, 2023

I, Mr. Yacob P.O., Practising Company Secretary having office at 02<sup>nd</sup> Floor, Kalarikkal Building, Karingachira, Tripunithura, Ernakulam, Kerala – 682301, was appointed as the Scrutinizer by the Board of Directors of Salem Erode Investments Limited (“hereinafter refer to as “the Company”) on Tuesday, the 13<sup>th</sup> day of June, 2023 for the purpose of scrutinizing the remote e-voting process of 92<sup>nd</sup> Annual General Meeting (hereinafter refer to as “the Annual General Meeting” or “the AGM”) of the Company held as on Saturday, the 15<sup>th</sup> day of July, 2023 through Video Conferencing (“VC”)/Other Audio Visual Means (“OAVM”) facility pursuant to section 108 and other applicable provisions, if any, of the Companies Act, 2013 (hereinafter refer to as “the Act”) read together with the Companies (Management and Administration) Rules, 2014, including any statutory modifications or re-enactments thereof for the time being in force, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter refer to as “the Listing Regulations”), Secretarial Standard-2 issued by the Institute of Company Secretaries of India (hereinafter refer to as “SS-2”) and other applicable laws and regulations, in respect of the resolutions, as mentioned in the Notice of AGM dated 15<sup>th</sup> day of June, 2023 (hereinafter refer to as “the Notice”) and submit my report as under:



- 1) The compliance with the provisions of the Act and rules made thereunder, the Listing Regulations and SS-2 relating to e-voting by the shareholders on the resolutions proposed in the notice is the responsibility of the management. My responsibility as a scrutinizer is to ensure that the said voting process are conducted in fair and transparent manner and render consolidated scrutinizer's report of the total votes cast in favour or against if any, on the resolutions to the Chairman of the Company, based on the reports generated from the electronic voting system provided by Central Depository Services Limited (hereinafter refer to as "CDSL") and the reports generated by the Registrar and Share Transfer Agent (hereinafter refer to as "RTA").
- 2) The Company held the 92<sup>nd</sup> AGM on Saturday, the 15<sup>th</sup> day of July, 2023 through video conferencing at 10.30 a.m. 1ST in accordance with the provisions of the Act, read with general circular no. 10/2022 dated December 28, 2022 read together with general circular nos. 20/2020 dated May 05, 2020, 17/2020 dated April 13, 2020 & 14/2020 dated April 08, 2020 (hereinafter collectively referred to as "MCA Circulars") and the Securities and Exchange Board of India vide. circular no. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 05, 2023 and other applicable circulars (hereinafter collectively referred to as "SEBI Circulars"). It is observed that 20 (twenty) members were present at the AGM through VC.
- 3) The Company had engaged CDSL as the agency for providing e-voting platform to the members and VC/OAVM facility at the AGM.
- 4) Niche Technologies Private Limited, having its office at 3A, Auckland Road, 7<sup>th</sup> Floor, Room No. 7A and 7B, Kolkatta, West Bengal, India - 700 017 is the RTA of the Company.
- 5) The Company has completed the dispatch of notices and annual reports to the members and list of beneficial owners, whose names made available by the RTA as on the cut-off date for dispatch eligibility ie. Friday, the 16<sup>th</sup> day of June, 2023 and whose e-mail IDs were available with the Company and Depositories. Pursuant to MCA Circulars and SEBI Circulars the Company has dispatched notices and annual reports only through e-mails on Wednesday, 21<sup>st</sup> day of June, 2023. The Company has not dispatched notices and annual reports to those members whose e-mail IDs were not available with the Company and Depositories. However, the Company has published advertisements on Wednesday, the 14<sup>th</sup> day of June, 2023 in The New Indian Express (English Newspaper) and Dinamani (Tamil Newspaper), intimating the



members the process of registration of e-mail ids with the Company or RTA or Depositories.

- 6) The Equity Shareholders holding shares as on the "cut off date i.e. Saturday, the 08<sup>th</sup> day of July, 2023 were entitled to vote on the proposed resolutions (item nos. 01 to 03 as set out in the Notice).
- 7) The Company has published advertisements on Thursday, 22<sup>nd</sup> day of June, 2023 in The New Indian Express (English Newspaper) and Dinamani (Tamil Newspaper), information about the completion of dispatch of notices and annual reports to the members along with process for registration of e-mail addresses of the members for receiving notices and annual reports and other related matters mentioned therein.
- 8) The e-voting remained open from Wednesday, the 12<sup>th</sup> day of July, 2023 at 10.00 a.m. IST and ends on Friday, the 14<sup>th</sup> day of July, 2023 at 05.00 p.m. IST. The Company has also provided e-voting facility at the AGM to enable shareholders attending the AGM through VC/OAVM to cast the votes in case the same has not been cast by them through remote e-voting.
- 9) The votes exercised through e-voting at CDSL from Wednesday, the 12<sup>th</sup> day of July, 2023 at 10.00 a.m. IST and ends on Friday, the 14<sup>th</sup> day of July, 2023 at 05.00 p.m. IST, being the last day of remote e-voting and e-voting at the AGM were considered for scrutiny.
- 10) The votes cast through e-voting were unblocked on Saturday, 15<sup>th</sup> day of July, 2023 from the CDSL e-voting platform, in the presence of two witnesses, who are not in employment of the Company.
- 11) The particulars of reports downloaded from the website of CDSL have been entered in a separate register maintained for the purpose of AGM.
- 12) The votes cast through e-voting process for the purpose of this report were reconciled and matched with the records maintained with the RTA of the Company and authorization lodged with the Company.
- 13) The consolidated voting results with respect to each item on the agenda set out in the Notice are as under:

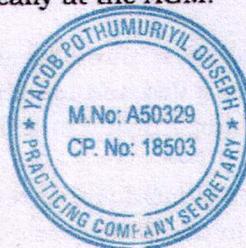


**1. Approval of audited financial statements of the Company for the financial year ended March 31, 2023 – Ordinary Resolution**

Particulars	Remote e-voting	
	Number of members voted	Votes held
Number of members & shares held by members	68	92,92,204
Less: Number of members & invalid/rejected votes	0	0
Less: Number of members & abstained from voting	0	0
Number of members & votes not exercised	0	0
Number of valid votes cast	68	92,92,204

Particulars	Total number of members voted	Number of votes cast	% of total number of valid votes cast
Assent	68	92,92,204	100
Dissent	0	0	0
Total	68	92,92,204	100

None of the members voted electronically at the AGM.

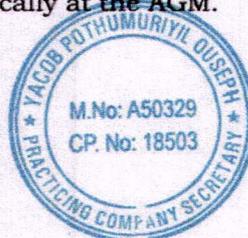


**2. Appointment of a Director in place of Mr. K.G. Anilkumar, who retires by rotation and being eligible, offers himself for re-appointment - Ordinary Resolution**

Particulars	Remote e-voting	
	Number of members voted	Votes held
Number of members & shares held by members	68	92,92,204
Less: Number of members & invalid/rejected votes	0	0
Less: Number of members & abstained from voting	0	0
Less: Number of members & votes not exercised	0	0
Number of valid votes cast	68	92,92,204

Particulars	Total number of members voted	Number of votes cast	% of total number of valid votes cast
Assent	67	92,92,129	99.999
Dissent	1	75	0.001
Total	68	92,92,204	100

None of the members voted electronically at the AGM.



**3. Re-appointment of M/s. Manikandan & Associates, Chartered Accountants, Thrissur as the Statutory Auditors of the Company and fixation of remuneration - Ordinary Resolution.**

Particulars	Remote e-voting	
	Number of members voted	Votes held
Number of members & shares held by members	68	92,92,204
Less: Number of members & invalid/rejected votes	0	0
Less: Number of members & abstained from voting	0	0
Less: Number of members & votes not exercised	0	0
Number of valid votes cast	68	92,92,204

Particulars	Total number of members voted	Number of votes cast	% of total number of valid votes cast
Assent	67	92,92,129	99.999
Dissent	1	75	0.001
Total	68	92,92,204	100

None of the members voted electronically at the AGM.



- 14) The details of Equity Shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution, available from the CDSL e-voting platform, other electronic documents, registers, other related papers and all other relevant records were sealed and will be handed over to the Company Secretary of the Company for safe keeping, after the Chairman considers, approves and signs the Minutes of AGM.
- 15) Based on the above reports, all of the above resolutions, as set out in the Notice were passed with requisite majority.



**CS. Yacob P.O.**

Practising Company Secretary  
02<sup>nd</sup> Floor, Kalarikkal Building,  
Karingachira, Tripunithura,  
Kochi, Ernakulam, Kerala - 682301  
M. No. 50329 & COP No. 18503  
UDIN: A050329E000618963

Place: Kochi  
Date: 15.07.2023

## Details of voting results of 92<sup>nd</sup> Annual General Meeting pursuant to regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Date of AGM/EGM	15.07.2023
Total number of shareholders on record date	1132
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:	1 19

For **Salem Erode Investments Limited**

*Manisha*



**Manisha N. Menon**  
**Company Secretary & Compliance Officer**  
(M. No. A33083)

Place: Irinjalakuda  
Date: 17.07.2023



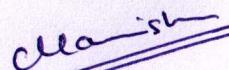
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cs@salemerode.com

Salem Erode Investments Limited								
Resolution (1)								
Resolution required : ( Ordinary / Special )							Ordinary	
Whether promoter / promoter group are interested in the agenda / resolution?							No	
Approval of audited financial statements of the Company for the financial year ended March 31, 2023								
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	85,99,140	85,99,140	100	85,99,140	-	100	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	<b>Total</b>	<b>85,99,140</b>	<b>85,99,140</b>	<b>100</b>	<b>85,99,140</b>	<b>-</b>	<b>100</b>	<b>-</b>
Public - Institutions	E-Voting	84,000	-	-	-	-	-	-
	Poll	0	-	-	-	-	-	-
	Postal Ballot (if applicable)	0	-	-	-	-	-	-
	<b>Total</b>	<b>84,000</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
Public-Non Institutions	E-Voting	18,49,980	6,93,064	37	6,93,064	-	100	-
	Poll	0	-	-	-	-	-	-
	Postal Ballot (if applicable)	0	-	-	-	-	-	-
	<b>Total</b>	<b>18,49,980</b>	<b>6,93,064</b>	<b>37</b>	<b>6,93,064</b>	<b>-</b>	<b>100</b>	<b>-</b>
<b>Total</b>		<b>1,05,33,120</b>	<b>92,92,204</b>	<b>88</b>	<b>92,92,204</b>	<b>-</b>	<b>100</b>	<b>-</b>

For Salem Erode Investments Limited

  
Manisha N. Menon

Company Secretary & Compliance Officer

(M. No. A33083)

Resolution (2)								
Resolution required : ( Ordinary / Special )							Ordinary	
Whether promoter / promoter group are interested in the agenda / resolution?							No	
Appointment of a Director in place of Mr. K.G. Anilkumar, who retires by rotation and being eligible, offers himself for re-appointment								
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	85,99,140	85,99,140	100	85,99,140	-	100	0
	Poll	0	0	0	-	-	0	0
	Postal Ballot (if applicable)	0	0	0	-	-	0	0
	<b>Total</b>	<b>85,99,140</b>	<b>85,99,140</b>	<b>100</b>	<b>85,99,140</b>	<b>-</b>	<b>100</b>	<b>0</b>
Public - Institutions	E-Voting	84,000	-	0	-	-	0	0
	Poll	0	-	0	-	-	0	0
	Postal Ballot (if applicable)	0	-	0	-	-	0	0
	<b>Total</b>	<b>84,000</b>	<b>-</b>	<b>0</b>	<b>-</b>	<b>-</b>	<b>0</b>	<b>0</b>
Public-Non Institutions	E-Voting	18,49,980	6,93,064	37	6,92,989	75	99.99	0.01
	Poll	0	-	0	-	-	0	0
	Postal Ballot (if applicable)	0	-	0	-	-	0	0
	<b>Total</b>	<b>18,49,980</b>	<b>6,93,064</b>	<b>37</b>	<b>6,92,989</b>	<b>75</b>	<b>99.99</b>	<b>0.01</b>
<b>Total</b>		<b>1,05,33,120</b>	<b>92,92,204</b>	<b>88</b>	<b>92,92,129</b>	<b>75</b>	<b>99.999</b>	<b>0.001</b>

For Salem Erode Investments Limited

*Manisha N. Menon*  
**Manisha N. Menon**  
**Company Secretary & Compliance Officer**  
(M. No. A33083)



**Salem Erode Investments Limited**

**Resolution (3)**

**Resolution required : ( Ordinary / Special )** Ordinary

**Whether promoter / promoter group are interested in the agenda / resolution?** No

**Re-appointment of M/s. Manikandan & Associates, Chartered Accountants, Thrissur as the Statutory Auditors of the Company and fixation of remuneration**

Category	Mode of Voting	No. of Shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
		(1)	(2)		(4)	(5)		
Promoter and Promoter Group	E-Voting	85,99,140	85,99,140	100	85,99,140	-	100	0
	Poll	-	-	0	-	-	0	0
	Postal Ballot (if applicable)	-	-	0	-	-	0	0
	<b>Total</b>	<b>85,99,140</b>	<b>85,99,140</b>	<b>100</b>	<b>85,99,140</b>	<b>-</b>	<b>100</b>	<b>0</b>
Public - Institutions	E-Voting	84,000	-	0	-	-	0	0
	Poll	0	-	0	-	-	0	0
	Postal Ballot (if applicable)	0	-	0	-	-	0	0
	<b>Total</b>	<b>84,000</b>	<b>-</b>	<b>0</b>	<b>-</b>	<b>-</b>	<b>0</b>	<b>0</b>
Public-Non Institutions	E-Voting	18,49,980	6,93,064	37	6,92,989	75	99.99	0.01
	Poll	0	-	0	-	-	0	0
	Postal Ballot (if applicable)	0	-	0	-	-	0	0
	<b>Total</b>	<b>18,49,980</b>	<b>6,93,064</b>	<b>37</b>	<b>6,92,989</b>	<b>75</b>	<b>99.99</b>	<b>0.01</b>
<b>Total</b>		<b>1,05,33,120</b>	<b>92,92,204</b>	<b>88</b>	<b>92,92,129</b>	<b>75</b>	<b>99.999</b>	<b>0.001</b>

For Salem Erode Investments Limited

*Manisha*  
Manisha N. Menon

Company Secretary & Compliance Officer

(M. No. A33083)

