



Progress beyond

29th September 2020

The Manager
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai- 400001

Sir,

Sub: Summary of proceeding of the 33rd Annual General Meeting of the Company pursuant to the SEBI (Listing Obligations and Disclosure Requirements) (LODR) Regulations, 2015.

Pursuant to Regulation 30 of the SEBI (LODR) Regulations, 2015, we have enclosed a summary of proceeding of the 33rd Annual General Meeting of the Company duly convened on 29th September 2020 at 11.00 AM through Video Conferencing (VC) or Other Audio Visual Means (OAVM).

Request you to take the above on record and oblige.

Thanking you,
Yours faithfully,
For Sunshield Chemicals Limited

AMIT ASHOK
KUMASHI

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Date: 2020.09.29
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Amit Kumashi
Company Secretary

SUNSHIELD CHEMICALS LIMITED (SOLVAY GROUP)

Regd. Office: Equinox Business Park, Tower-4 9th Floor, unit no. 903, LBS Marg, Kurla (West), Mumbai 400070 Tel. : 022-66637100 Fax.: 022-24952834
Corporate Identity Number:L99999MH1986PLC041612

solvay.com



Progress beyond

Summary of proceeding of the 33rd Annual General Meeting of the Company

The 33rd Annual General Meeting of the Company was held on 29th September 2020 at 11:00 AM through Video Conferencing (VC) or Other Audio Visual Means (OAVM) in accordance with Companies Act, 2013, read circulars issued by Ministry of Corporate Affairs (MCA) and SEBI.

Mr. R L Shenoy, chairman of the Company, chaired the meeting and welcomed the Members and introduced the Directors. He also welcomed the representative of Statutory Audit firm, Secretarial Auditor & the Scrutinizer and other senior personnel of the Company.

The quorum being present, the Chairman called the meeting to order at 11:00 AM and conducted the proceedings.

Attendees to the 33rd Annual General Meeting

DIRECTORS:

Mr. R L Shenoy	Chairman, joined the meeting through VC from Dadar Mumbai
Mr Ajit Shah	Independent Director and Chairman of Audit Committee, Nomination and Remuneration Committee, Corporate Social Responsibility Committee and Stakeholders Relationship Committee, joined the meeting through VC from Worli, Mumbai
Mrs. Aruna Soman	Independent woman Director and member of Audit Committee, Nomination & Remuneration Committee and Stakeholders Relationship Committee , joined the meeting through VC from Mahim, Mumbai
Mr. Manoj Khullar	Managing Director and member of Corporate Social Responsibility Committee and Stakeholders Relationship Committee - joined the meeting through VC from Ghatkopar, Mumbai
Mr. Mohit Jalote	Non-Independent non-executive Additional Director and member of Corporate Social Responsibility Committee , joined the meeting through VC from Roha
Mr. Boon Tong Koh	Non-Independent and Non-Executive Director , joined the meeting through VC from Singapore
Mr. YockJeng Goh	Non-Independent and Non-Executive Director , joined the meeting through VC from Singapore
Mr. Lim Kim Swee	Non-Independent and Non-Executive Director , joined the meeting through VC from Singapore

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OTHER REPRESENTATIVES:

Mr. Amit Kumashi	Company Secretary
Mr. Sandeep Kulkarni	Chief Financial Officer
Mr. Ankur Shah	Authorised Representative – M/s. Deloitte Haskins & Sells LLP Statutory Auditors
Mr. Alwyn Dsouza	Secretarial Auditor and Scrutinizer

MEMBERS PRESENT:

Total 26 Members were present for this meeting.

The members were informed that this AGM is conducted through VC / OAVM, the requirement for appointment of proxy and related compliances are not applicable. The Company has received 1 representation under Section 113 of the Companies Act, 2013 covering total of 45,85,196 shares comprising 62.36% of total share capital of the Company.

The members were informed that the Register of Authorized Representative, the Register of Director's and Key Managerial Personnel and their shareholdings along with relevant Register / documents referred in the Notice of AGM and Director's Report were available for inspection electronically by the members.

Chairman then addressed the Members and thereafter informed that the Statutory Auditor Report on the financial statements and the Secretarial Auditors Report for the financial year 2019-20 were unqualified and with the permission of the Members present, the notice convening the meeting, the Statutory Auditors Report and the Secretarial Audit Report were taken as read.

Thereafter, Mr. Amit Kumashi, Company Secretary briefed members about the facility of remote e-voting on NSDL e-voting platform, which was started from Friday, 25th September 2020 (9:00 AM IST) to Monday, 28th September 2020 (5:00 PM IST). He further informed the Members that the electronic voting facility was also activated and made available during the Meeting on NSDL platform, to enable the members who had not casted their votes through remote e-voting to exercise their voting rights at the Meeting. He also briefed about the guidelines for the Speaker shareholder who wish to raise their questions / seek clarification during the course of the meeting.

Members were informed that Mr. Alwyn Dsouza, proprietor of M/s. Alwyn Dsouza & Co, Company Secretaries, has been appointed as the Scrutinizer for remote e-voting and evoting at this AGM.

Chairman informed the member's flow of flow of event and then took the members through the financial performance of the company during the financial year 2019-20 and also briefed the members on COVID-19 Impact, Current Scenario, operations, and updated the members on Q1 - FY 2020-21 results.

Thereafter, Chairman briefly explained the objectives and implications, wherever necessary and informed that no motion would be moved with respect to the **SUNSHIELD CHEMICALS LIMITED (SOLVAY GROUP)**

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following resolutions set out in the Notice dated 29th June 2020 convening the 33rd AGM through VC / OAVM, since all the resolutions were already put to vote during the remote e-voting period:

Item No.	Details of Resolution	Resolution Type
1	Adoption of Company's Financial Statement for the year ended on 31 st March 2020 and Reports of the Directors and Auditors thereon	Ordinary
2	Re-appointment of Retiring Director Mr. YockJeng Goh	Ordinary
3	Appointment Mr. Mohit Jalote as Director of the Company	Ordinary
4	Ratification of Remuneration to Cost Auditor	Ordinary
5	Re-appointment of Mr. Ajit Shah who had completed her first term of 5 years, for second term as an Independent Director of the Company	Special

The Chairman invited the registered speaker shareholder to ask their questions or seek clarification(s) on the Reports and Financial Statement. Chairman and the Managing Director replied to the concerns and queries raised by the registered Speaker Shareholders. The other suggestions of the Members were taken on record by the Chairman and the Managing Director.

The Chairman authorised Mr. Amit Kumashi, Company Secretary of the Company on his behalf, to declare the voting results, intimate same to the stock exchanges and place the results on the website of the Company. The Chairman then thanked the shareholders for attending and participating at the Meeting and informed the Members that e-voting was open for 15 minutes from end of the Meeting on the NSDL e-voting platform.

The meeting commenced at 11:00 AM and concluded at 12.01 PM (including the time allowed for e-voting at AGM)

Thanking you,

Yours faithfully,

For Sunshield Chemicals Limited

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AMIT ASHOK
KUMASHI
Date: 2020.09.29
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Amit Kumashi
Company Secretary

SUNSHIELD CHEMICALS LIMITED (SOLVAY GROUP)

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Progress beyond

30th September 2020

The Manager
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai- 400001

Sir,

Sub: Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Voting results of 33rd Annual General Meeting held on 29th September, 2020.

In compliance with Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find attached

1. Voting results on matters specified in the Notice of the 33rd Annual General Meeting;
2. Report of the Scrutinizer Mr. Alwyn Dsouza, Practicing Company Secretary on the combined results of electronic voting and voting conducted poll by during the meeting.

The aforesaid reports are also available on the website of the Company www.solvayindia.in

Kindly take the same on record.

Thanking you,
Yours faithfully,
For Sunshield Chemicals Limited

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Date: 2020.09.30
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Amit Kumashi
Company Secretary

SUNSHIELD CHEMICALS LIMITED (SOLVAY GROUP)

Regd. Office: Equinox Business Park, Tower-4 9th Floor, unit no. 903, LBS Marg, Kurla (West), Mumbai 400070 Tel. : 022-66637100 Fax.: 022-24952834
Corporate Identity Number:L99999MH1986PLC041612

Sunshield Chemicals Limited
Details of Voting Results

Date of Annual General Meeting	29.09.2020
Total number of Shareholders as on record date (22.09.2020)	4098
No. of Members present in the meeting either in person or through proxy	Not Applicable
Promoter and Promoter Group	0
Public	0
No. of Members attended the meeting through video conferencing	
Promoter and Promoter Group	1
Public	25

No. of resolution passed at the meeting:5

Total number of Members present were 26

The mode of voting for all resolutions are:

1. Remote e-voting conducted between 25.09.2020 to 28.09.2020
2. E-voting process was conducted at AGM

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SUNSHIELD CHEMICALS LIMITED

Resolution (1)

Resolution required: (Ordinary / Special) Ordinary

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

To consider and if thought fit, to pass with or without modification, as an Ordinary Resolution, the following:

"RESOLVED THAT the audited financial statement of the Company for the financial year ended 31st March 2020, along with the Directors' Report and the Auditors' Report thereon to the members, be and are hereby received and adopted."

	Promoter/Public	Mode of Voting	Total 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	Invalid Votes	
			[1]	[2]	[3]	[4]	[5]	[6]	[7]	[8]	
1	Promoter and Promoter Group	E-Voting	4585196	4585196	100.00	4585196	0	100.00	0.00	0	
		Poll		0	0.00	0	0	0.00	0.00	0	
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0.00	0
		Total		4585196	100.00	4585196	0	100.00	0.00	0.00	0
2	Public - Institutional holders	E-Voting	900	0	0.00	0	0	0.00	0.00	0	
		Poll		0	0.00	0	0	0.00	0.00	0	
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0.00	0
		Total		900	0.00	0	0	0.00	0.00	0.00	0
3	Public-Others	E-Voting	2766964	224266	8.11	56215	168051	25.07	74.93	0	
		Poll		0	0.00	0	0	0.00	0.00	0.00	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0.00	0
		Total		224266	8.11	56215	168051	25.07	74.93	0.00	0
	Total	E-Voting	7353060	4809462	65.41	4641411	168051	96.51	3.49	0	
		Poll		0	0.00	0	0	0.00	0.00	0.00	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0.00	0
		Total		4809462	65.41	4641411	168051	96.51	3.49	0.00	0

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SUNSHIELD CHEMICALS LIMITED

Resolution (2)

Ordinary

No

Resolution required: (Ordinary / Special)

Whether promoter/ promoter group are interested in the agenda/resolution?

To consider and if thought fit, to pass with or without modification, as an Ordinary Resolution, the following:

"RESOLVED THAT Mr. Yockjeng Goh (DIN: 08084934), who retires by rotation, be and is hereby reappointed as a Director of the Company."

Promoter/Public	Mode of Voting	Total 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	Invalid Votes
		[1]	[2]		[4]	[5]			[8]
1	E-Voting		4585196	100.00	4585196	0	100.00	0.00	0
	Poll		0	0.00	0	0	0.00	0.00	0
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
	Total	4585196	4585196	100.00	4585196	0	100.00	0.00	0
2	E-Voting		0	0.00	0	0	0.00	0.00	0
	Poll		0	0.00	0	0	0.00	0.00	0
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
	Total	900	0	0.00	0	0	0.00	0.00	0
3	E-Voting		224266	8.11	56215	168051	25.07	74.93	0
	Poll		0	0.00	0	0	0.00	0.00	0
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
	Total	2766964	224266	8.11	56215	168051	25.07	74.93	0
Total	E-Voting		4809462	65.41	4641411	168051	96.51	3.49	0
	Poll		0	0.00	0	0	0.00	0.00	0
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
	Total	7353060	4809462	65.41	4641411	168051	96.51	3.49	0

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KUMASHI

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Date: 2020.09.30
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SUNSHIELD CHEMICALS LIMITED

Resolution (3)

Ordinary

No

Whether promoter/ promoter group are interested in the agenda/resolution?

To consider and if thought fit, to pass with or without modification(s), the following Resolution as an Ordinary Resolution:

"RESOLVED THAT Mr. Mohit Jalote (DIN: 08428401), who was appointed as an Additional Director pursuant to provisions of Section 161(1) of the Companies Act, 2013 and any other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force) and the Articles of Association of the Company be and is hereby appointed as a Director of the Company, liable to retire by rotation."

Promoter/Public	Mode of Voting	Total 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	Invalid Votes	
		[1]	[2]	[3]=[2]/(1)*100	[4]	[5]	[6]=[4]/(2)*100	[7]=[5]/(2)*100	[8]	
1	E-Voting	4585196	4585196	100.00	4585196	0	100.00	0.00	0	
	Poll		0	0.00	0	0	0.00	0.00	0	
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0	
	Total		4585196	100.00	4585196	0	100.00	0.00	0.00	0
2	E-Voting	900	0	0.00	0	0	0.00	0.00	0	
	Poll		0	0.00	0	0	0.00	0.00	0	
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0.00	0
	Total		900	0.00	0	0	0.00	0.00	0.00	0
3	E-Voting	2766964	224266	8.11	56265	168001	25.09	74.91	0	
	Poll		0	0.00	0	0	0.00	0.00	0	
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0.00	0
	Total		2766964	8.11	56265	168001	25.09	74.91	0.00	0
Public-Others	E-Voting	7353060	4809462	65.41	4641461	168001	96.51	3.49	0	
	Poll		0	0.00	0	0	0.00	0.00	0	
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0.00	0
	Total		7353060	65.41	4641461	168001	96.51	3.49	0.00	0

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SUNSHIELD CHEMICALS LIMITED

Resolution (4)

Resolution required: (Ordinary / Special) Ordinary

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

To consider and if thought fit, to pass with or without modification(s), the following Resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 148 of the Companies Act 2013 read with the Companies (Audit and Auditors) Rules,2014 and Companies (Cost Records and Audit) Rules, 2014, including any statutory modification(s) or re-enactment thereof for the time being in force, remuneration payable of Rs. 2,40,000/- (Rupees Two Lakhs Forty Thousand only) plus applicable tax and reimbursement of out-of-pocket expenses, as approved by the Board to conduct the audit of cost records of the Company for the financial year ending 31st March, 2021, to M/s Kishore Bhatia & Associates, Cost Accountants (Firm Registration No.00294), the Cost Auditors be and is hereby ratified;

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

Promoter/Public	Mode of Voting	Total 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	Invalid Votes	
		[1]	[2]	[3]	[4]	[5]	[6]	[7]	[8]	
1	E-Voting	4585196	4585196	100.00	4585196	0	100.00	0.00	0	
	Poll		0	0.00	0	0	0.00	0.00	0	
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0	
	Total		4585196	100.00	4585196	0	100.00	0.00	0.00	0
2	E-Voting	900	0	0.00	0	0	0.00	0.00	0	
	Poll		0	0.00	0	0	0.00	0.00	0	
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0.00	0
	Total		900	0.00	0	0	0.00	0.00	0.00	0
3	E-Voting	2766964	224266	8.11	56215	168051	25.07	74.93	0	
	Poll		0	0.00	0	0	0.00	0.00	0	
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0.00	0
	Total		2766964	8.11	56215	168051	25.07	74.93	0	
Public-Others	E-Voting	7353060	4809462	65.41	4641411	168051	96.51	3.49	0	
	Poll		0	0.00	0	0	0.00	0.00	0	
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0.00	0
	Total		7353060	65.41	4641411	168051	96.51	3.49	0	

SUNSHIELD CHEMICALS LIMITED

Resolution (5)

Resolution required: (Ordinary / Special)

Special

Whether promoter/ promoter group are interested in the agenda/resolution?

No

To consider and if thought fit, to pass with or without modification(s), the following Resolution as an Special Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 149 and 152 read with Schedule IV and any other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred as "Listing Regulations") (including any statutory modification(s) or re-enactment thereof for the time being in force), and as recommended by the Board of Directors and the Nomination and Remuneration Committee of the Company, the approval of the Members of the Company be and is hereby accorded for re-appointment of Mr. Ajit Shah (DIN 02396765) whose current period of office is expiring on 19th October 2020 and who has submitted a declaration confirming the criteria of Independence under Section 149(6) of the Companies Act, 2013 read with the Listing Regulations, as amended from time to time, and who is eligible for re-appointment for a second term under the provisions of the Companies Act, 2013, and the Rules framed thereunder and Listing Regulations as an Independent Non-Executive Director of the Company, whose term shall not be subject to retirement by rotation, to hold office for 5 (five) consecutive years on the Board of the Company for a term w.e.f. 20th October 2020 upto 19th October 2025;

RESOLVED FURTHER THAT pursuant to Regulation 17(1A) of the SEBI Listing Regulations, consent of the Members of the Company be and is hereby accorded for continuance of office of Mr. Ajit Shah, aged about 74 years, as Independent Director of the Company after attainment of the age of 75 years during second term of five consecutive years effective from 20th October 2020 upto 19th October 2025;

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to do and perform all such acts, deeds, matters or things as may be considered necessary, appropriate, expedient or desirable to give effect to above resolution."

Promoter/Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Polled outstanding shares	No. of Votes in favour	No. of Votes against	% of Votes in favour votes polled	% of Votes against votes polled	Invalid Votes
		[1]	[2]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$	[8]
1 Promoter and Promoter Group	E-Voting		4585196	100.00	4585196	0	100.00	0.00	0
	Poll		0	0.00	0	0	0.00	0.00	0
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
	Total	4585196	4585196	100.00	4585196	0	100.00	0.00	0
2 Public - Institutional holders	E-Voting		0	0.00	0	0	0.00	0.00	0
	Poll		0	0.00	0	0	0.00	0.00	0
	Postal Ballot (if applicable)	900	0	0.00	0	0	0.00	0.00	0
	Total	900	224266	8.11	56215	168051	25.07	74.93	0
3 Public-Others	E-Voting		0	0.00	0	0	0.00	0.00	0
	Poll		0	0.00	0	0	0.00	0.00	0
	Postal Ballot (if applicable)	2766964	224266	8.11	56215	168051	25.07	74.93	0
	Total	2766964	4809462	65.41	4641411	168051	96.51	3.49	0
Total	E-Voting		0	0.00	0	0	0.00	0.00	0
	Poll		0	0.00	0	0	0.00	0.00	0
	Postal Ballot (if applicable)	7353060	4809462	65.41	4641411	168051	96.51	3.49	0
	Total	7353060	4809462	65.41	4641411	168051	96.51	3.49	0

Sunshield Chemicals Limited

CONSOLIDATED SCRUTINIZER'S REPORT

ON

REMOTE E-VOTING AND E-VOTING DURING THE
33RD ANNUAL GENERAL MEETING OF SUNSHIELD CHEMICALS
LIMITED HELD THROUGH VIDEO CONFERENCING/OTHER AUDIO
VISUAL MEANS ON TUESDAY 29TH SEPTEMBER, 2020

ALWYN D'SOUZA
Alwyn D'Souza & Co.

Company Secretaries

[Firm Registration No: S2003MH061200] [Peer Review Certificate No.683/2020]
Annex-103, Dimple Arcade, Asha Nagar, Kandivali (East), Mumbai 400101.

Branch Office: B-002, Gr. Floor, Shreepati-2, Royal Complex, Behind Olympia Tower,
Mira Road (East), Thane-401107; Tel: 022-79629822; Mob: 09820465195;

E-mail: alwyn@alwynjay.com, alwyn.co@gmail.com; Website : www.alwynjay.com

ALWYN D'SOUZA
Alwyn D'Souza & Co.

Company Secretaries

[Firm Registration No: S2003MH061200] [Peer Review Certificate No.683/2020]

Annex-103, Dimple Arcade, Asha Nagar, Kandivali (East), Mumbai 400101.

Branch Office: B-002, Gr. Floor, Shreepati-2, Royal Complex, Behind Olympia Tower,
Mira Road (East), Thane-401107; Tel: 022-79629822; Mob: 09820465195;

E-mail: alwyn@alwynjay.com, alwyn.co@gmail.com; Website : www.alwynjay.com

Consolidated Scrutinizer's Report on Remote E-Voting and E-Voting during the 33rd Annual General Meeting of Sunshield Chemicals Limited held through Video Conferencing/Other Audio Visual Means (VC/OAVM) on Tuesday, 29th September, 2020 at 11.00 a.m. IST.

To,

The Chairman

of the 33rd Annual General Meeting of the Equity Shareholders of Sunshield Chemicals Limited, held on Tuesday 29th September, 2020 at 11.00 a.m

Sub: **Passing of Resolution(s) through electronic voting pursuant to section 108 of the Companies Act 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended**

Dear Sir,

I, Alwyn D'souza of M/s. Alwyn D'souza & Co., Company Secretaries, Mumbai, appointed by the Board of Directors of **Sunshield Chemicals Limited** (the Company) as the Scrutinizer for the purpose of scrutinizing the remote e-voting and e-voting process conducted during the 33rd Annual General Meeting of the Company held through VC/OAVM pursuant to the provisions of Section 108 of the Companies Act 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. I say, I am familiar and well versed with the concept of electronic voting system as prescribed under the said Rules.

I, submit my report as under:

- a) The AGM is held in compliance with the applicable provisions of the Companies Act, 2013 and the Rules made thereunder read with the MCA General Circulars dated May 5, 2020, April 8, 2020 and April 13, 2020 (collectively referred to as "MCA Circulars") and SEBI Circular dated May 12, 2020. Further as confirmed by the Company the Notice of the 33rd AGM along

with the Annual Report 2019-20 was sent only through electronic mode to those Members whose e-mail addresses were registered with the Company/Registrar and Transfer Agents (RTA) or Central Depositories Services (India) Limited (CDSL) /National Securities Depositories Limited (NSDL).

- b) The Compliance with the applicable provisions of the Companies Act, 2013 and the Rules made thereunder relating to electronic voting (which includes remote e-voting and e-voting conducted during the AGM) on the resolutions proposed in the Notice calling the 33rd AGM of the Company was the responsibility of the management. My responsibility as a scrutinizer was to ensure that the voting process is conducted in a fair and transparent manner, and render Scrutinizer's Report related to electronic voting.
- c) The facility for remote e-voting and e-voting during the AGM was provided by NSDL.
- d) The remote e-voting period commenced on Friday, 25th September 2020 (9:00 a.m. IST) and ended on Monday, 28th September 2020 (5:00 p.m. IST).
- e) At the 33rd AGM of the Company held on Tuesday 29th September, 2020, the Chairman at the end of the discussions on the resolution(s) announced that the e-voting facility has been provided to facilitate voting for those members who attended the meeting through VC/OAVM but could not participate in the remote e-voting to record their votes on the resolutions to be passed.
- f) After the closure of the e-voting facility provided during the AGM, the votes were unblocked on Tuesday 29th September, 2020 at around 12.01 p.m. IST in the presence of two witnesses viz., Mr. Edlon Dsouza and Mr. Krishnakant Adagale who are not in the employment of the Company, on the e-voting website of NSDL (<https://www.evoting.nsdl.com>) and a final electronic report was generated by me. The data generated was diligently scrutinized.
- g) I hereby submit a Consolidated Scrutinizer's Report pursuant to Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014 on the resolutions contained in the Notice of the 33rd AGM based on the scrutiny of remote e-voting and the e-voting during the AGM and votes cast therein based on the data downloaded from the e-voting system of NSDL.
- h) The Members holding equity shares as on the cut-off date i.e. 22nd September, 2020 were entitled to vote on the resolutions proposed in the Notice calling the 33rd AGM of the Company.
- i) The results of the remote e-voting together with e-voting conducted during the AGM are as under:

1. **RESOLUTION NO.1 AS AN ORDINARY RESOLUTION:**

To receive, consider and adopt the audited financial statements of the Company for the financial year ended 31st March 2020, the Reports of the Board of Directors and Auditors thereon

(i) Voted **in favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
38	4641411	96.51

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
3	168051	3.49

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

2. **RESOLUTION NO.2 AS AN ORDINARY RESOLUTION:**

To appoint a Director in place of Mr. YockJeng Goh (DIN: 08084934), 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 valid votes cast by them	% of total number of valid votes cast
38	4641411	96.51

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
3	168051	3.49

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

3. RESOLUTION NO.3 AS AN ORDINARY RESOLUTION:

Appointment of Mr. Mohit Jalote as a Director

(i) Voted **in favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
39	4641461	96.51

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
2	168001	3.49

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

4. RESOLUTION NO.4 AS AN ORDINARY RESOLUTION:

Ratification of remuneration to Cost Auditor of the Company

(i) Voted **in favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
38	4641411	96.51

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
3	168051	3.49

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

5. **RESOLUTION NO.5 AS SPECIAL RESOLUTION:**

Reappointment of Mr. Ajit Shah as an Independent Director

(i) Voted **in favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
38	4641411	96.51

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
3	168051	3.49

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

Based on the foregoing, all the above Resolution Nos. 1 to 5 as also mentioned in the Notice of the 33rd AGM of the Company dated 29th June, 2020 were passed under remote e-voting and e-voting conducted during the AGM with the requisite majority.

All the relevant records of remote e-voting and e-voting during the AGM will remain in my safe custody until the Chairman considers, approves and signs the Minutes of the 33rd AGM and the same shall be handed over thereafter to the Chairman or the Company Secretary for safe keeping.

Thanking you,

Sincerely,



Alwyn D'Souza

Practising Company Secretary

FCS No.5559, CP No.5137

Alwyn D'Souza & Co

Company Secretaries

[UDIN : F005559B000814391]

Mumbai, 30th September, 2020

We the undersigned witnesseth that the votes were unblocked from the e-voting website of the National Securities Depository Limited (<https://www.evoting.nsdl.com>) in our presence at 12.01 P.M IST on 29th September, 2020.



Edlon Dsouza

Flat No.214, Shram Saphalya,
Station Road, Sheetal Nagar,
Mira Road East, Thane 401107



Krishnakant Adagale

Row House No.18,
Mansi Row Co.op Hsg Soc Ltd
Kashigaon, Mira Road East,
Thane 401107

Countersigned by:

For **Sunshield Chemicals Limited**

AMIT
ASHOK
KUMASHI

Digitally signed
by AMIT ASHOK
KUMASHI
Date: 2020.09.30
13:29:10 +05'30'

Company Secretary

Mumbai, 30th September, 2020