



2nd August, 2023

Department of Corporate Services

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai-400001

Dear Sir / Madam,

Ref: BSE Security Code 533018

Sub: Voting Results of 25th Annual General Meeting ("AGM") of the Company

With reference to the above, we wish to inform the exchange that the 25th Annual General Meeting of the Company was held on Tuesday, 01st August, 2023 at 11:00 a.m. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") and the business as set out in the Notice was duly transacted.

Pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 please find enclosed herewith consolidated Scrutinizer's Report for passing of Resolutions through remote e-voting process and E-voting conducted at the AGM.

You are requested to take the same on record

Thanking You,

Yours faithfully
For **Simplex Mills Company Limited**

Harshika Kothari

Company Secretary & Compliance Officer

Membership Number: A61964

Address: A/305, Indrapratha Building, Beside Mithalal Bungalow, New GoldenNest, Bhayandar East- 401105, Thane.

CIN-L65900MH1998PLC116585

Registered Office: Village Shivni, Taluka and District, Akola – 444104.

Corporate Office: 30, Keshavrao Khadye Marg, Sant Gadge Maharaj Chowk, Mahalaxmi (E), Mumbai – 400011.

T: 2308 2951-54; | F: 2307 2773

E:mills@simplex-group.com; |W:www.simplex-group.com



Voting Results of the 25th Annual General Meeting as per Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Date of AGM	1 st August, 2023
Total number of shareholders on record date	783
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	
No. of shareholders attended the meeting through Video conferencing: Promoters and Promoter Group: Public:	 6 4

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1 Details of the voting results as per regulation 44(3) of the SEBI (LODR) Regulations in respect of Ordinary Resolution passed to receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2023 and the Reports of the Directors' and Auditors' thereon

Resolution required (Ordinary / Special)						Ordinary		
Whether promoter / promoter group are interested in the agenda / resolution?						Not Interested		
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - Favour	No. of Votes - Against	No. of votes in favor on votes polled	No. of votes in 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	21354	21354	100.00%	21354	0	100.00%	0.00%
	E-voting at AGM		0	0.00%	0	0	0.00%	0.00%
	Poll (if applicable)		0	0.00%	0	0	0.00%	0.00%
	Total (A)		21354	21354	100.00%	21354	0	100.00%
Public - Institutions	E-voting	4390	3711	84.53%	3711	0	100.00%	0.00%
	E-voting at AGM		0	0.00%	0	0	0.00%	0.00%
	Poll (if applicable)		0	0.00%	0	0	0.00%	0.00%
	Total (B)		4390	3711	84.53%	3711	0	100.00%
Public - Non Institutions	E-voting	4260	875	20.54%	563	312	64.34%	35.66%
	E-voting at AGM		0	0.00%	0	0	0.00%	0.00%
	Poll (if applicable)		0	0.00%	0	0	0.00%	0.00%
	Total (C)		4260	875	20.54%	563	312	64.34%
Total (A+B+C)		30004	25940	86.46%	25628	312	98.80%	1.20%

2 Details of the voting results as per regulation 44(3) of the SEBI (LODR) Regulations in respect of Ordinary Resolution passed to appoint a Director in place of Shri Shekhar R Singh (DIN 03357281), who retires by rotation and, being eligible, offers himself for reappointment

Resolution required (Ordinary / Special)						Ordinary		
Whether promoter / promoter group are interested in the agenda / resolution?						Not Interested		
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - Favour	No. of Votes - Against	No. of votes in favor on votes polled	No. of votes in 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	21354	21354	100.00%	21354	0	100.00%	0.00%
	E-voting at AGM		0	0.00%	0	0	0.00%	0.00%
	Poll (if applicable)		0	0.00%	0	0	0.00%	0.00%
	Total (A)		21354	21354	100.00%	21354	0	100.00%
Public - Institutions	E-voting	4390	3711	84.53%	3711	0	100.00%	0.00%
	E-voting at AGM		0	0.00%	0	0	0.00%	0.00%
	Poll (if applicable)		0	0.00%	0	0	0.00%	0.00%
	Total (B)		4390	3711	84.53%	3711	0	100.00%
Public - Non Institutions	E-voting	4260	875	20.54%	563	312	64.34%	35.66%
	E-voting at AGM		0	0.00%	0	0	0.00%	0.00%
	Poll (if applicable)		0	0.00%	0	0	0.00%	0.00%
	Total (C)		4260	875	20.54%	563	312	64.34%
Total (A+B+C)		30004	25940	86.46%	25628	312	98.80%	1.20%

3 Details of the voting results as per regulation 44(3) of the SEBI (LODR) Regulations in respect of Special Resolution passed to make investments, give loans, guarantees and provide securities under Section 186 of the Companies Act, 2013

Resolution required (Ordinary / Special)						Special		
Whether promoter / promoter group are interested in the agenda / resolution?						Not Interested		
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - Favour	No. of Votes - Against	No. of votes in favor on votes polled	No. of votes in 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	21354	21354	100.00%	21354	0	100.00%	0.00%
	E-voting at AGM		0	0.00%	0	0	0.00%	0.00%
	Poll (if applicable)		0	0.00%	0	0	0.00%	0.00%
	Total (A)		21354	21354	100.00%	21354	0	100.00%
Public - Institutions	E-voting	4390	0	0.00%	0	0	0.00%	0.00%
	E-voting at AGM		0	0.00%	0	0	0.00%	0.00%
	Poll (if applicable)		0	0.00%	0	0	0.00%	0.00%
	Total (B)		4390	0	0.00%	0	0	0.00%
Public - Non Institutions	E-voting	4260	875	20.54%	563	312	64.34%	35.66%
	E-voting at AGM		0	0.00%	0	0	0.00%	0.00%
	Poll (if applicable)		0	0.00%	0	0	0.00%	0.00%
	Total (C)		4260	875	20.54%	563	312	64.34%
Total (A+B+C)		30004	22,229	74.09%	21917	312	98.60%	1.40%



SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014]

The Chairman
Simplex Mills Company Limited
Corporate Office: 30, Keshavrao Khadye Marg
Sant Gadge Maharaj Chowk
Mumbai 400 011

Dear Sir,

Sub: Scrutinizer's report on remote e-voting and e-voting during the 25th Annual General Meeting of the Members of Simplex Mills Company Limited held on 1st August, 2023 at 11.00 a.m. through (VC) / Other Audio Video Means (OAVM)

I, Taher Sapatwala, Company Secretary in Practice have been appointed as scrutinizer for the purpose of scrutinizing the remote e-voting as well as e-voting by the members at the 25th Annual General Meeting (AGM) of the members of Simplex Mills Company Limited (CIN No: L65900MH1998PLC116585) in a fair and transparent manner pursuant to the provisions of Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended from time to time) and in accordance with the terms of circulars issued by Ministry of Corporate Affairs i.e. General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 02/2021 dated January 13, 2021, 19/2021 dated December 08, 2021, 21/2021 dated December 14, 2021, 02/2022 dated May 5, 2022 and 11/2022 dated December 28, 2022 (collectively referred to as "MCA Circulars") and in accordance with the terms of circulars issued by Securities and Exchange Board of India i.e. Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/ CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 on May 13, 2022 and SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 (collectively referred to as "SEBI Circulars"), the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable laws and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and to submit a report thereon to the Company on the resolutions forming part of the AGM Notice dated 10th May, 2023 ("AGM Notice").

The Management of the Company is responsible to ensure the compliance with the requirements of relevant provisions of (i) the Companies Act, 2013 and the Rules made thereunder and (ii) the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 and (iii) MCA and SEBI circulars related to voting through remote e-voting and e-voting at the AGM by the shareholders on the resolutions proposed in the notice of the 25th AGM of the Company.

My responsibility as a Scrutinizer is to ensure that the voting process, both through remote e-voting and e-voting at the 25th AGM, is conducted in fair and transparent manner and to render Consolidated Scrutinizer's Report of the total votes cast "in favour" or against", if any, to the Chairman on the resolutions, based on the reports generated from the electronic voting system of National Securities Depository Limited (NSDL), the agency engaged by the Company to provide e-voting facility.

1. The Company has availed services of National Securities Depositories Limited for providing e-voting facility for conducting remote e-voting and e-voting during the AGM, to the shareholders of the Company. The remote e-voting commenced on Saturday, 29th July, 2023 from 9.00 a.m. and ended on Monday, 31st July, 2023 at 5.00 p.m.
2. Facility of e-voting was provided during the AGM to those members who had not cast their votes by remote e-voting prior to the AGM.
3. Since the meeting was conducted through VC/OAVM, there was no physical presence of the shareholders to vote physically in the meeting accordingly, no ballot box was kept.



4. After the closure of the voting by electronic means at the AGM, the votes cast through electronic voting at the AGM and votes cast under remote e-voting facility prior to the date of AGM were unblocked and reconciled with the records received from National Securities Depositories Limited and the records maintained by the Company and its Registrar and Transfer Agents, and the authorizations lodged with the Company in the presence of two witnesses who are not in the employment of the Company.
5. 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 aforesaid 25th AGM based on the scrutiny of remote e-voting and the electronic voting during the AGM and votes cast therein based on the data downloaded from the electronic voting system by the National Securities Depositories Limited.
6. The results of the remote e-voting together with that of the voting through electronic voting system conducted at the AGM through VC / OAVM are as under:

A. 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, 2023 and the Reports of the Directors' and Auditors' thereon

Valid Votes:

Particulars of Voting	Number of valid votes cast	Votes in favor of the resolution		Votes against the resolution	
		No. of votes	%	No. of votes	%
Remote e-voting	25940	25628	98.80%	312	1.20%
E-voting at AGM	0	0	0	0	0
Total	25940	25628	98.80%	312	1.20%

Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes
NIL	NIL

Item No. 1 of Notice stands **PASSED** with requisite majority.

B. RESOLUTION NO. 2 AS AN ORDINARY RESOLUTION:

To appoint a Director in place of Shri Shekhar R. Singh (DIN 03357281), who retires by rotation and, being eligible, offers himself for reappointment

Valid Votes:

Particulars of Voting	Number of valid votes cast	Votes in favor of the resolution		Votes against the resolution	
		No. of votes	%	No. of votes	%
Remote e-voting	25940	25628	98.80%	312	1.20%
E-voting at AGM	0	0	0	0	0
Total	25940	25628	98.80%	312	1.20%

Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes
NIL	NIL

Item No. 2 of Notice stands **PASSED** with requisite majority.



C. RESOLUTION NO. 3 AS A SPECIAL RESOLUTION:

To make investments, give loans, guarantees and provide securities under Section 186 of the Companies Act, 2013

Valid Votes:

Particulars of Voting	Number of valid votes cast	Votes in favor of the resolution		Votes against the resolution	
		No. of votes	%	No. of votes	%
Remote e-voting	22229	21917	98.60%	312	1.40%
E-voting at AGM	0	0	0	0	0
Total	22229	21917	98.60%	312	1.40%

Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes
NIL	NIL

Item No. 3 of Notice stands **PASSED** with requisite majority.

The results of the voting by members in respect of the above-mentioned resolutions may accordingly be declared by the Chairman of the Company.

The electronic data and all other relevant records relating to the remote e-voting will remain in my safe custody until the Chairman considers, approves, and signs the Minutes of the aforesaid AGM and the same shall be handed over thereafter to the Chairman / Company Secretary & Compliance Officer of the Company for safe keeping.

Thanking you,

Yours sincerely
For Taher Sapatwala & Associates

**TAHER
SAIFUDDIN
SAPATWALA**

Digitally signed by TAHER SAIFUDDIN SAPATWALA
DN: c=IN, o=PERSONAL, pseudonym=be2eac56e6e06bc83e6baec5e15cd2354646c8b028a3313ba8e79e919b83c8c1, postalCode=400003, st=MAHARASHTRA, serialNumber=986e507fd23d2194f8c8dd7c5eb8a21331b49f0575b3c99cd4ee6d1e2832a7e4, cn=TAHER SAIFUDDIN SAPATWALA
Date: 2023.08.02 12:58:24 +05'30'

Company Secretary
FCS: 8029 | C.P. No. 16149
Peer Review Cert. No.: 2703/2022
UDIN: F008029E000721379

Date: 2nd August, 2023

Countersigned and received the report
On behalf of Simplex Mills Company Limited

**SHEKHAR
RAMJEET
SINGH**

Digitally signed by SHEKHAR RAMJEET SINGH
Date: 2023.08.02
13:38:58 +05'30'

Name: Shekhar R. Singh
Designation: Director
DIN: 03357281