



T. Sathya Prasad Yadav

B. Com, LLB, LLM, ACS

ADVOCATE

A.P/2495/2004

Office: No.3A, A.A Residency,
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SCRUTINIZER'S REPORT

[Pursuant to Sections 108 of the Companies Act, 2013 and The Companies (Management & Administration) Rules, 2014]

To,
The Chairman,
The Sandur Manganese and Iron Ores Limited,
Regd. Office: Satyalaya,
Door No.266 (Old No.80),
Ward No 1 Behind Taluk Office,
Sandur, Ballari, Karnataka - 583119.

Dear Sir,

I, T. Sathya Prasad, Advocate (A.P/2495/2004), having office at No.3A, A.A Residency, 10th Cross, Vasanth Nagar, Bangalore, Karnataka - 560001, duly appointed as Scrutinizer by the Board of Directors of **The Sandur Manganese and Iron Ores Limited** ('the Company') for the purpose of scrutinizing the e-voting prior to the 70th Annual General Meeting ('remote e-voting') and electronic voting ('e-voting') at the 70th Annual General Meeting held on Wednesday, September 18, 2024 at 11:00 A.M. held through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM'), pursuant to Sections 108 and 109 of the Companies Act, 2013 (the Act), read with Rules 20 and 21 of the Companies (Management & Administration) Rules, 2014 (the Rules) as amended from time to time and the provisions of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the Listing Regulations), hereby furnish my Report to you.

1. The notice dated August 05, 2024, as confirmed by the Company was sent to the Shareholders in respect of the below mentioned resolutions passed at the AGM of the Company through electronic mode to those Members whose email addresses are



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registered with the Company/ Depositories, in compliance with the Ministry of Corporate Affairs (MCA) General Circular No. 14/2020 dated April 8, 2020, General Circular No.17/2020 dated April 13, 2020, General Circular No. 22/2020 dated June 15, 2020, General Circular No.33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, General Circular No.10/2021 dated June 23, 2021, General Circular Number 20/2021 dated December 8, 2021, General Circular No.3/2022 dated May 5, 2022, General Circular No. 10/2022 dated December 28, 2022 and General Circular No. 09/2023 dated September 25, 2023 (collectively referred to as "MCA Circulars") and SEBI vide its 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/PoD-2/P/CIR/2023/4 dated January 5, 2023 read with other relevant circulars including Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 7, 2023.

2. The Management of the Company is responsible to ensure compliance of the requirements of the Companies Act, 2013 and Rules made there under relating to voting through remote e-voting and e-voting at the Annual General Meeting for the resolutions proposed in the Notice of 70th Annual General Meeting. My responsibility as a Scrutinizer is to ensure that the voting process both through remote e-voting and e-voting at the AGM are conducted in a fair and transparent manner and is restricted to make a Scrutinizer's Report for votes cast in "favour" or "against" the resolutions proposed in the Notice convening the 70th Annual General Meeting of the Company.
3. The e-voting facility both for remote e-voting and e-voting at the AGM were provided by National Securities Depository Limited (NSDL).
4. In terms of the aforesaid Notice and as per the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as



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amended, the remote e-voting was kept open for three days from 9.00 A.M. (IST) on Sunday, September 15, 2024 and ended at 5.00 P.M. (IST) on Tuesday, September 17, 2024. Members were requested to cast their votes electronically conveying their assent or dissent in respect of the resolutions on the e-voting platform.

5. The Shareholders present at the AGM through VC/OAVM voted through e-voting facility at the AGM provided by NSDL at the AGM.
6. The Members holding Equity Shares as on the “cut-off date” i.e., Wednesday, September 11, 2024 were entitled to vote on the Resolutions proposed in the Notice calling the 70th Annual General Meeting.
7. After the conclusion of e-voting at the AGM, the votes cast under remote e-voting and votes cast through e-voting at the AGM were unblocked on September 18, 2024 at 4:06 P.M., in presence of two witnesses as prescribed under sub-rule 3(xii) of Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and thereafter the votes cast there under were counted.
8. Thereafter, the details containing *inter alia*, the list of the members, who voted “for” or “against” each of the resolution that were put to vote, were derived from the report generated from the e-voting portal of NSDL i.e., www.evoting.nSDL.com and based on such reports.



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9. The brief analysis of the results of the remote e-voting and e-voting at the Annual General Meeting are as under:

ORDINARY BUSINESS:

Item No.1: ADOPTION OF AUDITED STANDALONE FINANCIAL STATEMENT:

Ordinary Resolution:

Particulars	No. of votes contained in						Percentage on Valid votes
	Remote e-voting		e-voting at the AGM		Total		
	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	
Assent	226	124747678	6	16366	232	124764044	99.9996
Dissent	6	561	Nil	Nil	6	561	0.0004
Total	232	124748239	6	16366	238	124764605	100

Item No.2: ADOPTION OF AUDITED CONSOLIDATED FINANCIAL STATEMENT:

Ordinary Resolution:

Particulars	No. of votes contained in						Percentage on Valid votes
	Remote e-voting		e-voting at the AGM		Total		
	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	
Assent	226	124747678	6	16366	232	124764044	99.9996
Dissent	6	561	Nil	Nil	6	561	0.0004
Total	232	124748239	6	16366	238	124764605	100



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Item No. 3: DECLARATION OF FINAL DIVIDEND FOR THE FINANCIAL YEAR ENDED 31 MARCH 2024:

Ordinary Resolution:

Particulars	No. of votes contained in						Percentage on Valid votes
	Remote e-voting		e-voting at the AGM		Total		
	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	
Assent	227	124747690	6	16366	233	124764056	99.9996
Dissent	6	561	NIL	NIL	6	561	0.0004
Total	233	124748251	6	16366	239	124764617	100

Item No. 4: RE-APPOINTMENT OF MOHAMMED ABDUL SALEEM (DIN: 00061497) AS DIRECTOR, LIABLE TO RETIRE BY ROTATION:

Ordinary Resolution:

Particulars	No. of votes contained in						Percentage on Valid votes
	Remote e-voting		e-voting at the AGM		Total		
	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	
Assent	205	124559425	6	16366	211	124575791	99.8530
Dissent	28	183423	NIL	NIL	28	183423	0.1470
Total	233	124742848	6	16366	239	124759214	100.000



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SPECIAL BUSINESS:

Item No. 5: RATIFICATION OF REMUNERATION PAYABLE TO M/S. KAMALAKARA & CO., COST AUDITOR OF THE COMPANY FOR FINANCIAL YEAR 2024-25:

Ordinary Resolution:

Particulars	No. of votes contained in						Percentage on Valid votes
	Remote e-voting		e-voting at the AGM		Total		
	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	
Assent	223	124746631	6	16366	229	124762997	99.9995
Dissent	7	661	NIL	NIL	7	661	0.0005
Total	230	124747292	6	16366	236	124763658	100.00

Item No. 6: APPROVAL FOR PAYMENT OF EX-GRATIA AMOUNTING TO ₹5 CRORE TO MOHAMMED ABDUL SALEEM (DIN: 00061497), DIRECTOR OF THE COMPANY

Special Resolution:

Particulars	No. of votes contained in						Percentage on Valid votes
	Remote e-voting		e-voting at the AGM		Total		
	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	
Assent	201	123634556	6	16366	207	123650922	99.8804
Dissent	31	148097	NIL	NIL	31	148097	0.1196
Total	232	123782653	6	16366	238	123799019	100



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Item No. 7: APPROVAL FOR REMUNERATION TO BE PAID TO MOHAMMED ABDUL SALEEM (DIN: 00061497), NON-EXECUTIVE DIRECTOR OF THE COMPANY FOR AVAILING SERVICES IN HIS PROFESSIONAL CAPACITY:

Special Resolution:

Particulars	No. of votes contained in						Percentage on Valid votes
	Remote e-voting		e-voting at the AGM		Total		
	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	
Assent	173	122014163	6	16366	179	122030529	97.8129
Dissent	60	2728665	NIL	NIL	60	2728665	2.1871
Total	233	124742828	6	16366	239	124759194	100.000

10. Based on the foregoing, the Resolution Nos. 1, 2, 3, 4, 5, 6 and 7 in respect of 70th Annual General Meeting may be deemed to have been **passed by requisite majority**.

11. All the relevant records relating to remote e-voting and related documents are under my safe custody and will be handed over to the Chairman or Company Secretary for preserving safely.

12. Related Party votes has been disregarded pursuant to the provisions under second proviso of Section 188(1) of the Companies Act, 2013.

Thanking you,

Sathya Prasad
Yadav Tekumatla

Digitally signed by Sathya Prasad Yadav Tekumatla
Date: 2024.09.20 13:45:43
+05'30'

Sathya Prasad Yadav Tekumatla
Advocate

Reg. No.: AP/2495/2004

Place: Bangalore

Date: 20 September 2024