

Ref. OSIL/SEC/23/2021-22

Date: September 30, 2021

To
The BSE Limited,
Corporate Relationship Department,
1st Floor, New Trading Ring,
Rotunda Building, P J Towers,
Dalal Street, Fort, Mumbai- 400 001
Email: corp.relations@bseindia.com

SECURITY CODE: 531626
ISIN NO.: INE628B01034

Subject: Details of Voting Results along with Scrutinizer's Report at 27th Annual General Meeting of the Company under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir,

In terms of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the details regarding the voting results of the business transacted at the 27th Annual General Meeting ("AGM") of the members of Orosil Smiths India Limited ("the Company"), held on Wednesday, 29th September, 2021 at 12:00 a.m. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") along with Scrutinizers Report on remote e-voting and e-voting conducted at AGM are enclosed as per the prescribed format.

We request you to note the same and acknowledge the receipt of this letter.

Thanking You,

Yours sincerely,
For Orosil Smiths India Limited


Dinky Bansal
(Company Secretary)



Details of Voting Results

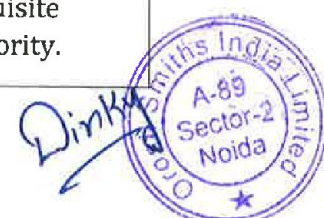
Date of AGM	
Total number of shareholders on record date/ cut-off date i.e. 22.09.2021 for e-voting	1,065
No. of Shareholders present in the meeting either in person: - • Promoters and Promoter Group • Public	Not Applicable Not Applicable
No. of Shareholders attended the meeting through Video Conferencing("VC") / Other Audio Visual Means ("OAVM"): • Promoters and Promoter Group • Public	6 18

AGENDA-WISE VOTING RESULTS

In case of Remote e-voting/e-voting at Annual General Meeting ("AGM")

The mode of voting for all resolutions was remote e-voting and e-voting conducted at the meeting.

Item No.	Particulars	Resolution required: (Ordinary/ Special)	Mode of voting: (E-voting)	Remarks
1.	To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2021 and the Reports of the Board of Directors and Auditors thereon	Ordinary	Remote e-Voting/ e-Voting at AGM	The resolution has been passed with requisite majority.
2.	To re-appoint Mr. Bhushan Kumar Narula (DIN: 00003629), who retires by rotation and being eligible, offers himself for re-appointment as a Director	Ordinary	Remote e-Voting/ e-Voting at AGM	The resolution has been passed with requisite majority.
3.	To consider and approve the Revision in payment of Remuneration to Mrs. Rita Narula, Whole-Time Director of the Company	Special	Remote e-Voting/ e-Voting at AGM	The resolution has been passed with requisite majority.
4.	Authority to enter into Material Related Party Contracts/ Arrangements / Transactions	Ordinary	Remote e-Voting/ e-Voting at AGM	The resolution has not been passed with requisite majority.
5.	Ratification of Material Related Party Transactions to lease out the Office Space at the Corporate Office of the Company to Clamp Shoes Private Limited	Ordinary	Remote e-Voting/ e-Voting at AGM	The resolution has not been passed with requisite majority.



Resolution (1)

Resolution required: (Ordinary / Special)		Ordinary No						
Whether promoter/promoter group are interested in the		To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2021 and the Reports of the Board of Directors and Auditors thereon						
Description of resolution considered								
Category	Mode of voting	No. of shares held	No. of votes polled	(3)=[(2)/(1)]*100	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 Poll		30978695	100.0000	30978695	0	100.0000	0.0000
	Postal Ballot (if applicable)	30978695						
	Total	30978695	30978695	100.0000	30978695	0	100.0000	0.0000
Public-Institutions	E-Voting Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting Poll	10337305	5138166	49.7051	2512482	2625684	48.8984	51.1016
	Postal Ballot (if applicable)							
	Total	10337305	5138166	49.7051	2512482	2625684	48.8984	51.1016
Total		41316000	36116861	87.4162	33491177	2625684	92.7300	7.2700
Whether resolution is Pass or Not.							Yes	Yes



Resolution (2)

Resolution required: (Ordinary / Special)
Whether promoter/promoter group are interested in the
Description of resolution considered

Ordinary
 No
 To re-appoint Mr. Bhushan Kumar Narula (DIN: 00003629), who retires by rotation and being eligible, offers himself for re-appointment as a Director

Category	Mode of voting	No. of shares held	No. of votes polled	(3)=[(2)/(1)]*100	No. of votes in favour	No. of votes - against	(6)=[(4)/(2)]*100	% 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 Poll		30978695		30978695	0	100.0000	0.0000
	Postal Ballot (if applicable)	30978695						
	Total		30978695		30978695	0	100.0000	0.0000
Public- Institutions	E-Voting Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting Poll		5138166		2512482	2625684	48.8984	51.1016
	Postal Ballot (if applicable)	10337305						
	Total		5138166		2512482	2625684	48.8984	51.1016
	Total	41316000	36116861		33491177	2625684	92.7300	7.2700
Whether resolution is Pass or Not.								Yes



Resolution (3)

Resolution required: (Ordinary / Special)		Special							
Whether promoter/promoter group are interested in the agenda/resolution?		Yes							
Description of resolution considered		To consider and approve the Revision in payment of Remuneration to Mrs. Rita Narula, Whole-Time Director of the Company							
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 Poll		30978695				100.0000		
	Postal Ballot (if applicable)	30978695			30978695				
	Total		30978695		30978695	0	100.0000	0.0000	
Public- Institutions	E-Voting Poll								
	Postal Ballot (if applicable)								
	Total					0	100.0000	0.0000	
Public- Non Institutions	E-Voting Poll	10337305	5138166	49.7051	2512482	2625684	48.8984	51.1016	
	Postal Ballot (if applicable)	10337305		49.7051	2512482	2625684	48.8984	51.1016	
	Total	41316000	36116861	87.4162	33491177	2625684	92.7300	7.2700	
Total									
		Whether resolution is Pass or Not.							Yes



Resolution (4)

Resolution required: (Ordinary / Special)		Ordinary						
Whether promoter/promoter group are interested in the Description of resolution considered		Yes						
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 Poll	30978695	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	Total	30978695	0	0.0000	0	0	0.0000	0.0000
Public-Institutions	E-Voting Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting Poll	10337305	5138166	49.7051	2512482	2625684	48.8984	51.1016
	Postal Ballot (if applicable)							
	Total	10337305	5138166	49.7051	2512482	2625684	48.8984	51.1016
	Total	41316000	5138166	12.4363	2512482	2625684	48.8984	51.1016
				Whether resolution is Pass or Not.				
				No				



Resolution (5)

Resolution required: (Ordinary / Special)		Ordinary Yes						
Whether promoter/promoter group are interested in the		Ratification of Material Related Party Transactions to lease out the Office Space at the Corporate Office of the Company to Clamp Shoes Private Limited						
Description of resolution considered								
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 Poll		0	0.0000		0		0
	Postal Ballot (if applicable)	30978695						
	Total	30978695	0	0.0000		0	0.0000	0.0000
Public- Institutions	E-Voting Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting Poll	10337305	5138166	49.7051	2512482	2625684	48.8984	51.1016
	Postal Ballot (if applicable)							
	Total	10337305	5138166	49.7051	2512482	2625684	48.8984	51.1016
	Total	41316000	5138166	12.4363	2512482	2625684	48.8984	51.1016
		Total				Whether resolution is Pass or Not.		No





NK Chandok & Associates

Company Secretaries

E-124, LGF, Greater Kailash-1, New Delhi-110048

Mob: 09650250312 E-Mail: navneet@lexequipe.com

CONSOLIDATED SCRUTINIZER'S REPORT

Pursuant to Section 109 of the Companies Act, 2013 (hereinafter "the Act") read with Rule 21 of The Companies (Management and Administration) Rules, 2014

To
The Chairman of 27th Annual General Meeting
OROSIL SMITHS INDIA LIMITED
HEMKUNT CHAMBERS, FLAT NO. 620, 89,
NEHRU PLACE, NEW DELHI-110019

Subject: Consolidated Scrutinizer's Report on Voting through electronic means ("E-voting") conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (hereinafter "the Rules") and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirement, 2015 including any statutory amendment, modification or re-enactment thereof for the time being in force.

Dear Sir

I, Ms. Navneet Kaur, Practicing Company Secretary, appointed as Scrutinizer by the Board of the Company at its meeting held on 18.08.2021 for the purpose of Remote E-voting commences on 26th September, 2021 at 09:00 AM (IST) and ends on 28th September, 2021 at 5:00 PM (IST) and the Chairman of the 27th Annual General Meeting has also appointed me as the scrutinizer for the electronic voting held at the 27th Annual General Meeting of the Company, in respect of the items/ resolutions set forth in the notice of the 27th AGM of the Company (hereinafter "the AGM Notice"), submit my report as under:

The Compliance with the provisions of the Act read with the Rules made thereunder relating to Remote E-voting and electronic voting at the AGM, by the Shareholders is the Responsibility of the management of the Company.

My responsibility as a Scrutinizer is to ensure that the voting process both through Remote E-voting and electronic voting at the AGM, is conducted in a fair and transparent manner and to render you a Consolidated Scrutinizer's Report of the total votes cast in favor or against, if any, on the resolutions, based on the reports generated through Scrutinizer's secured link.



1. Dispatch of Notice convening the Meeting

The Company has informed that, on the basis of the Register of Members and the List of Beneficiary Owners made available by the depositories viz., National Securities Depository Limited (NSDL), the Company completed dispatch of the Notice of the AGM as under:-

2. Those members who had registered their e-mail-ids with the Company/ Depositories were send the notices through E- Mail **Cut-off date**

The Voting rights were reckoned as on 22nd September, 2021, being the Cut-off date for the purpose of deciding the entitlements of members at the remote e-Voting and e-voting at the Meeting.

3. Remote e-Voting

3.1 Agency:

The Company had appointed National Securities Depository Limited (NSDL), as the agency for providing the remote e-Voting platform.

3.2. Remote e-Voting:

Remote e-Voting platform was open from 26th September, 2021 at 09:00 AM (IST) and ends on 28th September, 2021 at 5:00 PM (IST) and members were required to cast their votes electronically conveying their assent or dissent in respect of the Resolutions, on the e-Voting platform provided by NSDL.

4. Voting at the AGM:

4.1. As prescribed under Rule 20(4)(XIII) of the Companies (Management and Administration) Amendment Rules, 2015, for the purpose of ensuring that members who have cast their votes through remote e-Voting do not vote again at the general meeting, the Scrutinizer shall have access after closure of period of remote e-Voting and before the start of general meeting, to only such details relating to members who have cast their votes through remote e-Voting, such as their names, DP Id/ Client Id, folios, number of shares held but not the manner in which they have voted.

4.2. Accordingly, NSDL, the remote e-Voting Agency provided us with the names, DP Id/ Client Id, folios and shareholding of the members who had cast their votes through remote e-Voting.

5. Counting Process

5.1 On completion of voting at the meeting, M/s Skyline Financial Services Private Limited, Registrar and Transfer Agent (RTA) of the Company provided me with the list of members who had cast their votes, their holding details and details of vote cast on each of the resolutions.

5.2. The votes were reconciled with the records maintained by the Company and RTA with respect to the authorizations / proxies lodged with the Company.

5.3 Thereafter, the votes cast through remote E-Voting were unblocked in the presence of two witnesses viz. Mr. Ishaan Sharma R/o N-43, Kirti Nagar, New Delhi -110015

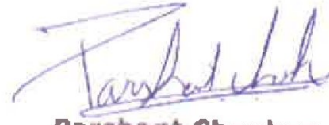


and Mr. Parshant Chauhan R/o E-124, LGF, G.K.-1, New Delhi-110048 who were not in the employment of the Company.

They have signed below in confirmation of the unblocking of votes cast through Remote E-Voting in their presence.



Ishaan Sharma



Parshant Chauhan

6. Results:

6.1 I observed that

- a) 85 members had cast their votes through remote e-Voting.
- b) 01 member had cast their votes through electronic voting at the meeting.

6.2. The Consolidated Results with respect to each item on the agenda as set out in the Notice of the 27th AGM dated 29th September, 2021 is enclosed.

6.3. Based on the aforesaid results, I report that two (2) Ordinary business as contained in Item No. 1 to Item No. 2 and One (1) Special Business as contained in Item No. 3 of the Notice of the 27th AGM dated 29th September, 2021, have been passed with requisite majority and two (2) special business as contained in Item No.4 and 5 have not been passed by the members present in the meeting.

Thanking You,

**For N. K. Chandok & Associates
Company Secretaries**



**Navneet Kaur
(Scrutinizer)
FCS-10055
COP-12930
UDIN: F010055C001034782**



Countersigned by Chairman

OROSIL SMITHS INDIA LIMITED

Date: 29.09.2021
Place: Delhi

ANNEXURE I**CONSOLIDATED RESULTS OF REMOTE E-VOTING AND ELECTRONIC VOTING AT THE AGM****ITEM NO. 01:**

To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2021 and the Reports of the Board of Directors and Auditors thereon

PARTICULARS	REMOTE E-VOTING		E-VOTING AT AGM		TOTAL		PERCENTAGE
	NUMBER	VOTES	NUMBER	VOTES	NUMBER	VOTES	(%)
Assent	66	33408677	1	82500	67	33491177	92.73
Dissent	19	2625684	0	0	19	2625684	7.27
Abstain	0	0	0	0	0	0	0
Total	85	36034361	1	82500	86	36116861	100%

Based on the aforesaid results, I report that the Ordinary Business as contained in Item No. 01 of the Notice, has been passed as **Ordinary Resolution**.

ITEM NO. 02:

To re-appoint Mr. Bhushan Kumar Narula (DIN: 00003629), who retires by rotation and being eligible, offers himself for re-appointment as a Director

PARTICULARS	REMOTE E-VOTING		E-VOTING AT AGM		TOTAL		PERCENTAGE
	NUMBER	VOTES	NUMBER	VOTES	NUMBER	VOTES	(%)
Assent	66	33408677	1	82500	67	33491177	92.73
Dissent	19	2625684	0	0	19	2625684	7.27
Abstain	0	0	0	0	0	0	0
Total	85	36034361	1	82500	86	36116861	100%

Based on the aforesaid results, I report that the Ordinary Business as contained in Item No. 02 of the Notice, has been passed as **Ordinary Resolution**.



ITEM NO. 03:

To consider and approve the Revision in payment of Remuneration to Mrs. Rita Narula, Whole-Time Director of the Company

PARTICULARS	REMOTE VOTING E-		E-VOTING AT AGM		TOTAL		PERCENTAGE
	NUMBER	VOTES	NUMBER	VOTES	NUMBER	VOTES	(%)
Assent	66	33408677	1	82500	67	33491177	92.73
Dissent	19	2625684	0	0	19	2625684	7.27
Abstain	0	0	0	0	0	0	0
Total	85	36034361	1	82500	86	36116861	100%

Based on the aforesaid results, I report that the Special Business as contained in Item No. 3 of the Notice, has been passed as **Special Resolution**.

ITEM NO. 04:

Authority to enter into Material Related Party Contracts/ Arrangements/ Transactions

PARTICULARS	REMOTE VOTING E-		E-VOTING AT AGM		TOTAL		PERCENTAGE
	NUMBER	VOTES	NUMBER	VOTES	NUMBER	VOTES	(%)
Assent	53	2429982	1	82500	54	2512482	48.9
Dissent	19	2625684	0	0	19	2625684	51.1
Abstain	0	0	0	0	0	0	0
Total	72	5055666	1	82500	73	5138166	100%

Based on the aforesaid results, I report that the Special Business as contained in Item No. 4 of the Notice, **cannot be passed as Ordinary Resolution**.



ITEM NO. 05:

Ratification of Material Related Party Transactions to lease out the Office Space at the Corporate Office of the Company to Clamp Shoes Private Limited

PARTICULARS	REMOTE VOTING		E-VOTING AT AGM		TOTAL		PERCENTAGE (%)
	NUMBER	VOTES	NUMBER	VOTES	NUMBER	VOTES	
Assent	53	2429982	1	82500	54	2512482	48.9
Dissent	19	2625684	0	0	19	2625684	51.1
Abstain	0	0	0	0	0	0	0
Total	72	5055666	1	82500	73	5138166	100%

Based on the aforesaid results, I report that the Special Business as contained in Item No. 5 of the Notice, **cannot be passed as Ordinary Resolution.**

Thanking You,

For **N. K. Chandok & Associates**
Company Secretaries


Navneet Kaur
(Scrutinizer)
FCS-10055
COP-12930
UDIN: F010055C001034782






Countersigned by Chairman
ORSIL SMITHS INDIA LIMITED

Date: 29.09.2021

Place: Delhi