

04<sup>th</sup> August, 2023

The Manager,  
Corporate Relationship Department,  
BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai – 400 001.

**Ref: Scrip Code- 509945**

Dear Sir/Ma'am,

Sub: Voting results of 145<sup>th</sup> Annual General Meeting of the Company pursuant to the Regulation 44 of the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015.

The 145<sup>th</sup> Annual General Meeting of the shareholders of the Company was held on Friday, 04<sup>th</sup> August, 2023 through Video Conference / Other Audio Visual Means (OAVM) without physical presence of the Members at a common Venue.

In accordance with Regulation 44 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and Section 108 of the Companies Act, 2013 read with the Rules made thereunder, as amended ('Rules') the Company had provided remote e-voting facility, to facilitate the members of the Company who were shareholders, as of the cut-off date of 27<sup>th</sup> July, 2023 to cast their votes electronically on all businesses proposed in the Notice of Annual General Meeting. The Remote e-voting period commenced on Tuesday, 01<sup>st</sup> August, 2023 at 9:00 a.m. and concluded on Thursday, 03<sup>rd</sup> August, 2023 at 5:00 p.m. The Company had also provided facility for voting through e-voting system during the AGM for those Shareholders who had not cast their votes by remote e-voting.

Copy of the Scrutinizer's Consolidated Report along with requisite particulars of remote e-voting and e-voting during the AGM results as per Regulation 44 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 is enclosed for your information and record.

Thanking you,

Yours faithfully,

For Thacker And Company Limited

SHEFALI  
MANISH  
PATEL

Shefali Patel  
Company Secretary  
Encl: As above.

To,  
The Chairman  
Thacker and Company Limited  
Bhogilal Hargovindas Building,  
Mezzanine Floor, 18/20, K. Dubhash Marg,  
Mumbai-400001

Dear Sir,

**Sub: Consolidated Scrutinizer's Report on remote 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 as amended by Companies (Management and Administration) Amendment Rules, 2015 for the 145<sup>th</sup> Annual General Meeting of Thacker and Company Limited held on Friday, 04<sup>th</sup> August, 2023 at 11:30 am. (IST) through video conferencing ('VC') / other audio visual means ('OAVM').**

I, Sarvari Shah, of Parikh & Associates, Practising Company Secretaries, had been appointed as the Scrutinizer by the Board of Directors of Thacker and Company Limited pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, to conduct the remote e-voting process in respect of the below mentioned resolutions proposed at the 145<sup>th</sup> Annual General Meeting ("AGM") of Thacker and Company Limited on Friday, 04<sup>th</sup> August, 2023 at 11:30 a.m. (IST) through VC/OAVM.

I was also appointed as Scrutinizer to scrutinize the remote e-voting process at the said AGM.

The notice dated 25<sup>th</sup> May, 2023, 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 registered with the Company/ Depositories, in compliance with the MCA Circular dated 5 May 2020 read with circulars dated April 08 2020, April 13 2020, January 13 2021, December 8, 2021, December 14, 2021, May 05 2022 and December 28, 2022 (collectively referred to as 'MCA Circulars') and SEBI Circulars dated May 12, 2020, January 15, 2021, May 13, 2022 and January 5, 2023

The Company had availed the e-voting facility offered by National Securities Depository Limited ("NSDL") for conducting remote e-voting by the Shareholders of the Company and e-voting at the said AGM.



The voting period for remote e-voting commenced on Tuesday, 01<sup>st</sup> August, 2023 at 9:00 a.m. (IST) and ended on Thursday, 03<sup>rd</sup> August, 2023 at 5:00 p.m. (IST) and the NSDL e-voting platform was disabled thereafter.

The Company had also provided remote e-voting facility to the shareholders present at the AGM through VC / OAVM and who had not cast their vote earlier.

The shareholders of the Company holding shares as on the "cut-off" date of Thursday, 27<sup>th</sup> July, 2023 were entitled to vote on the resolutions as contained in the Notice of the AGM.

After the closure of e-voting at the AGM, the report on remote e-voting done at the meeting and the votes cast under remote e-voting facility prior to the AGM were unblocked and were counted.

I have scrutinized and reviewed the remote e-voting prior to and during the meeting and votes cast therein based on the data downloaded from the NSDL e-voting system.

The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting prior to and during the AGM on the resolutions contained in the notice of the AGM.

My responsibility as scrutinizer for the remote e-voting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolutions.

I now submit my consolidated Report as under on the result of the remote e-voting prior to and during the AGM in respect of the said resolutions.

**Resolution 1: Ordinary Resolution**

To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2023, including the Audited Balance Sheet as at 31st March, 2023 and the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date and 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
16	6,99,188	98.43

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
1	11,171	1.57

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL



**Resolution 2: Ordinary Resolution**

To appoint a Director in place of Mr. Arunkumar Mahabirprasad Jatia (DIN:01104256), 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
16	6,99,188	98.43

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
1	11,171	1.57

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

**Resolution 3: Special Resolution**

**Re-appointment of Mr. Raju R. Adhia as "Manager and Chief Financial Officer" of the Company from 1<sup>st</sup> April, 2024 to 31<sup>st</sup> March, 2027.**

(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
16	6,99,188	98.43

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
1	11,171	1.57

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

Thanking you,  
Yours faithfully,

SARVARI  
RAJESH SHAH  
Sarvari Shah  
**Parikh & Associates**  
**Practising Company Secretaries**  
FCS: 9697 CP No.: 11717  
111,11th Floor, Sai Dwar CHS Ltd  
Sab TV Lane, Opp.Laxmi Indl. Estate,  
Off Link Road, Above Shabari Restaurant,  
Andheri West, Mumbai – 400053

Digitally signed by SARVARI  
RAJESH SHAH  
Date: 2023.08.04 14:45:34  
+05'30'

**For Thacker And Co. Ltd.**

  
**Company Secretary**

UDIN: F009697E000740493  
Place: Mumbai  
Dated: August 04, 2023



**General information about company**

Scrip code	509945
NSE Symbol	NOTLISTED
MSEI Symbol	NOTLISTED
ISIN	INE077P01034
Name of the company	THACKER AND COMPANY LIMITED
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	04-08-2023
Start time of the meeting	11:30 AM
End time of the meeting	12:00 PM



<b>Scrutinizer Details</b>	
Name of the Scrutinizer	SARVARI SHAH
Firms Name	PARIKH & ASSOCIATES
Qualification	CS
Membership Number	9697
Date of Board Meeting in which appointed	25-05-2023
Date of Issuance of Report to the company	04-08-2023





<b>Voting results</b>	
Record date	27-07-2023
Total number of shareholders on record date	402
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	7
b) Public	3
No. of resolution passed in the meeting	3
Disclosure of notes on voting results	



Resolution(1)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			1. To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2023, including the Audited Balance Sheet as at 31st March, 2023 and the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date and the Reports of the Board of Directors and Auditors' thereon.					
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	699162	699162	100	699162	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		699162	699162	100	699162	0	100
Public-Institutions	E-Voting	83159	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		83159	0	0	0	0	0
Public- Non Institutions	E-Voting	305398	11197	3.6664	26	11171	0.2322	99.7678
	Poll							
	Postal Ballot (if applicable)							
	Total		305398	11197	3.6664	26	11171	0.2322
Total		1087719	710359	65.3072	699188	11171	98.4274	1.5726
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								





Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				2. To appoint a Director in place of Mr. Arunkumar Mahabirprasad Jatia (DIN: 01104256), 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	699162	699162	100	699162	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		699162	699162	100	699162	0	100
Public- Institutions	E-Voting	83159	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		83159	0	0	0	0	0
Public- Non Institutions	E-Voting	305398	11197	3.6664	26	11171	0.2322	99.7678
	Poll							
	Postal Ballot (if applicable)							
	Total		305398	11197	3.6664	26	11171	0.2322
Total		1087719	710359	65.3072	699188	11171	98.4274	1.5726
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								





Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



Resolution(3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Mr. Raju R. Adhia as Manager and Chief Financial Officer of the Company from 01st April, 2024 to 31st March, 2027				
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	699162	699162	100	699162	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		699162	699162	100	699162	0	100
Public-Institutions	E-Voting	83159	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		83159	0	0	0	0	0
Public- Non Institutions	E-Voting	305398	11197	3.6664	26	11171	0.2322	99.7678
	Poll							
	Postal Ballot (if applicable)							
	Total		305398	11197	3.6664	26	11171	0.2322
Total		1087719	710359	65.3072	699188	11171	98.4274	1.5726
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								





<b>Details of Invalid Votes</b>	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

