



SUPERIOR INDUSTRIAL ENTERPRISES LIMITED

Regd. Office: 25, Bazar Lane, Bengali Market, New Delhi- 110001

October 1, 2020

To
Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai- 400001

Scrip Code: 519234

Dear Sir,

Sub: Voting results of the Annual General Meeting of Superior Industrial Enterprises Limited held on September 29,2020

With reference to the above captioned subject, please find herewith enclosed the Voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 along with Scrutinizer Report.

Please note that all the three Resolutions have been passed with requisite majority as prescribed under applicable laws.

Kindly acknowledge the receipt.

Thanking You,

Yours Faithfully,

For Superior Industrial Enterprises Limited



Megha Rastogi
Company Secretary and Compliance Officer
M. No.: 39197

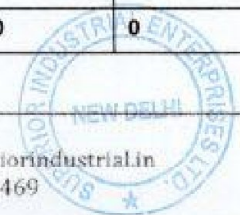


**VOTING RESULTS OF THE ANNUAL GENERAL MEETING OF SUPERIOR INDUSTRIAL ENTERPRISES LIMITED
 HELD ON SEPTEMBER 29, 2020**

| SUPERIOR INDUSTRIAL ENTERPRISES LIMITED | |
|---|--|
| Date of the AGM | 29.09.2020 |
| Total number of shareholders on record date | Three Thousand Five Hundred and Forty Nine(3549) |
| No. of shareholders present in the meeting either in person or through proxy: | - |
| Promoters & Promoter Group : | - |
| Public : | - |
| No. of shareholders attended the meeting through Video Conferencing | 27 |
| Promoters & Promoter Group : | 6 |
| Public : | 21 |

1. **Adoption of Audited Financial Statements - To receive, consider and adopt:** a) The Audited Standalone Financial Statements of the company for the financial year ended 31st March, 2020 and the Reports of the Board of Directors and the Auditors thereon; and
 b) The Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2020 and the Reports of the Board of Directors and the Auditors thereon;

| Resolution Required: (Ordinary/ Special) | ORDINARY RESOLUTION-01: Adoption of Audited Financial Statements - To receive, consider and adopt: a) Audited Standalone Financial Statements of the company for the financial year ended 31 st March, 2020 and the Reports of the Board of Directors and the Auditors thereon; and b) Audited Consolidated Financial Statements of the Company for the financial year ended 31 st March, 2020 and the Reports of the Board of Directors and the Auditors thereon; | | | | | | | | |
|---|---|--------------------------|---------------------|---|-------------------------|--------------------------|--------------------------------------|---------------------------------------|--|
| | Whether promoter / promoter group are interested in the agenda/resolution | No | | | | | | | |
| Promoter/ Public | Mode of voting | Total No. of Shares held | No. of votes polled | % of Votes Polled on outstanding shares | No. of votes -in favour | No. of votes -in against | % of votes in favour on votes polled | % of votes in against on votes polled | |
| | | [1] | [2] | [3]=[2]/([1])*100 | [4] | [5] | [6]=[4]/([2])*100 | [7]=[5]/([2])*100 | |
| 1. Promoter and Promoter Group | E-Voting | 6530536 | 6530536 | 100 | 6530536 | 0 | 100 | 0 | |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 | |
| | Postal Ballot | | 0 | 0 | 0 | 0 | 0 | 0 | |
| | Total | 6530536 | 6530536 | 0 | 6530536 | 0 | 100 | 0 | |
| 2. Public Institutions | E-Voting | 0 | 0 | 0 | 0 | 0 | 0 | 0 | |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 | |
| | Postal Ballot | | 0 | 0 | 0 | 0 | 0 | 0 | |
| | Total | 0 | 0 | 0 | 0 | 0 | 0 | 0 | |





| | | | | | | | | | |
|--------------|--------------------------|-------------------------------|-----------------|----------------|----------------|----------------|------------|----------------|----------------|
| 3. | Public- Non Institutions | E-Voting | 7319464 | 940 | .0128 | 934 | 6 | 99.3617 | .6383 |
| | | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | | Postal Ballot (If Applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | | Total | | 7319464 | 940 | .0128 | 934 | 6 | 99.3617 |
| Total | | | 13850000 | 6531476 | 47.1587 | 6531470 | 6 | 99.9999 | .0001 |

2. Resolution

| | | | | | | | | | |
|--|--|--------------------------|---------------------|---|-------------------------|--------------------------|--------------------------------------|---------------------------------------|----------------|
| Resolution Required: (Ordinary/Special) | SPECIAL RESOLUTION-02: Reappointment of Ms. Divya Mehrotra as an Independent Director of the Company | | | | | | | | |
| Whether promoter / promoter group are interested in the agenda/resolution? | No | | | | | | | | |
| Promoter/ Public | Mode of voting | Total No. of Shares held | No. of votes polled | % of Votes Polled on outstanding shares | No. of votes -in favour | No. of votes -in against | % of votes in favour on votes polled | % of votes in against on votes polled | |
| | | [1] | [2] | $[3]=\frac{[2]}{[1]} \times 100$ | [4] | [5] | $[6]=\frac{[4]}{[2]} \times 100$ | $[7]=\frac{[5]}{[2]} \times 100$ | |
| 1. | Promoter and Promoter Group | E-Voting | 6530536 | 6530536 | 100 | 6530536 | 0 | 100 | 0 |
| | | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | | Postal Ballot | | 0 | 0 | 0 | 0 | 0 | 0 |
| | | Total | | 6530536 | 6530536 | 100 | 6530536 | 0 | 100 |
| 2. | Public Institutions | E-Voting | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | | Postal Ballot | | 0 | 0 | 0 | 0 | 0 | 0 |
| | | Total | | 0 | 0 | 0 | 0 | 0 | 0 |
| 3. | Public- Non Institutions | E-Voting | 7319464 | 940 | .0128 | 934 | 6 | 99.3617 | .6383 |
| | | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | | Postal Ballot | | 0 | 0 | 0 | 0 | 0 | 0 |
| | | Total | | 7319464 | 940 | .0128 | 934 | 6 | 99.3617 |
| Total | | 13850000 | 6531476 | 47.15 | 6531470 | 6 | 99.9999 | .0001 | |



3. Resolution

| Resolution Required: (Ordinary/Special) | | SPECIAL RESOLUTION-02: Reappointment of Mr. Kamal Agarwal as Managing Director of the Company | | | | | | | |
|--|----------------|---|---------------------|---|-------------------------|--------------------------|--------------------------------------|---------------------------------------|--------------|
| Whether promoter / promoter group are interested in the agenda/resolution? | | No | | | | | | | |
| Promoter/Public | Mode of voting | Total No. of Shares held | No. of votes polled | % of Votes Polled on outstanding shares | No. of votes -in favour | No. of votes -in against | % of votes in favour on votes polled | % of votes in against on votes polled | |
| | | [1] | [2] | [3]=([2]/[1])*100 | [4] | [5] | [6]=([4]/[2])*100 | [7]=([5]/[2])*100 | |
| 1. Promoter and Promoter Group | E-Voting | 6530536 | 6530536 | 100 | 6530536 | 0 | 100 | 0 | |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 | |
| | Postal Ballot | | 0 | 0 | 0 | 0 | 0 | 0 | |
| | Total | | 0 | 6530536 | 100 | 6530536 | 0 | 100 | 0 |
| 2. Public Institutions | E-Voting | 0 | 0 | 0 | 0 | 0 | 0 | 0 | |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 | |
| | Postal Ballot | | 0 | 0 | 0 | 0 | 0 | 0 | |
| | Total | | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| 3. Public-Non Institutions | E-Voting | 7319464 | 940 | .0128 | 934 | 6 | 99.3617 | .6383 | |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 | |
| | Postal Ballot | | 0 | 0 | 0 | 0 | 0 | 0 | |
| | Total | | 7319464 | 940 | .0128 | 934 | 6 | 99.3617 | .6383 |
| Total | | 13850000 | 6531476 | 47.1587 | 6531470 | 6 | 99.9999 | .0001 | |





4. Resolution

| Resolution Required: (Ordinary/Special) | ORDINARY RESOLUTION-04: To ratify the remuneration of M/s Mahesh Singh & Co., Cost Auditor of the Company for the year 2020- 21 | | | | | | | |
|--|---|--------------------------|---------------------|---|-------------------------|--------------------------|--------------------------------------|---------------------------------------|
| Whether promoter / promoter group are interested in the agenda/resolution? | No | | | | | | | |
| Promoter/ Public | Mode of voting | Total No. of Shares held | No. of votes polled | % of Votes Polled on outstanding shares | No. of votes -in favour | No. of votes -in against | % of votes in favour on votes polled | % of votes in against on votes polled |
| | | [1] | [2] | $[3]=\frac{[2]}{[1]} \times 100$ | [4] | [5] | $[6]=\frac{[4]}{[2]} \times 100$ | $[7]=\frac{[5]}{[2]} \times 100$ |
| 1. Promoter and Promoter Group | E-Voting | 6530536 | 6530536 | 100 | 6530536 | 0 | 100 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 6530536 | 6530536 | 100 | 6530536 | 0 | 100 | 0 |
| 2. Public Institutions | E-Voting | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| 3. Public-Non Institutions | E-Voting | 7319464 | 940 | .0128 | 934 | 0 | 99.3617 | .6383 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 7319464 | 940 | .0128 | 934 | 0 | 99.3617 | .6383 |
| Total | | 13850000 | 6531476 | 47.1587 | 6531470 | 6 | 99.9999 | 0.0001 |



SHEETAL BANSAL & ASSOCIATES
COMPANY SECRETARIES
3rd Floor, E-39, Pandav Nagar,
Near Patparganj, New Delhi-110091
MOBILE: 8860497831
Email: bansalsheetal965@gmail.com



SCRUTINIZER'S REPORT

[Pursuant to section 108 & 109 of the Companies Act, 2013 and rule 20(3) (xi) & 21(2) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman of the 29th Annual General Meeting (“AGM”) of the shareholders of **SUPERIOR INDUSTRIAL ENTERPRISES LIMITED** (the “Company”) held on Tuesday, 29th September, 2020 through Video Conferencing (“VC”)/ Other Audio Visual means (“OAVM”).

Dear Sir,

1. I, Sheetal Bansal, practicing Company Secretary, have been appointed by the Board of Directors of **SUPERIOR INDUSTRIAL ENTERPRISES LIMITED** (“The Company”) for the purpose of monitoring remote e-voting process and e-voting at the AGM, scrutinizing the vote casted and ascertained the result thereof and report to chairman, pursuant to section 108 of the Companies Act, 2013 (“the Act”) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as substituted by Companies (Management and Administration) Rules, 2015 read with MCA General Circular No. 14/2020, 17/2020 and 20/2020 dated April 08, 2020, April 13, 2020 and May 05, 2020 respectively as issued the Ministry of Corporate Affairs and in accordance with SEBI Circular dated May 12, 2020 issued by Securities and Exchange Board of India (SEBI) Read with Regulations 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 (LODR) in respect of resolutions as mentioned in the Notice of 29th Annual General Meeting of the Company dated September 29, 2020 at 11:00 A.M. in fair and transparent manner, calling through Video Conferencing (VC)/ Other Audio Visual Means (OAVM).
2. The Management of the Company is responsible to ensure the compliances with the requirements under the Companies Act, 2013 and rules relating to voting through electronic means on the resolutions contained in the notice of the AGM of the shareholders of the Company. My responsibility as a scrutinizer for the e-voting process is restricted to the making of the Scrutinizer's report of the votes cast in “favor”, “invalid votes” or “against” the resolutions contained in the notice, based on the reports generated from the e-voting system provided by **Central Depositories Services Limited** (“CDSL”), the authorized agency to provide e-voting facilities, engaged by the Company.
3. Further to the above, I submit my report as under:
 - (i) The e-voting period remained opened from September 26, 2020 (09:00) to September 28, 2020 (17:00)
 - (ii) The members of the Company as on the record date / cut-off date i.e. September 22, 2020, were entitled to cast their vote electronically on the resolutions as mentioned in the notice of the AGM of the shareholders of the Company;

- (iii) The votes cast under remote e-voting/ e-voting facility were thereafter unblocked by me and in presence of two witnesses **Mr. Gaurav Srivastava** and **Mr. Narmadesvar Mishra** who are not in employment of the Company. They have signed in below in confirmation of the votes being unblocked in their presence.


Gaurav Srivastava


Narmadesvar Mishra

- (iv) On consolidation of results of remote e-voting and voting through electronic means at the AGM the final scrutinizer's report was prepared.
- (v) All the resolution mentioned in the Notice of the 29th Annual General Meeting of the Company, dated September 29, 2020 as per the details mentioned above, have been passed with requisite majority and hence deemed to be passed as on the date of AGM.
- (vi) My responsibility as scrutinizer for the remote e-voting is restricted to making a Scrutinizer Report of the Votes cast in favour or against the resolution(s).
- (vii) The details of voting are as follows: -

ORDINARY RESOLUTION

ITEM NO. 1

To receive, consider and adopt the;

- a) **Audited Standalone Financial Statements of the company for the financial year ended 31st March, 2020 and the Reports of the Board of Directors and the Auditors thereon; and**
- b) **Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2020 and the Reports of the Board of Directors and the Auditors thereon.**

1. **Voted in favor** of the Resolution

| Mode of Voting | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|----------------|-------------------------|------------------------------|---------------------------------------|
| E-voting | 38 | 6531476 | 100% |
| Total | 38 | 6531476 | 100% |

2. **Voted against** the Resolution

| Mode of Voting | Number of members voted through electronic system | Number of votes cast by them | % of total number of valid votes cast |
|----------------|---|------------------------------|---------------------------------------|
| E-voting | 1 | 6 | 0% |
| Total | 1 | 6 | 0% |

3. Invalid votes

| Mode of Voting | Total number of members whose votes were declared invalid | Total number of votes cast by them |
|----------------|---|------------------------------------|
| E-voting | NIL | NIL |

SPECIAL BUSINESS:

ITEM NO. 2

Reappointment of Ms. Divya Mehrotra as independent director of the company

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

“RESOLVED THAT pursuant to provisions of sections 149, 152 and any other applicable provisions of the Companies Act, 2013 (hereinafter referred to as the ‘Act’) including the rules made there under read with Schedule IV to the Act and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as the ‘Listing Regulations’) (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company, Ms. Ms. Divya Mehrotra (DIN: 00006494), was appointed as an independent director of the Company for a term of five years up to 24th February 2020 and is eligible for being re-appointed as an independent director and in respect of whom a notice in writing pursuant to section 160 of the Act has been received in the prescribed manner and considering the report of his performance evaluation for the year 2019-20, be and is hereby re-appointed as an independent director of the Company for a second term of five consecutive years, effective from 25th February 2020 up to 24th February 2025.

RESOLVED FURTHER THAT pursuant to regulation of the Listing Regulations, approval of the members be and is hereby given for continuation of Ms. Divya Mehrotra as an independent director of the Company.

RESOLVED FURTHER THAT pursuant to the provisions of sections 149 and other applicable provisions of the Act and the rules made there under, Ms. Divya Mehrotra be paid such fees as the Board may approve from time to time and subject to such limits prescribed or as may be prescribed from time to time.”

4. Voted in favor of the Resolution

| Mode of Voting | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|----------------|-------------------------|------------------------------|---------------------------------------|
| E-voting | 38 | 6531476 | 100% |
| Total | 38 | 6531476 | 100% |

5. Voted against the Resolution

| Mode of Voting | Number of members voted through electronic voting system | Number of votes cast by them | % of total number of valid votes cast |
|----------------|--|------------------------------|---------------------------------------|
| E-voting | 1 | 6 | 0% |
| Total | 1 | 6 | 0% |

6. **Invalid votes**

| Mode of Voting | Total number of members whose votes were declared invalid | Total number of votes cast by them |
|----------------|---|------------------------------------|
| E-voting | NIL | NIL |

ITEM NO. 3

Reappointment of Mr. Kamal Agarwal as Managing Director of the Company

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

“RESOLVED THAT in accordance with the provisions of Section 196,197 and 203 read with Schedule V and all other applicable provisions, if any, of the Companies Act,2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules,2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force) and pursuant to the Articles 172 and 173 of the Articles of Association of the Company and subject to such consents and permissions, as may be required, approval of the Members of the Company be and is hereby accorded for re-appointment of Mr. Kamal Agarwal (DIN:02644047),as the Managing Director for a period of 5 (five) years with effect from 14th February,2020, on such terms and conditions as set out in this resolution and the explanatory statement annexed hereto and payment of such remuneration, as may be determined by the Board or a duly constituted Committee thereof, from time to time, within the maximum limits of remuneration for Managing Director approved by the Members of the Company. RESOLVED FURTHER THAT the Board of Directors or a duly constituted Committee thereof be and is hereby authorized to take all such steps as may be necessary, proper or expedient to give effect to this resolution.

7. **Voted in favor of the Resolution**

| Mode of Voting | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|----------------|-------------------------|------------------------------|---------------------------------------|
| E-voting | 38 | 6531476 | 100% |
| Total | 38 | 6531476 | 100% |

8. **Voted against the Resolution**

| Mode of Voting | Number of members voted through electronic system | Number of votes cast by them | % of total number of valid votes cast |
|----------------|---|------------------------------|---------------------------------------|
| E-voting | 1 | 6 | 0% |
| Total | 1 | 6 | 0% |

9. **Invalid votes**

| Mode of Voting | Total number of members whose votes were declared invalid | Total number of votes cast by them |
|----------------|---|------------------------------------|
| E-voting | NIL | NIL |

ITEM NO. 4

To ratify the remuneration of M/s Mahesh Singh & Co., Cost Auditor of the Company for the year 2020-21

“RESOLVED THAT pursuant to the provisions of Section 148(3) and other applicable provisions, if any, of the Companies Act, 2013 and the rule 14 of Companies (Audit And Auditors) Rules, 2014, the remuneration payable to M/s Mahesh Singh & Co, Cost Accountants (Firm Registration No. 100441), appointed by the Board of Directors as Cost Auditors to conduct the audit of the cost records of the Company for the financial year ending 31st March, 2021, for remuneration amounting to Rs. 25,000 (Rupees Twenty Five Thousand) only and also the payment of service tax as applicable and re-imburement of out of pocket expenses incurred in connection with the aforesaid audit, as recommended by the Audit Committee and approved by the Board be and is hereby ratified and confirmed.

10. Voted in favor of the Resolution

| Mode of Voting | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|----------------|-------------------------|------------------------------|---------------------------------------|
| E-voting | 38 | 6531476 | 100% |
| Total | 38 | 6531476 | 100% |

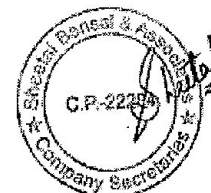
11. Voted against the Resolution

| Mode of Voting | Number of members voted through electronic system | Number of votes cast by them | % of total number of valid votes cast |
|----------------|---|------------------------------|---------------------------------------|
| E-voting | 1 | 6 | 0% |
| Total | 1 | 6 | 0% |

12. Invalid votes

| Mode of Voting | Total number of members whose votes were declared invalid | Total number of votes cast by them |
|----------------|---|------------------------------------|
| E-voting | NIL | NIL |

Yours Faithfully,
For Sheetal Bansal & Associates
Company Secretaries



CS Sheetal Bansal
Proprietor
CP No.: 22284
UDIN: A038208B000833288

Place: New Delhi
Date: 01.10.2020