



Ref: D/2024-25/58

Date: 27.02.2025

To,
Listing Department
National Stock Exchange of India Limited
'Exchange Plaza'. C-1, Block G,
Bandra Kurla Complex, Bandra (E),
Mumbai - 400 051
Symbol: SBC

To,
Listing Department
BSE Limited
P.J. Towers, Dalal Street
Mumbai-400001
Scrip Code: 542725

Subject: Disclosure of Voting Results pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Scrutinizer's Report.

Dear Sir/Madam,

Pursuant to the Regulation 44(3) of the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015, we bring to your kind notice that the Shareholders of the Company have passed the following Resolutions through Postal ballot process on 26th of February, 2025:

Item No.	Description
1.	To consider the Increase in Authorized Share Capital and consequent amendment to Memorandum of Association of the Company.
2.	To consider and approve the Issue of Bonus Shares.
3.	To consider and approve Loan from Directors/ Promoters.
4.	To Approve Related Party Transactions.

The remote e-voting process concluded on Wednesday, February 26, 2025, at 5:00 p.m. (IST), post which the Scrutinizer has submitted his report today i.e. Thursday, February 27, 2025 on the results of the Postal Ballot. Based on the report of the Scrutinizer, we hereby inform that the Members of the Company have duly passed the above Resolutions with the requisite majority.

The above information is also available on the website of the Company:
www.sbcexportslimited.com

You are requested to kindly take the same in your records.

Thanking You.

For SBC Exports Limited

Hariom Sharma
Company Secretary and Compliance Officer
M. No. A41738

CIN: L18100UP2011PLC043209

Corp. Office : 49/95, Site-IV, Sahibabad Industrial Area, Ghaziabad, Uttar Pradesh - 201010

Head Office : 9, Lohiya Talab, Chhoti Basahi, P.O. Vindhyachal Mirzapur, Uttar Pradesh - 231307

Tel. : 0120-2895246, Customer Care : +8303-300-100, E-mail : info@sbceportslimited.com, Web. : www.sbcexportslimited.com

Scrutinizer's Report

[Pursuant to Section 108 and 110 of the Companies Act, 2013 (“**the Act**”) and Rule 20 and 22 of the Companies (Management and Administration), Rules, 2014 (“**the Rules**”) as amended]

To,

The Chairman

SBC Exports Limited

(CIN: L18100UP2011PLC043209)

9, Lohiya Talab, Chhoti Basahi, P.O.: Vindhyachal
Mirzapur, UP - 231307

Dear Sir,

I, Asim Kumar Mandal, Proprietor of M/s Kumar Mandal & Associates, Company Secretaries, having office at D-583, Chittaranjan Park, New Delhi-110019, was appointed as Scrutinizer by the Board of Directors of **SBC EXPORTS LIMITED** (“**the Company**”) in its meeting held on **Friday, January 24th, 2025** for the purpose of scrutinizing the Postal Ballot Process i.e. remote e-voting in a fair and transparent manner under the provisions of Section 108 and 110 of the Act, read with the Rules and other relevant circulars issued by the Ministry of Corporate Affairs (“**MCA Circulars**”) and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**LODR Regulations**”) and other applicable laws and regulations (including any statutory modifications or re-enactments thereof, for the time being in force) in respect of the resolutions as mentioned in the Notice of Postal Ballot dated **Friday, January 24th, 2025**.

I submit my report as under:

1. As informed by the Company, Postal Ballot Notice along with the explanatory statement and remote e-voting instructions were sent to all those members, whose e-



mail address were registered with the Company or Registrar and Share Transfer Agent (“RTA”) i.e. Bigshare Services Private Limited (“Bigshare”) or with their respective Depository Participants (“DP”) and whose names appeared in the Register of Member of the Company, List of Beneficial Owner as maintained by the Depositories as on **Friday, January 17th, 2025 (“cut-off date”)**.

2. The management of the Company is responsible to ensure the compliance with the requirements of (i) the Act and the Rules made thereunder, (ii) the MCA & SEBI Circulars; and (iii) the LODR Regulations in respect to the resolutions contained in the Postal Ballot Notice including the dispatch of the Notice to the shareholders and also for ensuring a secured framework for e-voting.

3. My responsibility as Scrutinizer for remote e-voting is restricted to make the scrutinizer’s report of the votes cast in” Favour” or “Against” the resolutions contained in the Postal Ballot Notice, based on the reports generated from the e-voting system provided by Bigshare Services Pvt. Ltd. (“Bigshare”).

4. The Company has published an advertisement on **Tuesday, January 28th, 2025** regarding service of Postal Ballot Notice to eligible members in English Newspaper “Financial Express” and in Vernacular Newspaper “Jansatta”.

5. The Members of the Company holding shares as on cut-off date were entitled to vote on the resolution as contained in the Postal Ballot Notice and could vote through remote e-voting facility only as per the MCA circular.

6. The remote e-voting period commenced on **Tuesday, 28th January, 2025 at 9.00 a.m. (IST)** and ended on **Wednesday, 26th February, 2025 at 5.00 p.m. (IST)** via e-voting platform on the designated website of Bigshare, Authorized Agency to provide e-voting facility viz.: <https://ivote.bigshareonline.com>.

7. The Members of the Company as on the “Cut-off Date” i.e. **Friday, January 17th, 2025** were entitled to avail the facility of remote e-voting on the proposed



resolutions as set out in the Postal Ballot Notice.

8. The remote e-voting was reconciled with the Register of Members/List of Beneficial Owners of the Company as on cut-off date as maintained by RTA of the Company.

9. The total paid up Equity Share Capital of the Company as on **Friday, January 17th, 2025** was Rs. 31,74,60,000/- (Rupees Thirty-One Crore Seventy-Four Lakh and Sixty Thousand only) divided into 31,74,60,000/- (Thirty-One Crore Seventy-Four Lakh and Sixty Thousand) equity shares of Re. 1/- (Rupee One only) each.

10. The remote e-voting was unblocked on **Wednesday, 26th February, 2025** after 5:00 pm (IST) in the presence of two witnesses i.e., Mr. Mukesh Mallik and Mr. Kamlesh Mandal who were not in the employment of the Company.

11. The result of the remote e-voting in respect of the resolution contained in the Postal Ballot Notice are as under:

Resolution No. 1 - To consider the increase of authorized share capital and consequent alteration of the memorandum of association of the company.

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage (%)
	e-votes	Postal Ballot	Total	
Assent	21,40,09,368	Nil	21,40,09,368	99.99
Dissent	760	Nil	760	0.01
Total	21,40,10,128	Nil	21,40,10,128	100.00

Therefore, Resolution No.1 has been passed with requisite majority. The detailed



breakup of voting in respect of the above resolution is attached herewith and marked as **Annexure-A.**

Resolution No. 2 - To consider and approval of issue of bonus shares.

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage (%)
	e-votes	Postal Ballot	Total	
Assent	21,40,57,096	Nil	21,40,57,096	99.99
Dissent	92	Nil	92	0.01
Total	21,40,57,188	Nil	21,40,57,188	100.00

Therefore, the Resolution No. 2 has been passed with requisite majority. The detailed breakup of voting in respect of the above resolution is attached herewith and marked as **Annexure-B.**

Resolution No. 3 – To consider and approve loan from directors/promoters.

Special Resolution				
Particulars	Number of Valid Votes			Percentage (%)
	e-votes	Postal Ballot	Total	
Assent	21,39,80,798	Nil	21,39,80,798	99.97
Dissent	68,660	Nil	68,660	0.03

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Total	21,40,49,458	Nil	21,40,49,458	100.00
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Therefore, the Resolution No. 3 has been passed with requisite majority. The detailed breakup of voting in respect of the above resolution is attached herewith and marked as **Annexure-C.**

Resolution No. 4 - To consider and approve related party transactions.

Special Resolution				
Particulars	Number of Valid Votes			Percentage (%)
	e-votes	Postal Ballot	Total	
Assent	21,40,31,296	Nil	21,40,31,296	99.99
Dissent	18,097	Nil	18,097	0.01
Total	21,40,49,393	Nil	21,40,49,393	100.00

Therefore, the Resolution No. 4 has been passed with requisite majority. The detailed breakup of voting in respect of the above resolution is attached herewith and marked as **Annexure-D.**

12. Based on the aforesaid result, the resolutions as mentioned above is deemed to have been passed on **Wednesday, 26th February, 2025** being the last date of remote e-voting for the members of the Company.

13. The registers containing the details of remote e-voting relating to the Postal Ballot will be handed over to the Company Secretary of the Company, for preserving safely after the Chairman considers, approves and signs the minutes of the Postal Ballot.



KUMAR MANDAL & ASSOCIATES

COMPANY SECRETARIES



Thanking you,

For Kumar Mandal & Associates

Company Secretaries,

Firm Registration Number: S2016DE419800

Peer Review Certificate No. 3129/2023

Countersigned by

Asim Kumar Mandal
Proprietor, Scrutinizer

M. No. F12516, CP No. 17039

UDIN: F012516F004008486

February 27th, 2025

New Delhi



Hariom Sharma
Company Secretary &

Compliance Officer

SBC Exports Limited

February 27th, 2025

New Delhi

D-583, Chittaranjan Park, New Delhi-110019

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Annexure-A

Details of remote e-voting results for Resolution No.-1 are as under:

A. VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of e-voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
a) Total Votes received	274	21,40,10,128	21,40,10,128/-
b) Less: Invalid Votes	Nil	Nil	Nil
c) Net Valid Votes	274	21,40,10,128	21,40,10,128/-
d) Votes with Assent	272	21,40,09,368	21,40,09,368/-
e) Votes with Dissent	2	760	760/-

Annexure-B

Details of remote e-voting results for Resolution No.-2 are as under:

B. VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of e-voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
a) Total Votes received	277	21,40,57,188	21,40,57,188/-
b) Less: Invalid Votes	Nil	Nil	Nil
c) Net Valid Votes	277	21,40,57,188	21,40,57,188/-
d) Votes with Assent	275	21,40,57,096	21,40,57,096/-
e) Votes with Dissent	2	92	92/-



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Annexure-C

Details of remote e-voting results for Resolution No.-3 are as under:

C. VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of e-voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
a) Total Votes received	270	21,40,49,458	21,40,49,458/-
b) Less: Invalid Votes	Nil	Nil	Nil
c) Net Valid Votes	270	21,40,49,458	21,40,49,458/-
d) Votes with Assent	237	21,39,80,798	21,39,80,798/-
e) Votes with Dissent	33	68,660	68,660/-

Annexure-D

Details of remote e-voting results for Resolution No.-4 are as under:

D. VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of e-voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
a) Total Votes received	266	21,40,49,393	21,40,49,393/-
b) Less: Invalid Votes	Nil	Nil	Nil
c) Net Valid Votes	266	21,40,49,393	21,40,49,393/-
d) Votes with Assent	246	21,40,31,296	21,40,31,296/-
e) Votes with Dissent	20	18,097	18,097/-



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