

# Spotlight Vanijya Limited

CIN - L65993WB1981PLC034252

Registered Office: **2, Red Cross Place, Kolkata – 700 001**

Phone: (033) 2254-3100, Fax: (033) 2254-3130

E-mail: [kkothari@hngil.com](mailto:kkothari@hngil.com)

Website: [www.spotlightvanijya.com](http://www.spotlightvanijya.com)

November 4, 2020

The Secretary,  
**The Calcutta Stock Exchange Ltd.,**  
7, Lyons Range,  
Kolkata-700 001  
**(Scrip Code: 10029380)**

Dear Sir(s)/Madam,

Sub: **Disclosure of Voting results of 37<sup>th</sup> AGM- Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Pursuant to Regulation 44(3) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 read with till date amendments, please find enclosed herewith the Voting Results of the 37<sup>th</sup> Annual General Meeting (AGM) of the Company held on Tuesday, 3<sup>rd</sup> November, 2020 at its registered office at 2, Red Cross Place, Kolkata 700 001.

We also enclose herewith the Report of the Scrutinizer dated 4<sup>th</sup> November, 2020, pursuant to section 108 of the Companies Act, 2013 and Rules 20 of the Companies (Management and Administration) Rules, 2014 read with till date amendments.

The same is for your information and records.

Thanking You,

Yours faithfully,  
For **Spotlight Vanijya Ltd.**

*Rahul K. Singh*  
**(Rahul Kumar Singh)**  
**Company Secretary & CFO**

Encl: As above.



SPOTLIGHT VANIJYA LTD. - AGM Attended and Voting Summary

Format for Voting Result

Date of the AGM	November 3,2020
Total Number of Shareholders on record date	133
No. of shareholders present in the meeting either in person or through proxy :	
Promoter & Promoter group	
Public	
Total	
No. of shareholders attended the meeting through Video Conferencing :	
Promoter & Promoter group	9
Public	0
Total	9

Agenda- wise disclosure (to be disclosed separately for agenda item)

1 .		To receive, consider and adopt the Audited Standalone as well as Consolidated Financial Statements of the Company for the financial year ended 31st March, 2020 together with reports of the Directors and the Auditors thereon.						
Whether promoter/promoter group are interested in the agenda/resolution ?		0						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No.of votes in favour (4)	No of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	Remote Evoting	530387	530387	100.00000	530387	0	100.00000	
	Evoting at AGM		0	0.00000	0	0		
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		530387	100.00000	530387	0	100.00000	
Public - Institutional holders	Remote Evoting	0	0		0	0		
	Evoting at AGM		0		0	0		
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		0		0	0		
Public - Non Institution	Remote Evoting	177965	171480	96.35600	170824	656	99.61740	0.38260
	Evoting at AGM		0	0.00000	0	0		



	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		171480	96.35600	170824	656	99.61740	0.38260
Total		708352	701867	99.08449	701211	656	99.90653	0.09347

2 .		To appoint a Director in place of Smt. Sudha Somany (DIN: 00124345), who retires by rotation and being eligible offers herself for re-appointment						
Whether promoter/promoter group are interested in the agenda/resolution ?		0						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No.of votes in favour (4)	No of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	Remote Evoting	530387	45076	8.49870	45076	0	100.00000	
	Evoting at AGM		0	0.00000	0	0		
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		45076	8.49870	45076	0	100.00000	
Public - Institutional holders	Remote Evoting	0	0		0	0		
	Evoting at AGM		0		0	0		
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		0		0	0		
Public - Non Institution	Remote Evoting	177965	171480	96.35600	171024	456	99.73410	0.26590
	Evoting at AGM		0	0.00000	0	0		
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		171480	96.35600	171024	456	99.73410	0.26590
Total		708352	216556	30.57181	216100	456	99.78943	0.21057

3 .		To appoint M/s. Lodha and Co, Chartered Accountant (Firm Registration no. 301051E) as Statutory Auditors of the Company						
Whether promoter/promoter group are interested in the agenda/resolution ?		0						



Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes in favour (4)	No. of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	Remote Evoting	530387	530387	100.00000	530387	0	100.00000	
	Evoting at AGM		0	0.00000	0	0		
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		530387	100.00000	530387	0	100.00000	
Public - Institutional holders	Remote Evoting	0	0		0	0		
	Evoting at AGM		0		0	0		
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		0		0	0		
Public - Non Institution	Remote Evoting	177965	171480	96.35600	170824	656	99.61740	0.38260
	Evoting at AGM		0	0.00000	0	0		
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		171480	96.35600	170824	656	99.61740	0.38260
Total		708352	701867	99.08449	701211	656	99.90653	0.09347

4 .			Appointment of Shri Anshul Dave (DIN: 05123750) as an Independent Non-Executive Director For the Period of 5 (Five) Years w.e.f. 3rd November, 2020 to 2nd November,2025					
Whether promoter/promoter group are interested in the agenda/resolution ?			0					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes in favour (4)	No. of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	Remote Evoting	530387	530387	100.00000	530387	0	100.00000	
	Evoting at AGM		0	0.00000	0	0		
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		530387	100.00000	530387	0	100.00000	
Public - Institutional holders	Remote Evoting	0	0		0	0		
	Evoting at AGM		0		0	0		
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		0		0	0		



Public - Non Institution	Remote Evoting	177965	171480	96.35600	170824	656	99.61740	0.38260
	Evoting at AGM		0	0.00000	0	0		
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	
	Total		171480	96.35600	170824	656	99.61740	0.38260
Total		708352	701867	99.08449	701211	656	99.90653	0.09347





**CONSOLIDATED SCRUTINIZER'S REPORT**

**[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 (4) (xii) of the Companies (Management and Administration) Rules, 2014 and Companies (Management and Administration) Amendments Rules, 2016]**

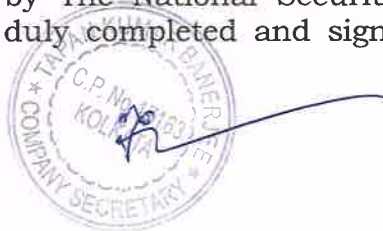
To,  
The Chairman  
37<sup>th</sup> Annual General Meeting of  
SPOTLIGHT VANIJYA LIMITED,  
2, Red Cross Place  
Kolkata- 700 001

**37<sup>th</sup> Annual General Meeting of Equity Shareholders of SPOTLIGHT VANIJYA LIMITED held on Tuesday, 3<sup>rd</sup> November, 2020 at 3.00. P.M. at 2, Red Cross Place, Kolkata- 700 001**

Dear Sir,

I, Tapan Kumar Banerjee, Practicing Company Secretary, appointed as Scrutinizer for the purpose of scrutinizing e-voting processes i.e, remote e-voting and voting through ballot papers during the AGM (e-voting), in a fair and transparent manner, as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Amended Rules, 2016, in respect of the below mentioned resolution(s) which were considered by members at the 37<sup>th</sup> Annual General Meeting of Spotlight Vanijya Limited, held on Tuesday, 3<sup>rd</sup> November, 2020 at 3.00 p.m. at 2, Red Cross Place, Kolkata- 700 001.

The Management of the Company is responsible to ensure the Compliance with the provisions of the Companies Act, 2013 and the rules relating to voting through electronic means { i.e, both by remote e-voting and voting through ballot papers. My responsibility as a scrutinizer is to ensure that the voting processes are conducted in a fair and transparent manner and render consolidated scrutinizer's report of the total votes cast "**in favour**" or "**against**" if any, to the Chairman on the resolutions, based on the report generated from the e-voting system provided by The National Securities Depository Ltd.(NSDL) and Physical Copies of duly completed and signed ballot papers (if any).



**Further to the above, I submit my report as under:**

1. The Company has availed the services of NSDL for e-voting prior to the AGM (remote e-voting) and voting through ballot papers during AGM.
2. In accordance with the Notice of the 37th Annual General Meeting sent to the shareholders on 06.10.2020 and the 'Advertisement' published pursuant to Rule 20(4)(v) of the Companies (Management and Administration) Rules, 2014 (Amendment Rules 2015) on 07.10.2020, the remote e-voting opened at 9:00 AM on 31.10.2020 and remained open up to 5:00 PM on 02.11.2020. Remote e-voting was blocked by NSDL at 5.00 p.m. on 02.11.2020.
3. After the time fixed for closing the voting through ballot by the Chairman of the meeting, empty ballot box kept for polling was locked in my presence with due identification make placed by me.
4. After declaration of e-voting during the AGM by the Chairman, none of the shareholders present at the AGM voted through ballot paper.
5. The shareholders holding shares as on the "cut off" date i.e. 27.10.2020 were entitled to vote on the proposed resolutions (item no. 1 to 4) as set out in the notice of the 37<sup>th</sup> Annual General Meeting of Equity Shareholders of Spotlight Vanijya Limited.
6. The Company had not received any proxy from for this meeting.
7. Both remote e-voting and voting through ballot paper (during the AGM) were unblocked in the presence of two witnesses, Ms. Neha Jain and Mr. Kalidasu Kothari, not in employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.



Name: Kalidasu Kothari



Name: Neha Jain



8. Thereafter, the details containing, inter-alia, list of equity shareholders, who voted “FOR” or “AGAINST” as set out in the notice of the 37<sup>th</sup> AGM of the Company that were put to vote, were generated from the e-voting website of The NSDL.(<https://evoting.nsdl.com>) and based on such reports generated and NIL voting through ballot papers during AGM, the results of the voting are given hereunder in the report.

### **ORDINARY BUSINESS**

**1. Ordinary Resolution – To receive, consider and adopt the Audited Standalone as well as Consolidated Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2020 together with reports of the Directors and the Auditors thereon.**

**I. Votes *in favour* of the resolution:**

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-Voting	29	701211	<b>99.90</b>
Ballot Voting	0	0	<b>0</b>
<b>Total</b>	29	701211	<b>99.90</b>

**II. Votes *against* the resolution:**

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-Voting	9	656	<b>0.10</b>
Ballot Voting	0	0	<b>0</b>
<b>Total</b>	9	656	<b>0.10</b>





III. – Invalid Votes:

Mode of Voting	Total number of members whose votes were declared invalid	Number of votes cast by them
Remote E-Voting	0	0
Ballot Voting	0	0
<b>Total</b>	<b>0</b>	<b>0</b>

Based on the aforesaid result, Ordinary Resolution as contained in item no. 1 has been passed with requisite majority.

2. Ordinary/Special Resolution – To appoint a Director in place of Smt. Sudha Somany (DIN: 00124345), who retires by rotation and being eligible offers herself for re-appointment.

I. Votes in favour of the resolution:

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-Voting	19	216100	99.79
Ballot Voting	0	0	0
<b>Total</b>	<b>19</b>	<b>216100</b>	<b>99.79</b>

II. Votes against the resolution:

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-Voting	7	456	0.21
Ballot Voting	0	0	0
<b>Total</b>	<b>7</b>	<b>456</b>	<b>0.21</b>

III. – Invalid Votes:



Mode of Voting	Total number of members whose votes were declared invalid	Number of votes cast by them
Remote E-Voting	0	0
Ballot Voting	0	0
<b>Total</b>	<b>0</b>	<b>0</b>

Based on the aforesaid result, Ordinary Resolution as contained in Item no. 2 has been passed with requisite majority.

**3. Ordinary Resolution – To appoint M/s. Lodha & Co, Chartered Accountant (Firm Registration no. 301051E) as Statutory Auditors of the Company.**

I. Votes **in favour** of the resolution:

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-Voting	29	701211	<b>99.90</b>
Ballot Voting	0	0	<b>0</b>
<b>Total</b>	<b>29</b>	<b>701211</b>	<b>99.90</b>

II. Votes **against** the resolution:

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-Voting	9	656	<b>0.10</b>
Ballot Voting	0	0	<b>0</b>
<b>Total</b>	<b>9</b>	<b>656</b>	<b>0.10</b>

III. – **Invalid** Votes:



Mode of Voting	Total number of members whose votes were declared invalid	Number of votes cast by them
Remote E-Voting	0	0
Ballot Voting	0	0
<b>Total</b>	<b>0</b>	<b>0</b>

Based on the aforesaid result, Ordinary Resolution as contained in Item no. 3 has been passed with requisite majority.

#### **SPECIAL BUSINESS**

**4. Ordinary Resolution - Appointment of Shri Anshul Dave (DIN: 05123750) as an Independent Non-Executive Director For the Period of 5 (Five) Years w.e.f. 3rd November, 2020 to 2nd November, 2025.**

I. Votes **in favour** of the resolution:

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-Voting	29	701211	<b>99.90</b>
Ballot Voting	0	0	<b>0</b>
<b>Total</b>	<b>29</b>	<b>701211</b>	<b>99.90</b>

II. Votes **against** the resolution:

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-Voting	9	656	<b>.10</b>



Ballot Voting	0	0	0
<b>Total</b>	9	656	<b>.10</b>

III. -: **Invalid Votes:**

Mode of Voting	Total number of members whose votes were declared invalid	Number of votes cast by them
Remote E-Voting	0	0
Ballot Voting	0	0
<b>Total</b>	0	0

**Based on the aforesaid result, Ordinary Resolution as contained in item No. 4 has been passed with requisite majority.**

9. The Register, all other papers, electronic data and relevant records relating to electronic voting shall remain in my safe custody, until the Chairman considers, approves and signs the minutes of the aforesaid 37<sup>th</sup> Annual General Meeting and the same are handed over to the Compliance Officer for safe keeping.

Thanking you,

Yours faithfully,



**(Tapan Kumar Banerjee)**  
**Practicing Company Secretary**  
**Membership Number: FCS-1242,**  
**CP No: 17163**

Place: KOLKATA  
Dated: 04.11.2020



Received the Report of the Scrutinizer

**Tapan Kumar Banerjee**  
**Company Secretaries**

**P-139, Flat-3C**  
**Lake Road, Kolkata-700 029**

For **Spotlight Vanijya Limited**

*Rahul Kr Singh*  
**(Rahul Kumar Singh)**  
**Company Secretary & CFO**

