



# SP REFRACTORIES LIMITED

(Formerly known as SP Refractories Private Limited)

(A Group of Mr. Prabodh S Kale)

CIN: L51909MH2007PLC167114

**Registered Office:** M-10, M-11/1 & M-11/2, MIDC, Hingna, Nagpur-440016

**Office No.:** 07104-235388/235399

**Mob No:** 9422103525

**Email:** sprefractory@gmail.com/info@sprefractories.com

**Website:** www.sprefractories.com

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To  
The Manager,  
Listing Department,  
NSE Limited,  
Exchange Plaza, C-1, Block G,  
Bandra Kurla Complex,  
Bandra (E), Mumbai – 400 051

**Symbol: SPRL**

Dear Sir/ Madam,

**Sub:** Details of voting results with respect to 16<sup>th</sup> Annual General Meeting pertaining to financial year 2022-23.

Pursuant to Regulation 44 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, we are enclosing herewith the details of voting results with respect to 16<sup>th</sup> Annual General Meeting of the Company held on Thursday, 21<sup>st</sup> September, 2023 at 11:30 A.M. at the Registered office of the Company at M-10, M-11/1 & M-11/2, MIDC Industrial Area, Hingna Road, Nagpur 440016 Maharashtra India.

Further, the results are also being uploaded on the website of Company at <https://www.sprefractories.com/stock-exchange-compliances> .

Please find enclosed, for your records the report issued by the Scrutinizer i.e. CS Avinash Gandhewar, Proprietor of M/s Avinash Gandhewar & Associates, Practicing Company Secretaries, Nagpur.

We request you to take the aforesaid on your records.

**Thanking you,  
Yours faithfully,**

**For SP Refractories Limited**

PAWAN  
KUMAR

Digitally signed by  
PAWAN KUMAR  
Date: 2023.09.22  
13:17:24 +05'30'

**Pawan Kumar**

Company Secretary cum Compliance Officer

**Mem No:** A59861

**Date:** 22<sup>nd</sup> September, 2023

**Place:** Nagpur



**Avinash Gandhewar  
& Associates**  
Practicing Company Secretary

**FORM NO MGT-13**  
**SCRUTINIZER'S REPORT**

[Pursuant to Section 108 of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014 read with amendments made thereto and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,  
The Chairperson,  
SP Refractories Limited  
(Formerly known as "SP Refractories Private Limited")  
M-10, M-11/1 & M-11/2, MIDC Industrial Area,  
Hingna Road, Nagpur 440016 Maharashtra India.

Dear Ma'am,

**1. Appointment as Scrutinizer:**

I, Avinash Gandhewar, Proprietor of M/s. Avinash Gandhewar & Associates, Practicing Company Secretaries, have been appointed as a Scrutinizer by the Board of Directors of **SP Refractories Limited** (CIN: L51909MH2007PLC167114) (the "Company") at their Board Meeting dated 17<sup>th</sup> August, 2023 for the purpose of scrutinizing the remote e-voting and ballot polling in a fair and transparent manner and to ascertain the requisite majority in respect of resolutions as contained in the Notice of 16<sup>th</sup> Annual General Meeting (AGM) of the Company, held on Thursday, 21<sup>st</sup> September, 2023 at 11:30 A.M. (IST) at the Registered Office situated at M-10, M-11/1 & M-11/2, MIDC Industrial Area, Hingna Road, Nagpur 440016 Maharashtra India.

Jagat Housing Society, Sundaram Apartments,  
Flat No: C-104, Near Wonderland School,  
Opp. ICAD, Byramji Town, Nagpur- 440013

+91 - 9860765203

gpassociates.ngp@gmail.com

At the request of management, I hereby submit my scrutinizer's report on remote e-voting and ballot polling of the Company as under:

**2. Responsibility:**

My responsibility as a Scrutinizer is to scrutinize remote e-voting and ballot polling conducted during the AGM in a fair and transparent manner and to ascertain requisite majority and is restricted to submit a Scrutinizer's Report on the voting in respect of resolutions as set out in the Notice, based on the reports generated from e-voting system of National Securities Depository Limited ("NSDL"), the authorized agency to provide voting and remote e-voting facilities before and during the AGM, engaged by the Company.

**3. Dispatch of Notice convening AGM:**

- i) The Notice convening 16<sup>th</sup> Annual General Meeting of the Company along with the material facts as set out in the explanatory statement was sent to the shareholders and the same was also hosted on the website of Company namely <https://www.sprefractories.com/annual-report> and on the website of Stock Exchanges i.e. National Stock Exchange of India Limited at <https://www.nseindia.com/>.
- ii) The Company completed dispatch of Notice of AGM on 24<sup>th</sup> August, 2023 by E-mail to the Members who had registered their email addresses with the Company /Depositories.

**4. Cut-off date:**

Voting rights were reckoned as on Friday, 08<sup>th</sup> September, 2023 being a cut-off date for deciding the entitlements of members for remote e-voting and ballot polling during the AGM.

**5. Remote e-voting process:**

- i) **Agency:** The Company had appointed National Securities Depository Limited ("NSDL"), as an agency for providing the platform of remote e-voting.
- ii) **Remote e-voting period:** The Remote e-voting remained open from 09:00 a.m. Saturday, 16<sup>th</sup> September, 2023 and ended on Wednesday, 20<sup>th</sup> September, 2023 at 5:00 p.m.

The votes cast were unblocked on Thursday, 21<sup>st</sup> September 2023 after the conclusion of AGM and was witnessed by two witnesses, who are not in the employment of Company.

- iii) **Voting at the AGM:** After the time fixed for closing of e-voting by the Chairman, the electronic system recording the e-voting (e-votes) was locked by NSDL.
- iv) I have scrutinized and reviewed the remote e-voting votes tendered based on the data downloaded from NSDL e-voting system.

I hereby submit the Scrutinizer's Report as **Annexure-A** on the results of remote e-voting in respect of the resolutions as contained in the notice of AGM. All the resolutions have secured requisite majority of votes, these resolutions may be considered to have been passed. The Chairman may accordingly declare the result of voting.

Thanking you,

Yours faithfully,

**For M/s Avinash Gandhewar & Associates**

Practicing Company Secretaries



**CS Avinash Gandhewar**

Proprietor

**FCS No:** 11197

**COP:** 16490

**UDIN:** F011197E001056967

**Peer Review Certificate No:** 2718/2022

**Date:** 22<sup>nd</sup> September, 2023

**Place:** Nagpur

**Witnesses:**

We the undersigned witnesses state that the votes were unblocked from the e-voting website of NSDL in our presence.

**Witness 1**

**Name:** Vaibhav Domkundwar

**Sign:**

A handwritten signature in blue ink that reads "Vaibhav Domkundwar".

**Witness 2**

**Name:** Shikha Bankar

**Sign:**

A handwritten signature in blue ink that reads "Shikha Bankar".



**Annexure-A**

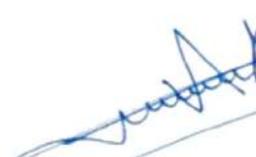
**E-VOTING RESULTS**

<b>Date of the AGM</b>	21 <sup>st</sup> September, 2023
<b>Total number of shareholders on record date</b>	80
<b>No. of shareholders present in the meeting either in person or through proxy:</b> Promoters and Promoter Group: 2 Public: 4	6
<b>No. of Shareholders attended the meeting through Video Conferencing</b> Promoters and Promoter Group: NA Public NA	NA

**Agenda Wise disclosure:**

<b>Resolution required: Ordinary</b>	To receive, consider and adopt the Audited Balance Sheet for the year ended 31 <sup>st</sup> March, 2023, the Profit and Loss account for the year ended as on the said date, the Director's Report and the Auditor's Report thereon.
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>	NA

Category	Mode of Voting	No. of shares held (1)	No. of valid 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
<b>Promoter and Promoter Group</b>	E-Voting	1242296	646124	52.0104%	646124	-	100%	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-


<b>Public-Institutions</b>	E-Voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
<b>Public-Non Institutions</b>	E-Voting	547204	1603	0.2929%	1603	-	100%	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
<b>Total</b>		<b>1789500</b>	<b>647727</b>	<b>36.1959%</b>	<b>647727</b>	<b>-</b>	<b>100%</b>	<b>-</b>

<b>Resolution required: Ordinary</b>	To re-appoint Ms. Shweta Prabodh Kale, Director (DIN: 01586321) who retires by rotation and being eligible, offers herself for the re-appointment.
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>	Yes, Mrs. Namita Prabodh Kale, Ms. Prajakta Prabodh Kale were interested.

Category	Mode of Voting	No. of shares held (1)	No. of valid 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
<b>Promoter and Promoter Group</b>	E-Voting	1242296	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
<b>Public-Institutions</b>	E-Voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-

<b>Public-Non Institutions</b>	E-Voting	547204	1603	0.2929%	1603	-	100%	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
<b>Total</b>		<b>1789500</b>	<b>1603</b>	<b>0.08957%</b>	<b>1603</b>	<b>-</b>	<b>100%</b>	<b>-</b>

**RESULTS:**

The Electronic Records containing details of the Members, who voted “IN FAVOUR”, or “AGAINST” for each resolution under remote e-Voting has been handed over to the Company Secretary for safe custody.

The above-mentioned resolutions are deemed to have been passed with requisite majority as on the date of 16<sup>th</sup> AGM of the Company i.e. Thursday, 21<sup>st</sup> September, 2023.

Thanking you,

Yours faithfully,

**For M/s Avinash Gandhewar & Associates**

Practicing Company Secretaries



**CS Avinash Gandhewar**

Proprietor

**FCS No:** 11197

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