

Sam Industries Limited

CIN: L70102MP1994PLC041416

Registered Office: Village: Dakachiya, A. B. Road, Tehsil: Sanwer,
District – Indore – 453771 - Madhya Pradesh, India

Phone: 0091-731- 4229717

Website: www.samindustriesltd.com, Email: secretarial@samindustriesltd.com

31/12/2025

To
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400001

Scrip Code – 532005

Subject – **Certified True Copy of the Minutes of Resolution(s) passed by way of Postal Ballot through remote e-voting process.**


Dear Sirs,

1. With reference to the captioned subject, please find enclosed the Certified True Copy of Minutes of resolutions passed by way of Postal Ballot through remote e-voting process.
2. The results of the Postal Ballot were announced vide our earlier intimation dated 17th December, 2025.
3. Kindly take this intimation on your record.

Thanking You.

Yours Faithfully,

For Sam Industries Limited


Navin Patwa
Company Secretary



Encl: as above

CERTIFIED TRUE COPY OF THE MINUTES OF THE RESOLUTIONS PASSED BY WAY OF POSTAL BALLOT (THROUGH REMOTE E-VOTING PROCESS), BY MEMBERS OF SAM INDUSTRIES LIMITED ON MONDAY, 15TH DAY OF DECEMBER, 2025, AND RESULTS OF WHICH WERE DECLARED ON WEDNESDAY, 17TH DAY OF DECEMBER, 2025 IN COMPLIANCE OF MCA CIRCULARS & ALONG WITH OTHER PROVISIONS OF THE ACT AND RULES WERE DULY COMPLIED.

1. The Chairman informed that the Board of Directors of the Company at its Board Meeting held on 14th day of November, 2025 seek the consent of the members of the Company by way of Special Resolution through the Postal Ballot remote e-voting process for appointment of Independent director of the Company, pursuant to Sections 108 and 110 of the Companies Act, 2013, Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and various circulars issued by Ministry of Corporate Affairs ("MCA") i.e. General Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020, 20/2020 dated 5 May, 2020, 22/2020 dated 15 June, 2020, 33/2020 dated 28 September, 2020, 39/2020 dated 31 December, 2020, 10/2021 dated 23 June, 2021, 20/2021 dated 8 December, 2021, 3/2022 dated 5th May, 2022, and 11/2022 dated 28th December 2022, 9/2023 dated September 25, 2023 General Circular No. 9/2024 dated September 19, 2024 and read with other relevant circulars, including **General Circular No. 03/2025 dated September 22, 2025** (collectively referred to as MCA circulars) in relation to clarifications on passing of ordinary and special resolution passed by the Companies under the Companies Act, 2023 and rules made thereunder on account of threat posed by Covid-19 issued by the Ministry of Corporate Affairs Government of India.

Certified True Copy



2. The Board of Directors seek approval of the Members on the following special business, as set out in the notice of the Postal Ballot dated 14th day of November, 2025:

Sr. No	Particulars	Type of Resolution
1.	To approve the appointment of Mrs. Preeti Singh (DIN: 07170927) as an Independent Director of the Company	Special Resolution

3. The Board appointed Mr. Manish Maheshwari, Practicing Company Secretary (Membership No. ACS 5174 and CP No. 3860), Indore as the Scrutinizer for conducting the Postal Ballot only through the e-voting process in a fair and transparent manner.
4. The Company had provided remote e-voting facility to its Members through Central Depository Services (India) Limited ("CDSL").
5. The Scrutinizer submitted his report on postal ballot by remote e-voting process to the Chairman of the Company on 17th December, 2025. Based on the report, the Special resolution set out in the postal ballot **notice dated 14th November, 2025**, have been passed with requisite majority. The results of Postal Ballot through remote e-voting were declared on Wednesday, 17th December, 2025, by Chairman and Whole Time Director of the Company.
6. The summary of the Scrutinizer's Report is as under:
- 6.1 The Postal Ballot Notice together with explanatory statement, dated 14th November, 2025 was sent only through email, to those Members whose names appeared in the Register of Members or in the Register of Beneficial Owners maintained by Depositories as on Cut-off Date i.e., **Friday, 7th November, 2025** and whose e-mail addresses were registered with the Company/ Depositories on the said date.

Certified True Copy



- 6.2. The remote e-voting period commenced on Sunday, 16th day of November, 2025, at (09:00 A.M. IST) and ends on Monday, 15th day of December, 2025 at (05:00 P.M. IST), both days inclusive.
- 6.3. Post conclusion of the remote e-voting period on 15th day of December, 2025, based on the analysis of votes, the Scrutinizer submitted his report dated 17th day of December, 2025 addressed to the Chairman of the Company in the prescribed format. Based on the Report, the resolutions set out in the Postal Ballot Notice were passed with requisite majority on 15th day of December, 2025.
- 6.4. The results were declared on 17th day of December, 2025, simultaneously intimated to Stock Exchange(s) i.e. BSE Limited and uploaded on website of the Company on the same day.
- 6.5. The details of voting on the resolutions as per the Scrutinizer's Report are as under:

Item No. 1:

To approve the appointment of Mrs. Preeti Singh (DIN: 07170927) as an Independent Director of the Company

Nature of Resolution – Special Resolution

"RESOLVED THAT in accordance with the provisions of Sections 149, 150 and 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualifications of Directors) Rules, 2014 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the appointment of Mrs. Preeti Singh (DIN: 07170927), who was appointed as an Additional Director, designated as an Independent Director, pursuant to the provisions of Section 161(1) of the Act and the Articles of Association of the Company and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing her candidature for the office of Director, being eligible, as an

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Independent Director of the Company, not liable to retire by rotation and to hold office for a term of 5 (five) consecutive years with effect from November 14, 2025, be and is hereby approved;

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers to any committee of directors with power to further delegate to or any other Officer(s) / Authorized Representative(s) of the Company to do all acts, deeds and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

The Result of voting through Postal Ballot by remote e-voting was as follows:

Sr. No	Particulars	Type of Resolution	Votes in favour (In no.)	Votes In favour (In %)	Votes casted Against (In no.)	Votes casted Against (In %)
1.	Approval of the appointment of Mrs. Preeti Singh (DIN: 07170927) as an Independent Director of the Company	Special	77,75,776	99.98%	1360	0.02%

7. Passing of Resolutions:

The Chairman noted the results of Remote E-Voting as stated above and it was declared and recorded that the special resolution as set out in the Postal Ballot Notice dated 14th day of November, 2025 were deemed to be duly passed on the last date of remote e-voting i.e., Monday, 15th day of December, 2025 with the requisite majority.

S/d

Ashutosh A. Maheshwari
Chairman

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