

IIRM HOLDINGS INDIA LIMITED

(Formerly known as Sudev Industries Limited)

[CIN No.: L70200UP1992PLC018150]

Date: 08th March 2024

To
The Manager,
Department of Corporate Services
Bombay Stock Exchange Limited
Floor 25, P.J. Towers, Dalal Street,
Mumbai-400001

Scrip Code: 526530

Sub: Result of Postal Ballot by remote e-voting process and Submission of Scrutinizer's Report.

Ref: Regulation 30 and 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations).

This is further to our letter dated 5th February 2024, enclosing the copy of Postal Ballot Notice for seeking approval of the members regarding the following matter:

1. Appointment of Mr. Venkata Ramudu Jasthi (DIN:03055480) as an Independent Director of the Company, not liable to retire by rotation.
2. Appointment of Mr. Yugandhara Rao Sunkara (DIN:06527762) as an Independent Director of the Company, not liable to retire by rotation.
3. Take note of and ratification of non-disclosure of information related to resolution passed for issue of equity shares on preferential basis, for consideration other than cash by Share Swap, on 28th September 2023 at Annual general Meeting (AGM).
4. Take note of and ratification of a certificate related to resolution passed for change in name of the Company and subsequent amendment in the Memorandum of Association and Article of Association of the Company, on 28th September 2023 at Annual general Meeting (AGM).

We further inform that pursuant to the provisions of Section 110 of the Companies Act, 2013, read with the Companies (Management and Administration) Rules, 2014 as amended from time to time, the Company conducted the Postal Ballot as set out in the notice of Postal Ballot dated 23rd January 2024.

Remote e-voting process concluded at 5.00 p.m. (IST) today post which the scrutinizer submitted his report on the results of the postal ballot. Based on the report of the scrutinizer, we hereby inform you that the members of the Company have duly passed the special resolutions for the resolutions as mentioned above of the Company.

In this regard, please find enclosed the following documents:

1. Report of the Scrutinizer on e-Voting results as **Annexure-1**.
2. Details of the voting results in prescribed format as required under Regulation 44(3) of SEBI Listing Regulations as **Annexure-2**.

This is for your information and kindly take the same on your record.

Thanking you,
Yours faithfully,
For IIRM Holdings India Limited
(Formerly known as Sudev Industries Limited)

Vurakaranam Rama Krishna
Chairman & Managing Director
DIN: 00700881



SPV & Company

Company Secretaries

Annexure - 1

Date: 7th March 2024

To,
IIRM Holdings India Limited
(Formerly known as Sudev Industries Limited)
B1/26, Sector-18, Noida, Gautam Buddha Nagar,
Uttar Pradesh – 201301.

Kind Attention: Mr. Vurakaranam Ramakrishna (Managing Director & Chairman).

Sub.: Report on Postal Ballot Voting of IIRM Holdings India Limited (Formerly known as Sudev Industries Limited).

Dear Sir,

I refer to my appointment as Scrutinizer to conduct the postal ballot process in respect of the following Special Resolutions for:

1. Appointment of Mr. Venkata Ramudu Jasthi (DIN:03055480) as an Independent Director of the Company, not liable to retire by rotation.
2. Appointment of Mr. Yugandhara Rao Sunkara (DIN:06527762) as an Independent Director of the Company, not liable to retire by rotation.
3. Take note of and ratification of non-disclosure of information related to resolution passed for issue of equity shares on preferential basis, for consideration other than cash by Share Swap, on 28th September 2023 at Annual General Meeting (AGM).
4. Take note of and ratification of a certificate related to resolution passed for change in name of the Company and subsequent amendment in the Memorandum of Association and Article of Association of the Company, on 28th September 2023 at Annual General Meeting (AGM).

I now enclose my report to the Chairman of the Company on the result of the postal ballots received from shareholders only through the electronic voting process (remote e-voting).

For SPV & Company
Practising Company Secretary

P.V.S Ramanjaneyulu
Proprietor
M.No: A59928 C.P No: 22999
UDIN: A059928E00355541
PR Certificate No.: 2593/2022



Encl.: As above.



SPV & Company

Company Secretaries

SCRUTINIZER'S REPORT

[Pursuant to Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, as amended]

To

The Chairman

IIRM Holdings India Limited

(Formerly known as Sudev Industries Limited)

(CIN: L70200UP1992PLC018150)

B1/26, Sector-18, Noida, Gautam Buddha Nagar, Uttar Pradesh - 201301

Sub: Scrutinizer's Report on voting through postal ballot by electronic means conducted pursuant to the provisions of Section 110 read with Section 108 of the Companies Act, 2013 and Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014.

Dear Sir,

I, P V S Ramanjaneyulu, Proprietor of SPV & Company, Company Secretaries, have been appointed as the Scrutinizer by the Board of Directors of IIRM Holdings India Limited (Formerly known as Sudev Industries Limited) for the purpose of scrutinizing the e-voting/ postal ballot process in a fair and transparent manner in respect of the resolution mentioned in the notice of Postal Ballot dated Tuesday, 23rd January 2024 ("Notice") in terms of Section 108 and Section 110 and of the Companies Act, 2013 ('the Act') as amended from time to time, read with Rule 22 and Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and in accordance with the requirements prescribed by the Ministry of Corporate Affairs ('MCA') vide its General Circular No. 09/2023 dated September 25, 2023 and other relevant Circulars issued by the Ministry of Corporate Affairs ('MCA') from time to time ("MCA Circulars") and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), Secretarial Standard – 2 on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India and other applicable laws and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and pursuant to other applicable laws and regulations, for the purpose of scrutinizing the process of voting through postal ballot by way of remote electronic voting ('e-voting') in a fair and transparent manner and ascertaining the requisite majority for passing of resolution as contained in the postal ballot notice dated 23rd January 2024.

In connection with the above-referred matter, we submit our report as under:

1. The Company had engaged the services of National Securities Depository Limited's ("NSDL") to provide remote e-voting facility to its members.
2. The Company has confirmed that the Postal Ballot Notice dated 23rd January 2024 along with statement setting out material facts under Section 102 of the Act in respect of the resolution contained therein, was sent on 5th February 2024 via e-mail, only to the Members whose names appeared in the Register of Members/List of Beneficial Owners as received from the Depositories and whose e-mail address is registered with the Company/Registrar and Transfer Agent/Depository Participants/Depositories as on the "Cut Off" date i.e. Wednesday, 31st January 2024.
3. The equity shareholders of the Company as on the "Cut Off" date as set out in the Notice, i.e. Wednesday, 31st January 2024 were entitled to participate in the remote e-voting on the proposed resolution (Item Nos. 1 to 4 as set out in the Notice).
4. The following resolutions were proposed by postal ballot through remote e-voting only:

Sr. No.	Type of Resolution	Description
1.	Special Resolution	Appointment of Mr. Venkata Ramudu Jasthi (DIN:03055480) as an Independent Director of the Company, not liable to retire by rotation.
2.	Special Resolution	Appointment of Mr. Yugandhara Rao Sunkara (DIN:06527762) as an Independent Director of the Company, not liable to retire by rotation.



3.	Special Resolution	Take note of and ratification of non-disclosure of information related to resolution passed for issue of equity shares on preferential basis, for consideration other than cash by Share Swap, on 28 th September 2023 at Annual general Meeting (AGM).
4.	Special Resolution	Take note of and ratification of a certificate related to resolution passed for change in name of the Company and subsequent amendment in the Memorandum of Association and Article of Association of the Company, on 28 th September 2023 at Annual general Meeting (AGM).

5. The remote e-voting commenced on Wednesday, 7th February 2024 at 9.00 a.m. IST and ends on Thursday, 7th March 2024 at 5.00 p.m. IST. on the designated website of NSDL i.e. <https://www.evoting.nsdl.com>.
6. On completion of the remote e-voting, the votes cast were unblocked and downloaded on Thursday, 7th March 2024 at 5:40 PM and was witnessed by two witnesses, Ms. A G Monisha & Ms. Mounika L, who were not in the employment of the Company and /or NSDL.
7. Thereafter, the details containing, inter alia, the list of Equity Shareholders who voted "in favour" or "against" on the resolution that was put to vote, were generated from the e-voting website of NSDL, i.e., <https://www.evoting.nsdl.com>.
8. The Management of the Company is responsible to ensure compliance with the requirements of the (i) the Companies Act, 2013 and the Rules thereunder; (ii) the MCA Circulars and (iii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("LODR") in respect of postal ballot through remote e-voting. The management of the Company is also responsible for ensuring a secure framework and robustness of the electronic voting systems.
9. My responsibility as scrutinizer for the e-voting process is restricted to scrutinize the e-voting process in a fair and transparent manner and to prepare a Scrutinizer's Report of the votes cast "in favour" or "against" the resolution stated in the Notice, based on the reports generated from the e-voting system provided by the National Securities Depository Limited (NSDL), the authorized service provider engaged by the company to provide e-voting facility.
10. This report has been issued at the request of the Company for (i) submission to BSE Limited, (ii) submission to National Stock Exchange of India Limited (iii) Placing on the website of the Company and (iv) Placing on the website of the NSDL. This report is not to be used for any other purpose or to be distributed by the Company to any other parties. Accordingly, do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior consent in writing.
11. The relevant records related to this postal ballot activity will be handed over to the Chairman of the Company for safekeeping.
12. The resolution specified in the Notice is deemed to be passed on the last date of remote e-voting i.e., Thursday, 7th March 2024.
13. Based on the reports generated from NSDL's e-voting website <https://www.evoting.nsdl.com> which I have scrutinized, now submit my report as under on the result of the postal ballot conducted through remote e-voting in respect of the above-mentioned resolution:

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Resolution No. 1: Special Resolution

Appointment of Mr. Venkata Ramudu Jasthi (DIN:03055480) as an Independent Director of the Company, not liable to retire by rotation.

i. Voted in favour of the resolution:

Number of members	Number of votes cast by them	% of total number of valid votes cast
151	64459690	99.99999

ii. Voted against of the resolution:

Number of members	Number of votes cast by them	% of total number of valid votes cast
1	6	0.00001

iii. Invalid votes:

Number of members	Number of votes cast by them *
1	2812350

**invalid votes have not been excluded from the total votes casted in favour*

Resolution No. 2: Special Resolution

Appointment of Mr. Yugandhara Rao Sunkara (DIN:06527762) as an Independent Director of the Company, not liable to retire by rotation.

i. Voted in favour of the resolution:

Number of members	Number of votes cast by them	% of total number of valid votes cast
151	64459690	99.99999

ii. Voted against of the resolution:

Number of members	Number of votes cast by them	% of total number of valid votes cast
1	6	0.00001

iii. Invalid votes:

Number of members	Number of votes cast by them *
1	2812350

**invalid votes have not been excluded from the total votes casted in favour*

Resolution No. 3: Special Resolution

Take note of and ratification of non-disclosure of information related to resolution passed for issue of equity shares on preferential basis, for consideration other than cash by Share Swap, on 28th September 2023 at Annual General Meeting (AGM).

i. Voted in favour of the resolution:

Number of members	Number of votes cast by them	% of total number of valid votes cast
151	64459690	99.99999

ii. Voted against of the resolution:

Number of members	Number of votes cast by them	% of total number of valid votes cast
1	6	0.00001

iii. Invalid votes:

Number of members	Number of votes cast by them *
1	2812350

**invalid votes have not been excluded from the total votes casted in favour*



Resolution No. 4: Special Resolution

Take note of and ratification of a certificate related to resolution passed for change in name of the Company and subsequent amendment in the Memorandum of Association and Article of Association of the Company, on 28th September 2023 at Annual General Meeting (AGM).

i. Voted in favour of the resolution:

Number of members	Number of votes cast by them	% of total number of valid votes cast
151	64459690	99.99999

ii. Voted against of the resolution:

Number of members	Number of votes cast by them	% of total number of valid votes cast
1	6	0.00001

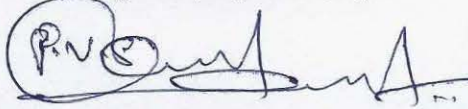
iii. Invalid votes:

Number of members	Number of votes cast by them *
1	2812350

**invalid votes have not been excluded from the total votes casted in favour*

Result: To conclude we report that the Resolution set forth in the Notice dated Tuesday, 23rd January 2024 has been passed by the Members of the Company with requisite majority.

For SPV & Company
Practicing Company Secretary



CS P V S Ramanjaneyulu
Proprietor
M.No: A59928 C.P No: 22999
UDIN: A059928E003555541
PR Certificate No.: 2593/2022



IIRM Holdings India Limited (Formerly known as Sudev Industries Limited) Voting Results of Postal Ballot (Remote e-voting only) [Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]	
Last date of the E-voting (Postal Ballot)	07-03-2024
Total number of shareholders on record date	391
No. of shareholders present in the meeting either in person or through Proxy:	
a) Promoters and Promoter Group:	Not Applicable
b) Public:	
No. of shareholders attended the meeting through Video Conferencing:	
a) Promoters and Promoter Group:	Not Applicable
b) Public:	

Resolution 01: Appointment of Mr. Venkata Ramudu Jasthi (DIN:03055480) as an Independent Director of the Company, not liable to retire by rotation.

Resolution required: (Ordinary/ Special) Special

Whether promoter/ promoter group are interested in the agenda/ resolution? No

Category	Mode of voting	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 against on votes polled
		(1)	(2)	(3)=[(2)/ (1)] *100	(4)	(5)	(6)=[(4)/ (2)]*100	(7)=[(5)/ (2)]*100
Promoter and Promoter Group	E-Voting	39446802	39237106	99.468	39237106	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	00	0
	Total		39446802	39237106	99.468	39237106	0	100
Public Institutions	E-Voting	450000	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		450000	0	0	0	0	0
Public-Non Institutions	E-Voting	28247448	25222590	89.292	25222584	6	99.999	0.00002
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		28247448	25222590	89.292	25222584	6	99.999
Total		68144250	64459696	94.593	64459690	6	99.999	0.00001

Resolution 02: Appointment of Mr. Yugandhara Rao Sunkara (DIN:06527762) as an Independent Director of the Company, not liable to retire by rotation.

Resolution required: (Ordinary/ Special) Special

Whether promoter/ promoter group are interested in the agenda/ resolution? No

Category	Mode of voting	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 against on votes polled
		(1)	(2)	(3)=[(2)/ (1)] *100	(4)	(5)	(6)=[(4)/ (2)]*100	(7)=[(5)/ (2)]*100
Promoter and Promoter Group	E-Voting	39446802	39237106	99.468	39237106	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	00	0
	Total		39446802	39237106	99.468	39237106	0	100
Public Institutions	E-Voting	450000	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		450000	0	0	0	0	0
Public-Non Institutions	E-Voting	28247448	25222590	89.292	25222584	6	99.999	0.00002
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		28247448	25222590	89.292	25222584	6	99.999
Total		68144250	64459696	94.593	64459690	6	99.999	0.00001

Resolution 03: Take note of and ratification of non-disclosure of information related to resolution passed for issue of equity shares on preferential basis, for consideration other than cash by Share Swap, on September 28, 2023 at Annual general Meeting (AGM).

Resolution required: (Ordinary/ Special)			Special					
Whether promoter/ promoter group are interested in the agenda/ resolution?			Yes					
Category	Mode of voting	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 against on votes polled
		(1)	(2)	(3)=[(2)/ (1)] *100	(4)	(5)	(6)=[(4)/ (2)]*100	(7)=[(5)/ (2)]*100
Promoter and Promoter Group	E-Voting	39446802	39237106	99.468	39237106	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	00	0
	Total		39446802	39237106	99.468	39237106	0	100
Public Institutions	E-Voting	450000	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		450000	0	0	0	0	0
Public-Non Institutions	E-Voting	28247448	25222590	89.292	25222584	6	99.999	0.00002
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		28247448	25222590	89.292	25222584	6	99.999
Total		68144250	64459696	94.593	64459690	6	99.999	0.00001

Resolution 04: Take note of and ratification of a certificate related to resolution passed for change in name of the Company and subsequent amendment in the Memorandum of Association and Article of Association of the Company, on September 28, 2023 at Annual general Meeting (AGM).

Resolution required: (Ordinary/ Special) Special

Whether promoter/ promoter group are interested in the agenda/ resolution? No

Category	Mode of voting	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 against on votes polled
		(1)	(2)	(3)=[(2)/ (1)] *100	(4)	(5)	(6)=[(4)/ (2)]*100	(7)=[(5)/ (2)]*100
Promoter and Promoter Group	E-Voting	39446802	39237106	99.468	39237106	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	00	0
	Total	39446802	39237106	99.468	39237106	0	100	0
Public Institutions	E-Voting	450000	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	450000	0	0	0	0	0	0
Public-Non Institutions	E-Voting	28247448	25222590	89.292	25222584	6	99.999	0.00002
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	28247448	25222590	89.292	25222584	6	99.999	0.00002
Total		68144250	64459696	94.593	64459690	6	99.999	0.00001