



SOMA TEXTILES & INDUSTRIES LTD.

A GOVT. RECOGNISED EXPORT HOUSE

CIN : L51909WB1940PLC010070

REGD. OFFICE : 2, RED CROSS PLACE, KOLKATA - 700 001, INDIA

TEL : (033) 2248-7406/07, FAX : (033) 2248-7045

E-mail : rssharma@somatextiles.com / investors@somatextiles.com

Website : www.somatextiles.com

29th December, 2023

*The Secretary,
National Stock Exchange of India Ltd,
Exchange Plaza, 5th Floor, Plot No. C/L, G-Block
Bandra-Kurla Complex, Bandra (E)
Mumbai - 400 051*

*The Corporate Relationship Dept.
BSE Ltd.,
Piroze Jeejeebhoy Towers,
1st Floor, New Trading Ring,
Rotunda, Dalal Street,
Mumbai - 400 001*

Sub: Submission of Results of the Postal Ballot, along with the Scrutinizer's Report on Voting on the Resolution as set out in the Postal Ballot Notice dated 10th November, 2023 of the Company.

(COMPANY ISIN: INE 314C01013)

Dear Sirs,

Pursuant to the provisions of Sections 108 and 110 of the Companies Act, 2013 read with Rules 22 and 20 of the Companies (Management and Administration) Rules, 2014 as amended till date and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 (Listing Regulations), please find enclosed the Results of voting on the resolution declared by the Company Secretary of the Company, duly authorized by the Board of Directors of the Company, along with Scrutinizer's Report of Mr. Pravin Kumar Drolia, Practicing Company Secretary, (FCS: 2366, CP:1362) Proprietor of M/s. Drolia & Company, Kolkata, appointed as the Scrutinizer for scrutinizing the voting process through remote e-voting, in a fair and transparent manner with respect to Special Resolution set out in the Postal Ballot Notice dated 10th November, 2023 and which was approved and passed with requisite majority on 28th December, 2023, in accordance with the Regulation 37A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and terms of Secretarial Standard on General Meetings (SS-2).

Please take the same on your records.

Thanking you,

Yours faithfully,

For Soma Textiles & Industries Limited

Reena Prasad
Digitally signed by Reena Prasad
Date: 2023.12.29 16:25:38
+05'30'

(Reena Prasad)

Company Secretary & Compliance Officer

M. No. - A53284

Encl.as above

Head Office & Works : Rakhial Road, Ahmedabad - 380 023, India
Tel : (079) 2274-3285-8, Fax : (079) 2274 5653

Corporate Office : 6, Vaswani Mansion, Dinshaw Wachha Road, Backbay Reclamation, Mumbai - 400 020
Tel : (022) 2283 6519-20, 2282 6076-77, Fax : (022) 2285 1173



A SOMANY ENTERPRISE

CS PRAVIN KUMAR DROLIA
(Company Secretary in whole time practice)
2nd Floor, Block D, 13, Selimpur Road, Kolkata -700031
MOBILE NO: 9831196869, EMAIL ID: droliapravin12@gmail.com

Report of Scrutinizer

[Pursuant to Sections 108 & 110 of the Companies Act, 2013 read with Rules 20 & 22 of the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,
The Chairman and Managing Director,
SOMA TEXTILES & INDUSTRIES LIMITED,
CIN: L51909WB1940PLC010070,
2 Red Cross Place,
Kolkata-700 001.

Dear Sir,

Sub: Scrutinizer's report on remote e-voting conducted on the resolution mentioned in the Postal Ballot Notice dated 10th November, 2023 of Soma Textiles & Industries Limited

I, Pravin Kumar Drolia, (Membership No. F2366 & CP 1362) Company Secretary in whole time practice, Kolkata, was appointed as the Scrutinizer, by the Board of Directors of **Soma Textiles & Industries Limited** ("the Company") at their meeting held on 10th November, 2023 for the purpose of scrutinizing the votes cast through remote e-voting and ascertaining the result thereof in a fair and transparent manner in respect of the following resolution set out in the postal ballot notice of the Company dated 10th November, 2023 ("Notice"). in terms of the provisions of Sections 108 and 110 of the Companies Act, 2013 ("Act") read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 as amended, read with MCA General Circular Nos. 14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020, 22/2020 dated 15th June, 2020, 33/2020 dated 28th September, 2020, 39/2020 dated 31st December, 2020, 02/2021 dated 13th January, 2021, 10/2021 dated 23rd June, 2021, 20/2021 dated 8th December, 2021, 03/2022 dated 5th May, 2022 and 11/2022 dated 28th December, 2022 and 9/2023 dated 25/09/2023 ("**MCA Circulars**") and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations)

Sl. No.	Type of Resolution	Particulars
1	<i>Special Resolution</i>	Sale or transfer or otherwise dispose off its whole or part of Industrial land situated at Ahmedabad.

Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules made thereunder and Regulation 37A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to postal ballot process on the resolution set out in the notice. My responsibility, as scrutinizer for scrutinize the e-voting process is restricted to the extent of ascertaining requisite votes casted i.e., "in Favour" and "Against" the resolutions mentioned in the notice of postal ballot.

UDIN: F002366E003062161

1. I submit my report as under:
 - 1.1. As per the information provided by the Management, the Company had completed the dispatch of notice of Postal Ballot dated 10th November, 2023 along with other details through electronic mode only on 27th November, 2023 to those Members whose names appeared in the Register of Members/List of Beneficiaries with registered e-mail addresses as on 24th November, 2023 being the cut-off date fixed by the Board, in terms of MCA Circulars.
 - 1.2. The Members holding shares in physical mode and not having email ID registered with Registrar & Share Transfer Agent were also given facility to get their email ID registered to receive the notice of Postal Ballot electronically and participate in remote e-voting process. Voting rights have been reckoned on the paid-up value of the shares registered in the name of the Members / Beneficial Owners as on the cut-off date i.e 24th November'2023. One fully paid share held is equal to one vote.
 - 1.3. As prescribed in clause (v) of sub rule 4 of the Rule 20 of the Companies (Management and Administration) Rule 2014 as amended read with above mentioned Circular, public notices were published in "Financial Express, Kolkata" (English Edition) and "Ekdin, Kolkata" (Bengali Edition) on 28th November, 2023 informing the Members about completion of dispatch of Postal Ballot notice by electronically, along with other information as specified in the rules.
 - 1.4. In compliance of the provisions of rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 as amended read with Regulation 44 of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015, the Company had provided only remote e-voting facility to all its Members to enable them to cast their votes electronically.
 - 1.5. The Company had appointed Central Depository Services (India) Limited (CDSL) to provide the e-voting services platform for facilitating e-voting to enable the Members to cast their votes electronically. The e-voting period commenced on Wednesday, 29th November, 2023 from 9:00 A.M. (IST) and concluded on Thursday, 28th December, 2023 at 5:00 P.M. (IST) and e voting module was disabled thereafter. The e voting facility provided by CDSL was unlocked after closure of voting period at 5 PM in presence of two witnesses Mr Naveen Saraf and Mr Anirudh Saraf both residents of 58/26, prince Anwar Shah Road, Kolkata 700045, who were not in employment of the Company. Votes cast by the Shareholders through e-voting facility were scrutinized by verifying it using the Scrutinizer's login on the CDSL e-voting website and were counted thereafter. The details of e voting have been duly entered in a register separately maintained.
 - 1.6. At the meeting of the Board of the Company on 10th November, 2023, Ms. Reena Prasad , Company Secretary and Compliance Officer, was made responsible for conducting the entire postal ballot process through remote e-voting and to take all incidental and necessary steps in this regard.
 - 1.7. I have relied on confirmation provided by the Registrar and Share Transfer Agent (RTA) of the Company in relation to details regarding number of shares held by the respective shareholders who have participated in remote e voting process against their respective Folio Number/ Client ID.
 - 1.8. There were 14071 numbers of eligible Members holding total 33033000 no(s) of Equity Shares of Rs 10/- each to vote as on cut-off date i.e., 24th November, 2023. On scrutiny, I report that out of these shareholders, 224 shareholders have exercised their votes through remote e-voting. The details of e voting on the proposed resolution as mentioned above are provided in the **Annexure "A"** attached to this report.

UDIN: F002366E003062161

RESULT:

Resolution as stated in the Postal Ballot notice dated 10th November, 2023 stand passed with requisite majority as on 28th December, 2023, since more than three fourth of votes of participating members were cast in favor of the resolution as mentioned in the postal ballot notice.


I further report that the Chairman of the Company or any other person as authorized by him in this regard may declare and confirm the above results of e-voting at the registered office of the Company not later than 30th December, 2023 in respect of the resolutions referred hereinabove.

All relevant records relating to remote e-voting will be handed over to the authorized person for safe keeping after the necessary compliances are made in terms of the rules.

Thanking You,

Yours faithfully,
FOR PRAVIN KUMAR DROLIA,
(Company Secretary in whole time practice)

Place: Kolkata
Date: 29th December, 2023

PRAVIN KUMAR DROLIA  Digitally signed by PRAVIN KUMAR DROLIA
Date: 2023.12.29 13:48:56 +05'30'
(Pravin Kumar Drolia)
Proprietor.
FCS:2366, CP 1362.
UDIN: F002366E003062161
Peer View Reg: 1928/2022

SOMA TEXTILES & INDUSTRIES LTD

Details of e-voting result on the resolution approved through postal ballot process on Thursday, 28th December, 2023 at 5.00 P.M.

Total No. of Shareholder as on record date i.e. 24th November, 2023 = 14,071
 Total No. of paid up Shares as on 24th November, 2023 = 3,30,33,000

SL No.	Resolution	Category	Mode	No. of folio(s) received	Total no. of shares held	Valid votes		% of valid votes to total votes	Invalid votes		% of invalid Votes	Votes cast in favour of the resolution		% of valid votes in favour of the resolution	Votes cast against the resolution		% of valid votes against the resolution	Abstain			
						No. of folio(s) received	Votes		No. of folio(s) received	Votes		No. of folio(s)	Votes		No. of folio(s)s	Votes		No. of folio(s)	Votes		
1	Sale or transfer or otherwise dispose off its whole or part of Industrial land situated at Ahmedabad.(passed as a special resolution)	Promoters	Electronic	5	2,00,06,948	5	2,00,06,948	100.00	-	-	-	5	2,00,06,948	100.00	-	-	-	-	-	-	
		Public Institution	Electronic	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
		Public	Electronic	219	18,14,968	219	18,14,968	100.00	-	-	-	213	18,14,752	100.00	6	216	-	-	-	-	
		TOTAL		224	2,18,21,916	224	2,18,21,916	100.00	-	-	-	218	2,18,21,700	100.00	6	216	-	-	-	-	

For Pravin Kumar Drolia,
 (Company Secretary in whole time practice)

PRAVIN KUMAR
 DROLIA

Digitally signed by PRAVIN
 KUMAR DROLIA
 Date: 2023.12.29 16:58:20
 +05'30'

(Pravin Kumar Drolia)
 Proprietor.
 FCS 2366, CP 1362
 Dated: 29/12/2023
 UDIN: F002366E003062161
 Peer review regn: 1928/2022

Name and address of witnesses
 sd/-

1 Mr. Naveen Saraf of
 58/26, Prince Anwar Saha Road,
 Kolkata - 700045.

sd/-

2 Mr. Anirudh Saraf of
 58/26, Prince Anwar Saha Road,
 Kolkata - 700045.

SOMA TEXTILES & INDUSTRIES LIMITED

Details of voting results of E-voting and Ballot Paper pursuant to regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, on the Resolution as set out in the Postal Ballot Notice dated 10th November, 2023 of Soma Textiles & Industries Limited and passed by the Members of the Company by means of electronic voting on 28th December, 2023 duly declared by Mrs. Reena Prasad, Company Secretary of the Company duly authorised by the Chairman of the Company on 29th December, 2023 at 4-00 P.M. at 2, Red Cross Place, Kolkata - 700 001.

Date of declaration of Postal Ballot Result	29th December, 2023
Total number of shareholders on record date i.e. 24th November, 2023	14,071
No. of shareholders present in the meeting either in person or through Proxy: Promoters and Promoters Group: Public:	NOT APPLICABLE
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoters Group: Public:	NOT APPLICABLE
No. of Resolution passed in Meeting/ through Postal Ballot	1

Resolution Required : (Ordinary/Special)	Special
Whether promoter/ promoter group are interested in the Agenda/resolution	No

Resolution No.1: Sale or transfer or otherwise dispose off its whole or part of Industrial land situated at Ahmedabad

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 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
Promoters and Promoter Group	E-voting	24,036,158	20,006,948	83.24	20,006,948	-	100.00	-
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		20,006,948	83.24	20,006,948	-	100.00	-
Public-Institutions	E-voting	12,744	-	-	-	-	-	-
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		-	-	-	-	-	-
Public-Non Institutions	E-voting	8,984,098	1,814,968	20.20	1,814,752	216	99.99	0.01
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		1,814,968	20.20	1,814,752	216	99.99	0.01
Total		33,033,000	21,821,916	66.06	21,821,700	216	100.00	0.00

For Soma Textiles & Industries Ltd.
Reena Prasad.
 Reena Prasad
 (Company Secretary)

