



LAHOTI OVERSEAS LIMITED

REGD. OFFICE :

307, ARUN CHAMBERS, TARDEO ROAD,

MUMBAI - 400 034. INDIA

TEL.: 91-22-40 500 100 • FAX : 91-22-40 500 150

Internet: <http://www.lahotioverseas.com>

E-Mail : umesh@lahotioverseas.com

Corporate Identity No. L74999MH1995PLC087643

October 5, 2023

To,

Corporate Relationship Department

BSE Limited,

1st Floor, New Trading Ring, Rotunda Building,

PhirozeJeejeebhoi Towers,

Dalal Street, Fort,

Mumbai - 400 001.

Scrip Code –531842

Sub.: Disclosure regarding 28th Annual General Meeting as per Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/ Madam,

Please find enclosed herewith the Disclosure regarding 28th Annual General Meeting (AGM) as per Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Further, we are enclosing herewith report of the Scrutinizers dated October 3, 2023 pursuant to the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014. As per the Consolidated Scrutinizers' Report, all the resolutions contained in the Notice of AGM have been duly passed by the Members with requisite majority.

This is to comply with the listing requirements.

Yours faithfully,

For **Lahoti Overseas Limited**

Ujwal Rambilas
Rambilas Lahoti
Lahoti

Digitally signed by Ujwal
Rambilas Lahoti
Date: 2023.10.05 13:19:06
+05'30'

Ujwal Lahoti

Director

DIN: 00360785

Encl: As above

General information about company	
Scrip code	531842
NSE Symbol	NOTLISTED
MSEI Symbol	NOTLISTED
ISIN	INE515C01023
Name of the company	LAHOTI OVERSEAS LIMITED
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	30-09-2023
Start time of the meeting	3:00 PM
End time of the meeting	3:13 PM

Scrutinizer Details	
Name of the Scrutinizer	Kothari H. & Associates
Firms Name	Sonam Jain
Qualification	CS
Membership Number	9871
Date of Board Meeting in which appointed	10-08-2023
Date of Issuance of Report to the company	03-10-2023

Voting results	
Record date	23-09-2023
Total number of shareholders on record date	5202
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	27
b) Public	8
No. of resolution passed in the meeting	5
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				The Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2023 with the reports of the Board of Directors and Auditors thereon				
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
Promoter and Promoter Group	E-Voting	10630425	10630425	100	10630425	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		10630425	10630425	100	10630425	0	100
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	2343734	2343734	100	2343724	10	99.9996	0.0004
	Poll							
	Postal Ballot (if applicable)							
	Total		2343734	2343734	100	2343724	10	99.9996
Total		12974159	12974159	100	12974149	10	99.9999	0.0001
Whether resolution is Pass or Not.				Yes				
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Institutions	
Public - Non Institutions	

Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To declare a final dividend at Rs. 0.20/- (10%) per equity share of the face value of Rs.2/- for the financial year 2022-23				
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
Promoter and Promoter Group	E-Voting	10630425	10630425	100	10630425	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		10630425	10630425	100	10630425	0	100
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	2343734	2343734	100	2343724	10	99.9996	0.0004
	Poll							
	Postal Ballot (if applicable)							
	Total		2343734	2343734	100	2343724	10	99.9996
Total		12974159	12974159	100	12974149	10	99.9999	0.0001
Whether resolution is Pass or Not.				Yes				
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Institutions	
Public - Non Institutions	

Resolution(3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint a Director in place of Mr. Umesh Lahoti (DIN:00361216) who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 at this Annual General Meeting and being eligible offers himself for re-appointment				
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
Promoter and Promoter Group	E-Voting	10630425	10630425	100	10630425	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		10630425	10630425	100	10630425	0	100
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	2343734	2343734	100	2343224	510	99.9782	0.0218
	Poll							
	Postal Ballot (if applicable)							
	Total		2343734	2343734	100	2343224	510	99.9782
Total		12974159	12974159	100	12973649	510	99.9961	0.0039
Whether resolution is Pass or Not.				Yes				
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Institutions	
Public - Non Institutions	

Resolution(4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Payment of Remuneration to Mr. Umesh Lahoti (DIN: 00361216), Managing Director of the Company for the remaining period of his tenure				
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
Promoter and Promoter Group	E-Voting	6146425	6146425	100	6146425	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		6146425	6146425	100	6146425	0	100
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	2343734	2343734	100	2343724	10	99.9996	0.0004
	Poll							
	Postal Ballot (if applicable)							
	Total		2343734	2343734	100	2343724	10	99.9996
Total		8490159	8490159	100	8490149	10	99.9999	0.0001
Whether resolution is Pass or Not.				Yes				
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Institutions	
Public - Non Institutions	

Resolution(5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Revision in terms of remuneration of Mr. Aadhiya Lahoti (DIN 01501504), whole time director of the company.				
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
Promoter and Promoter Group	E-Voting	10289925	10289925	100	10289925	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		10289925	10289925	100	10289925	0	100
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	2343734	2343734	100	2343224	510	99.9782	0.0218
	Poll							
	Postal Ballot (if applicable)							
	Total		2343734	2343734	100	2343224	510	99.9782
Total		12633659	12633659	100	12633149	510	99.996	0.004
Whether resolution is Pass or Not.				Yes				
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Institutions	
Public - Non Institutions	

CONSOLIDATED REPORT OF THE SCRUTINIZER

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time]

To,
The Chairman,
Lahoti Overseas Limited
307, Arun Chambers, Tardeo Road,
Mumbai- 400034

Dear Sir,

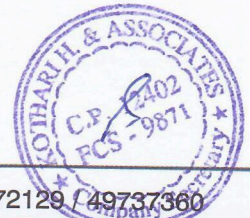
Sub: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and e-voting conducted during the Annual General Meeting, for the 28th Annual General Meeting of Lahoti Overseas Limited held on Saturday, September 30, 2023 at 3:00 pm (IST) through video conferencing ('VC') / other audio visual means ('OAVM').

We, Kothari H. & Associates, Company Secretaries, have been appointed by the Board of Directors of Lahoti Overseas Limited ("the Company") for the purpose of scrutinizing the voting by electronic means i.e. electronic voting and through remote e-voting system at the Annual General Meeting ("AGM") pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 ("Rules") as amended and in accordance with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") on the resolution(s) contained in the notice of the shareholders of the 28th AGM of the Company, held on Saturday, September 30, 2023 at 3:00 pm through Video Conferencing (VC)/Other Audio Visual Means (OAVM).

The management of the Company is responsible to ensure compliance with the provisions of the Companies Act, 2013 & the rules made thereunder including MCA General Circular No. 14/ 2020 dated April 8, 2020, Circular No. 17/ 2020 dated April 13, 2020, Circular No. 20/2020 dated May 5, 2020 and Circular No. 02/2021 dated January 13, 2021 and SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2021/11 dated January 15, 2021 issued by Securities and Exchange Board of India and Listing Regulations, relating to voting through electronic means by remote e-voting and electronic voting at the AGM by the shareholders on the resolution(s) proposed in the Notice calling AGM. My responsibility as a scrutinizer for the e-voting process is restricted to prepare the Scrutinizer Report on the votes cast "in favour" or "against" the resolution(s) based on the reports generated from the e-voting system provided by the National Securities Depository Limited ("NSDL"), the authorized Service provider for extending the facility of electronic voting to the shareholders of the Company, before and during the AGM, engaged by the Company.

We are pleased to submit our report as under, which is comprehensive and self-explanatory in all respect:

1. Pursuant to the provisions of Section 108 of the Act read with Rule 20 and Regulation 44 of Listing Regulations and MCA Circulars, the Company has availed the e-voting facility offered by NSDL for conducting remote e-voting and e-voting at the AGM by the Shareholders who attended the AGM through VC / OAVM and who had not cast their vote through Remote e-voting.



2. On account of the MCA Circulars, the Company had sent the notice of AGM containing detailed procedure to be followed by the members of the Company and Annual Report in electronic form only to its members whose name(s) appeared in the Register of members/ list of beneficiaries as on Friday, August 25, 2023.
3. Advertisement was published by the Company in English in The Financial Express, dated Thursday, 7th September, 2023 and in Marathi in Mumbai Lakshdeep, dated Thursday, 7th September, 2023. The notice published in the newspapers carried the required information as specified in Sub Rule 3(v) (a) to (g) of the said Rule 20.
4. The Voting rights were reckoned as on Saturday, 23rd September, 2023, being the cut-off date for the purpose of deciding the entitlements of members at the e-voting and remote e-voting at the Meeting.
5. The remote e-voting period was open for three days which commenced on Wednesday, 27th September 2023 at 9.00 a.m. and ends on Friday, 29th September 2023 at 5.00 p.m. on <https://www.evoting.nsdl.com/>.
6. On Friday, September 30, 2023 after the conclusion of AGM, the report on the e-voting carried at the AGM was generated and diligently scrutinized; thereafter the votes cast through remote e-voting process were unblocked by me in the presence of two witnesses Ms. Dhvani Dogra and Ms. Mansi Thakkar.
7. On scrutiny, we report that 35 Shareholders were present in the meeting in through Video Conferencing (VC)/Other Audio-Visual Means (OAVM).
8. Based on the results made available to me, members have casted their votes either through remote e-voting platform or through e-voting during AGM. The brief analysis of the results of the voting through Remote e-voting and e-voting at the Annual General Meeting casted by the equity share holders, based on the report generated by NSDL, scrutinized on test-check basis and relied upon by me, are as under:

RESULTS:

The details containing interalia, no. of Equity Shareholders, who voted “for”, “against” or “abstain”, if any on each of the resolutions that were put to vote, were generated from the e-voting website of National Securities Depository Limited (NSDL). Taking into account the report from NSDL and remote e-voting at the AGM the consolidated result with respect to each item on the business as set out in the Notice of the 28th AGM dated 10th August, 2023 is enclosed;

Item No. 1.

Ordinary Resolution: To consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2023 and the reports of the Board of Directors and the Auditors thereon.

Particulars	Number of Votes Contained in						% of total valid votes cast
	Remote E – Voting		E-Voting at the AGM		Total		
	No. of member voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	



Voted in Favour	37	1,29,74,129	2	20	39	1,29,74,149	100.00
Voted Against	4	10	Nil	Nil	4	10	Negligible
Abstain / Invalid	Nil	Nil	Nil	Nil	Nil	Nil	Nil

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

Item No. 2

Ordinary Resolution: To declare final dividend at Rupees 0.20/- (10%) per equity share of the face value of Rupees 2/- for the financial year 2022-2023.

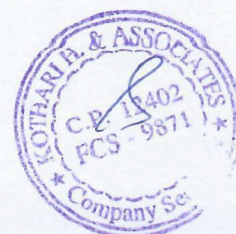
Particulars	Number of Votes Contained in						% of total valid votes cast
	E – Voting		Remote E-Voting at the AGM		Total		
	No. of member voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	
Voted in Favour	37	1,29,74,129	2	20	39	1,29,74,149	100.00
Voted Against	4	10	Nil	Nil	4	10	Negligible
Abstain / Invalid	Nil	Nil	Nil	Nil	Nil	Nil	Nil

Based on the aforesaid results, Ordinary Resolution as contained in item No. 2 has been passed with requisite majority.

Item No. 3.

Ordinary Resolution: To appoint a Director in place of Mr. Umesh Lahoti (DIN:00361216) who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 at this Annual General Meeting and being eligible offers himself for re-appointment.

Particulars	Number of Votes Contained in						% of total valid votes cast
	E – Voting		Remote E-Voting at the AGM		Total		
	No. of member voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	
Voted in Favour	36	129,73,629	2	20	38	12973649	100.00
Voted Against	5	510	NIL	NIL	5	510	Negligible
Abstain / Invalid	Nil	Nil	Nil	Nil	Nil	Nil	Nil



Based on the aforesaid results, Ordinary Resolution as contained in item No. 3 has been passed with requisite majority.

Item No. 4.

Special Resolution: To approve Payment of Remuneration to Mr. Umesh Lahoti (DIN: 00361216), Managing Director of the Company for the remaining period of his tenure.

Particulars	Number of Votes Contained in						% of total valid votes cast
	E – Voting		Remote E-Voting at the AGM		Total		
	No. of member voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	
Voted in Favour	36	84,90,129	2	20	38	84,90,149	100.00
Voted Against	4	10	Nil	Nil	4	10	Negligible
Abstain / Invalid	Nil	Nil	Nil	Nil	Nil	Nil	Nil

Based on the aforesaid results, Special Resolution as contained in item No. 4 has been passed with requisite majority.

Item No. 5.

Special Resolution: To Consider and approval the revision in terms of remuneration of Mr. Aadhiya Lahoti (DIN 01501504), whole time director of the company.

Particulars	Number of Votes Contained in						% of total valid votes cast
	E – Voting		Remote E-Voting at the AGM		Total		
	No. of member voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	
Voted in Favour	35	126,33,129	2	20	37	126,33,149	100.00
Voted Against	5	510	NIL	NIL	5	510	Negligible
Abstain / Invalid	Nil	Nil	Nil	Nil	Nil	Nil	Nil

Based on the aforesaid results, Special Resolution as contained in item No. 5 has been passed with requisite majority.



9. The Electronic data and all other relevant records relating to the e-voting is under my safe custody and all will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

For **KOTHARI H. & ASSOCIATES**

Company Secretaries

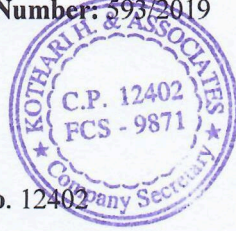
Peer Review Certificate Number: 593/2019

Sonam Jain

Sonam Jain

Membership No. 9871

Certificate of Practice No. 12402



Place: Mumbai

Date: 03.10.2023

UDIN: F009871E001158403

We, the undersigned witnesses that the votes were unblocked from e-voting website of National Securities Depository Limited (NSDL) at <https://www.evoting.nsdl.com> in our presence at 4.11 P.M. on Saturday, 30th September, 2023.

Dhwani

Ms. Dhwani Dogra

Mansi Thakkar

Ms. Mansi Thakkar

Countersign by the Chairman

For Lahoti Overseas Limited

Ujwal

Rambilas

Lahoti

Digitally signed by
Ujwal Rambilas Lahoti
Date: 2023.10.05
13:24:09 +05'30'

Ujwal Rambilas Lahoti

Chairman

DIN: 00360785