

**STERLING TOOLS LIMITED**

CIN : L29222DL1979PLC009668



WORKS : 5-A DLF Industrial Estate  
Faridabad - 121 003 Haryana India  
Tel : 91-129-227 0621 to 25/225 5551 to 53  
Fax : 91-129-227 7359  
E-mail : sterling@stlfasteners.com  
website : stlfasteners.com

<u>By NEAPS</u>	<u>By Listing Centre</u>
<b>National Stock Exchange of India Limited</b> "Exchange Plaza", Plot No-C/1 G Block, Bandra-Kurla Complex, Bandra (E) Mumbai-400051	General Manager <b>BSE Limited</b> 1 <sup>st</sup> Floor, P. J. Towers Dalal Street, Fort Mumbai – 400001
<b>Security Code No.: STERTOOLS</b>	<b>Security Code No.: 530759</b>

Date: 27<sup>th</sup> April 2024Sub: Submission of Voting Results along with Consolidated Scrutinizer Report of Postal ballot

Dear Sir/ Madam,

in continuation to our letter dated March 26, 2024, titled 'Notice of Postal Ballot', please find enclosed herewith the Voting Results along with the Scrutinizer's report of Postal Ballot activity (by way of remote e-voting process) in pursuant to Regulation 44(3) of SEBI Listing Regulations.

Kindly note that all resolutions as proposed in the postal ballot notice have been passed by the shareholders with requisite majority.

The voting results along with the scrutinizer's report will also be made available on the Company's website at <https://stlfasteners.com/assets/upload/investors/20240427142127-scrutinizer-report-postal-ballot-stl-27-04-2024-851225238161.pdf>.

This is for your information and records.

Sincerely,

For **STERLING TOOLS LIMITED**

  
Abhishek Chawla  
Company Secretary & Compliance Officer  
M. No. A34399



REGD. OFFICE : 515, DLF Tower-A,  
Jasola District Centre, New Delhi - 110025  
Email : csec@stlfasteners.com

Date of the Postal Ballot	26th April, 2024
Total number of shareholders on record date	30761
No. of shareholders present in the meeting either in person or	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable
No. of Shareholders attended the meeting through Video	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution No.	1							
Resolution required: (Ordinary/ Special)	SPECIAL- : Appointment of Ms. Rashmi Urdhwareshe (DIN: 08668140) as an Independent Director.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of 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
Promoter and Promoter Group	E-Voting	23693030	0	0.0000	0	0	0.0000	0.0000
	Poll (E-Voting at AGM)		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (through E-voting)		23693030	100.0000	23693030	0	100.0000	0.0000
	Total		23693030	23693030	100.0000	23693030	0	100.0000
Public- Institutions	E-Voting	1980965	0	0.0000	0	0	0.0000	0.0000
	Poll (E-Voting at AGM)		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (through E-voting)		1850739	93.4261	1850739	0	100.0000	0.0000
	Total		1980965	1850739	93.4261	1850739	0	100.0000
Public- Non Institutions	E-Voting	10350216	0	0.0000	00	0	0.0000	0.0000
	Poll (E-Voting at AGM)		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (through E-voting)		12331	0.1191	11870	461	96.2615	3.7385
	Total		10350216	12331	0.1191	11870	461	96.2615
Total		36024211	25556100	71	25555639	461	99.9982	0.0018



Resolution No.	2							
Resolution required: (Ordinary/Special)	ORDINARY - Appointment of Mr. Anish Agarwal (DIN: 07056465) as a Non-executive Non-Independent Director.							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes							
Category	Mode of Voting	No. of shares held (1)	No. of 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
Promoter and Promoter Group	E-Voting	23693030	0	0.0000	0	0	0.0000	0.0000
	Poll (E-Voting at AGM)		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (through E-voting)		23693030	100.0000	23693030	0	100.0000	0.0000
	Total		23693030	23693030	100.0000	23693030	0	100.0000
Public- Institutions	E-Voting	1980965	0	0.0000	0	0	0.0000	0.0000
	Poll (E-Voting at AGM)		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (through E-voting)		1850739	93.4261	170000	1680739	9.1855	90.8145
	Total		1980965	1850739	93.4261	170000	1680739	9.1855
Public- Non Institutions	E-Voting	10350216	0	0.0000	00	0	0.0000	0.0000
	Poll (E-Voting at AGM)		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (through E-voting)		12261	0.1185	11733	528	95.6937	4.3063
	Total		10350216	12261	0.1185	11733	528	95.6937
Total		36024211	25556030	71	23874763	1681267	93.4213	6.5787



Resolution No.	3							
Resolution required: (Ordinary/Special)	SPECIAL -Appointment of Mr. Vijay Madhav Paradkar (DIN: 00149410) as an Independent Director.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of 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
Promoter and Promoter Group	E-Voting		0	0.0000	0	0	0.0000	0.0000
	Poll (E-Voting at AGM)	23693030	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (through E-voting)		23693030	100.0000	23693030	0	100.0000	0.0000
	Total		23693030	23693030	100.0000	23693030	0	100.0000
Public- Institutions	E-Voting		0	0.0000	0	0	0.0000	0.0000
	Poll (E-Voting at AGM)	1980965	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (through E-voting)		1850739	93.4261	1850739	0	100.0000	0.0000
	Total		1980965	1850739	93.4261	1850739	0	100.0000
Public- Non Institutions	E-Voting		0	0.0000	00	0	0.0000	0.0000
	Poll (E-Voting at AGM)	10350216	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (through E-voting)		12261	0.1185	11742	519	95.7671	4.2329
	Total		10350216	12261	0.1185	11742	519	95.7671
Total		36024211	25556030	71	25555511	519	99.9980	0.0020





# SANTOSH KUMAR PRADHAN COMPANY SECRETARIES

## SCRUTINISER'S REPORT ON POSTAL BALLOT

27<sup>th</sup> April, 2024

**The Chairman,  
STERLING TOOLS LIMITED,  
(CIN: L29222DL1979PLC009668)  
Unit No. 515, DLF Tower A,  
Jasola District Centre, New Delhi-110025**

**Subject:** Scrutinizer's Report on Postal Ballot Process conducted through Remote e-Voting pursuant to the provisions of Regulation 44 of SEBI (Listing Obligation and disclosure requirements) Regulations, 2015 and Section 108 and 110 of the Companies Act, 2013 ("the Act") read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014.

Dear Sir,

I, **Santosh Kumar Pradhan**, Practicing Company Secretary at 706, 8<sup>th</sup> Floor, K.M. Trade Tower, Hotel Radisson Blu, Ghaziabad-201010 had been appointed as the Scrutinizer by the Board of Directors of **STERLING TOOLS LIMITED** (the Company) having it's registered office at Unit No. 515, DLF Tower A, Jasola District Centre, New Delhi-110025 vide resolution dated 26<sup>th</sup> March, 2024 pursuant to the provisions of the Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 and Section 108 and 110 of Companies Act, 2013 read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 and vide General Circular Nos. 14/2020, 17/2020, 22/2020, 33/2020, 39/2020, 10/2021, 20/2021, 03/2022, 11/2022 and 09/2023 issued by the Ministry of Corporate Affairs (MCA) dated 8<sup>th</sup> April, 2020, 13<sup>th</sup> April, 2020, 15<sup>th</sup> June, 2020, 28<sup>th</sup> September, 2020, 31<sup>st</sup> December, 2020, 23<sup>rd</sup> June, 2021, 8<sup>th</sup> December, 2021, 5<sup>th</sup> May, 2022, 28<sup>th</sup> December, 2022 and 25<sup>th</sup> September, 2023 to conduct the remote e-voting process through Postal ballot by the shareholders in respect of the proposed resolution on Item Nos. 1 to 3 as set out in the notice of the Postal Ballot dated 26<sup>th</sup> March, 2024.

As required under Section 108 and 110 of the Act, Notice dated 26<sup>th</sup> March, 2024, along with Explanatory Statement under Section 102 of the Act were dispatched to the shareholders, whose name(s) appeared on the register of members of the Company/list of beneficiaries as on the cut-off date (record date) i.e. 22<sup>nd</sup> March, 2024, who were entitled to vote on the proposed resolution on Item Nos. 1 to 3 as set out in the notice of the Postal Ballot.

The Company has availed the e-voting facility offered by M/s. National Securities Depository Limited (NSDL) for conducting remote e-Voting by the Shareholders of the Company. The remote e-Voting period commenced on Thursday, 28<sup>th</sup> March, 2024 at 9:00 A.M. (IST) and ended on Friday, 26<sup>th</sup> April, 2024 at 5:00 P.M. (IST) and the remote e-Voting platform was blocked thereafter. The votes cast under remote e-Voting facility were then unblocked by me as a scrutinizer at 05.54 P.M. on 26<sup>th</sup> April, 2024 in the

706, 8<sup>th</sup> Floor, K.M. Trade Tower, Hotel Radisson Blu,  
Kaushambi, Ghaziabad-U.P.-201010  
Tel.: +91-120-4560064, e-mail: info@kritiadvisory.com

**SANTOSH KUMAR PRADHAN  
COMPANY SECRETARIES**

presence of Mr. Ashok Kumar Pradhan and Ms. Madhumita Pradhan, who are not in the employment of the company.

I have scrutinized and reviewed the voting through electronic means (remote e-voting) and votes tendered therein based on the data downloaded from the NSDL remote e-Voting platform.

My responsibility as a Scrutinizer for the remote e-voting through Postal ballot is restricted to make a Scrutinizers report of the votes cast in favour or against the resolution.

Based on the data uploaded from NSDL platform, 159 (One Hundred & Fifty Nine) members have casted their votes on the remote e-voting platform. I hereby annex the scrutinizer's report on the resolution on Item Nos. 1 to 3 as Annexure-I as set out in the notice of the Postal Ballot dated 26<sup>th</sup> March, 2024.

Thanking You,

For **Santosh Kumar Pradhan**  
**(Practicing Company Secretary)**

Santosh Kumar Pradhan  
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**Santosh Kumar Pradhan**  
**FCS No. 6973**  
**C.P. No. 7647**  
**UDIN: F006973F000255562**  
**P.R.C. No. 1388/2021**  
**Place: Cuttack, Odisha**

**Annexure-I**

**I. Resolution No. 1:-**

<b>Agenda Item No.</b>	1
<b>Subject matter of Resolution</b>	Appointment of Ms. Rashmi Urdhwareshe (DIN: 08668140) as an Independent Director.
<b>Type of Resolution</b>	Special

<b>Particulars</b>	<b>Number of Votes</b>	<b>Number of shares contained in votes</b>	<b>Percentage of shares in total votes cast</b>
	Remote e-Voting	Remote e-Voting	Remote e-Voting
<b>Total Received</b>	159	25556100	100
<b>Voted in favour</b>	138	25555639	99.9982
<b>Voted against</b>	21	461	0.0018
<b>Invalid Vote</b>	Nil	N.A	N.A

**SANTOSH KUMAR PRADHAN  
COMPANY SECRETARIES**

**II. Resolution No. 2:-**

<b>Agenda Item No.</b>	2
<b>Subject matter of Resolution</b>	Appointment of Mr. Anish Agarwal (DIN: 07056465) as a Non-executive Non-Independent Director.
<b>Type of Resolution</b>	Ordinary

<b>Particulars</b>	<b>Number of Votes</b>	<b>Number of shares contained in votes</b>	<b>Percentage of shares in total votes cast</b>
	Remote e-Voting	Remote e-Voting	Remote e-Voting
<b>Total Received</b>	158	25556030	100
<b>Voted in favour</b>	134	23874763	93.4213
<b>Voted against</b>	24	1681267	6.5787
<b>Invalid Vote</b>	Nil	N.A	N.A

**III. Resolution No. 3:-**

<b>Agenda Item No.</b>	3
<b>Subject matter of Resolution</b>	Appointment of Mr. Vijay Madhav Paradkar (DIN: 00149410) as an Independent Director.
<b>Type of Resolution</b>	Special

<b>Particulars</b>	<b>Number of Votes</b>	<b>Number of shares contained in votes</b>	<b>Percentage of shares in total votes cast</b>
	Remote e-Voting	Remote e-Voting	Remote e-Voting
<b>Total Received</b>	158	25556030	100
<b>Voted in favour</b>	137	25555511	99.9980
<b>Voted against</b>	21	519	0.0020
<b>Invalid Vote</b>	Nil	N.A	N.A

**For Santosh Kumar Pradhan  
(Practicing Company Secretary)**

Santosh Kumar Pradhan  
Pradhan

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**Santosh Kumar Pradhan**  
**FCS No. 6973**  
**C.P. No. 7647**  
**UDIN: F006973F000255562**  
**P.R.C. No. 1388/2021**  
**Place: Cuttack, Odisha**