

SSPSL /SEC / 2020-21 / NOV /08	
DATE: 26 <sup>TH</sup> NOVEMBER, 2020.	
BSE SCRIP CODE: 517273	NSE SYMBOL: S&SPOWER
TO, THE LISTING DEPARTMENT, BSE LIMITED, P.J.TOWERS, DALAL STREET, FORT, MUMBAI – 400 001, MAHARASHTRA.	TO, THE MANAGER – LISTING NATIONAL STOCK EXCHANGE OF INDIA LTD, EXCHANGE PLAZA, BANDRA – KURLA COMPLEX, BANDRA(EAST), MUMBAI – 400 051, MAHARASHTRA.

Dear Sir/Madam,

**Sub: Submission of Voting Results along with Consolidated Scrutinizer's reports of the 42<sup>nd</sup> Annual General Meeting**

**Ref: Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015;**

With reference to the above captioned subject, we herewith enclose the voting results as per Reg.44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 along with the Consolidated Scrutinizer's report dated 26<sup>th</sup> November, 2020 of the 42<sup>nd</sup> Annual General Meeting of the Company was held on Wednesday the 25<sup>th</sup> November, 2020.

Kindly note that all the 6 (Six) resolutions as set out in the notice of the Annual General Meeting have been passed with requisite majority as prescribed under applicable Laws and Regulations.

Kindly take the above information on your records and acknowledge the receipt of the same.

Thanking you

Yours faithfully,

**For S & S POWER SWITCHGEAR LIMITED**



**GOKULANANDA SAHU**  
**COMPANY SECRETARY & COMPLIANCE OFFICER**  
**M.No: A43068**

End:

- 1) Voting Results as per format
- 2) Scrutinizer's Report

<b>Name of the company</b>	S & S POWER SWITCHGEAR LIMITED
<b>Date of the AGM</b>	25-11-2020
<b>Total number of shareholders on record date</b>	20445
<b>No. of shareholders present in the meeting either in person or through proxy</b> Promoters and Promoter group Public	NA
<b>No. of shareholders attended the meeting through video conferencing Promoters and</b> Promoter group Public	11 32

Resolution(1)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			To receive, consider, and adopt the Audited Financial Statements (including the Audited Consolidated Financial Statements) for the year ended 31st March 2020 along with the notes as on that date and the reports of the Board of Directors and the 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	3086988	3086988	100	3086988	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		3086988	3086988	100	3086988	0	100
Public-Institutions	E-Voting	104664	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		104664	0	0	0	0	0
Public-Non Institutions	E-Voting	3008348	22018	0.7319	8068	13950	36.6427	63.3573
	Poll							
	Postal Ballot (if applicable)							
	Total		3008348	22018	0.7319	8068	13950	36.6427
Total		6200000	3109006	50.1453	3095056	13950	99.5513	0.4487
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To re-elect Mr. Ashish Sushil Jalan (DIN: 00031311), who retires by rotation, as a 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	3086988	3052691	98.889	3052691	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		3086988	3052691	98.889	3052691	0	100
Public-Institutions	E-Voting	104664	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		104664	0	0	0	0	0
Public- Non Institutions	E-Voting	3008348	22018	0.7319	1068	20950	4.8506	95.1494
	Poll							
	Postal Ballot (if applicable)							
	Total		3008348	22018	0.7319	1068	20950	4.8506
Total		6200000	3074709	49.5921	3053759	20950	99.3186	0.6814
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To Consider and approve the appointment of Mr. Arjun Soota (DIN: 08281046) as Non-Independent and Non-Executive 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	3086988	3086988	100	3086988	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		3086988	3086988	100	3086988	0	100
Public- Institutions	E-Voting	104664	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		104664	0	0	0	0	0
Public- Non Institutions	E-Voting	3008348	22018	0.7319	8068	13950	36.6427	63.3573
	Poll							
	Postal Ballot (if applicable)							
	Total		3008348	22018	0.7319	8068	13950	36.6427
Total		6200000	3109006	50.1453	3095056	13950	99.5513	0.4487
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(4)								
Resolution required: (Ordinary / Special)			Special					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			To Consider and approve the re-appointment of Mr. Ajay Kumar Dhagat (DIN: 00250792) as an Independent 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	3086988	3086988	100	3086988	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		3086988	3086988	100	3086988	0	100
Public-Institutions	E-Voting	104664	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		104664	0	0	0	0	0
Public- Non Institutions	E-Voting	3008348	22018	0.7319	1068	20950	4.8506	95.1494
	Poll							
	Postal Ballot (if applicable)							
	Total		3008348	22018	0.7319	1068	20950	4.8506
Total		6200000	3109006	50.1453	3088056	20950	99.3262	0.6738
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To Consider and approve the re-appointment of Mr. Deepak Jugal Kishore Chowdhary, (DIN: 00332918) as an Independent 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	3086988	3086988	100	3086988	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		3086988	3086988	100	3086988	0	100
Public- Institutions	E-Voting	104664	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		104664	0	0	0	0	0
Public- Non Institutions	E-Voting	3008348	22018	0.7319	1068	20950	4.8506	95.1494
	Poll							
	Postal Ballot (if applicable)							
	Total		3008348	22018	0.7319	1068	20950	4.8506
Total		6200000	3109006	50.1453	3088056	20950	99.3262	0.6738
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(6)								
Resolution required: (Ordinary / Special)			Special					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			To Consider and approve the re-appointment of Mr. Nandakumar Sundarraman, (DIN: 02503998) as an Independent 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	3086988	3086988	100	3086988	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		3086988	3086988	100	3086988	0	100
Public- Institutions	E-Voting	104664	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		104664	0	0	0	0	0
Public- Non Institutions	E-Voting	3008348	22018	0.7319	1068	20950	4.8506	95.1494
	Poll							
	Postal Ballot (if applicable)							
	Total		3008348	22018	0.7319	1068	20950	4.8506
Total		6200000	3109006	50.1453	3088056	20950	99.3262	0.6738
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								





**BP & ASSOCIATES**  
Company Secretaries

**Consolidated Scrutinizer's Report – S & S POWER SWITCHGEAR LIMITED**

**[Pursuant to section 108 of the Companies Act, 2013 and Rule 20 of the Companies  
(Management and Administration) Rules, 2014]**


To,


The Chairman of 42<sup>nd</sup> Annual General Meeting of the Equity Shareholders of S & S POWER SWITCHGEAR LIMITED held on Wednesday, the 25<sup>th</sup> November, 2020 at 11.00 AM through Video Conferencing (VC) / Other Audio-Visual Means (OAVM).

Respected Sir,

I, K.J. Chandra Mouli, Partner of BP & Associates, Company Secretaries, Chennai - 83, have been appointed as a Scrutinizer by the Board of Directors of S & S POWER SWITCHGEAR LIMITED ("**the Company**") through Circular Resolution on 31<sup>st</sup> October 2020 for the purpose of scrutinizing e-voting process (remote e-voting) and electronic voting (e-voting) during the **42<sup>nd</sup> Annual General Meeting ("AGM")** of the Equity Shareholders of "**S & S POWER SWITCHGEAR LIMITED**" held on Wednesday, the 25<sup>th</sup> November, 2020 at 11.00 AM (Indian Standard Time) through Video Conference (VC) / Other Audio Visual Means (OAVM), pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 (Amendment Rules, 2015) and the General Circular No. 14/2020 dated 08<sup>th</sup> April, 2020, the General Circular No. 17/2020 dated 13<sup>th</sup> April, 2020, in relation to "Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by Covid-19" and General Circular No. 20/2020 dated 5<sup>th</sup> May, 2020, in relation to "Clarification on holding of Annual General Meeting (AGM) through Video Conferencing (VC) or other audio visual means (OAVM)" all issued by the Ministry of Corporate Affairs, Government of India ("**MCA Circulars**") and Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, ("Listing Regulations") read with Circular dated 12<sup>th</sup> May, 2020, in relation to "Additional relaxation in relation to compliance with certain provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 - Covid 19 pandemic".

I hereby state that, I am familiar and well versed with the concept of electronic voting system as prescribed under the said Rules.

 : 044-42047894

 : [secretarial@bpcorpadv.com](mailto:secretarial@bpcorpadv.com)

 : [www.bpcorpadv.com](http://www.bpcorpadv.com)

New No. 74, (Old No.62), Third Floor,  
Akshaya Flats, 12th Avenue,  
Ashok Nagar, Chennai-83.



1. The Management of the Company is responsible to ensure compliance with the requirements of (i) the Companies Act, 2013 and the rules made thereunder and (ii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("LODR") relating to e-voting on the resolutions contained in the Notice calling the Annual General Meeting.
2. My responsibility as scrutinizer for the e-voting facility both for e-voting prior to the AGM (remote e-voting) and voting at the AGM by electronics means (e-voting) is restricted to make scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated below, based on the reports generated from the e-voting system provided by M/s. National Securities Depository Limited, (NSDL) the authorized agency engaged by the Company to provide facilities for remote e-voting and e-voting by the Shareholders of the Company.
3. The e-Voting period remained open from Friday, 20<sup>th</sup> November, 2020 at 9.00 A.M and ended on Tuesday, 24<sup>th</sup> November, 2020 at 5.00 p.m. During this period, the shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e., Thursday, 18<sup>th</sup> November 2020, have casted their vote electronically were entitled to vote on the proposed 6 (Six) resolutions as mentioned in the Notice of the 42<sup>nd</sup> Annual General Meeting of "S & S POWER SWITCHGEAR LIMITED" (Item Number 1 to 6 of the Notice of the 42<sup>nd</sup> AGM of THE S & S POWER SWITCHGEAR LIMITED).
4. As per the information given by the Company the names of the shareholders who had voted by remote e-voting through the facility provided by NSDL had been blocked and only those members who were present at the AGM through VC and who had not voted on remote e-voting were allowed to cast their votes through e-voting system during the AGM.
5. After closure of e-voting at the AGM, the votes cast through e-voting at the AGM and through remote e-voting prior to the date of AGM were unblocked and downloaded from the e-voting website of National Securities Depository Limited in the presence of two witnesses, who are not in the employment of the company. The e-voting data/results downloaded from the e-voting system of NSDL were scrutinized and reviewed, the votes were counted, and the results were prepared.



The votes were unblocked on Wednesday, the 25<sup>th</sup> November, 2020 after the meeting in the presence of two witnesses, namely, **Mr. D. Rangarajan** and **Mr. Karthik Palaniapan**

Thereafter the details containing, inter-alia, list of equity shareholders, who voted “For” and “Against”, were download from the E-Voting website of National Securities Depository Limited.

6. The Results of the E-Voting is as under:

**Item No.1**

**Ordinary Resolution** - To receive, consider, and adopt the Audited Financial Statements (including the Audited Consolidated Financial Statements) for the year ended 31<sup>st</sup> March 2020 along with the notes as on that date and the reports of the Board of Directors and the Auditors thereon.

Mode of Voting	Votes in favor of the resolution		Votes against the resolution		Invalid/ Abstained Votes	Total	
	Nos.	%	Nos.	%	Nos.	Nos.	%
Remote e-Voting	30,95,056	99.55%	13,950	0.45%	0	31,09,006	100%
e-Voting	0	0.00%	0	0.00%	0	0	0.00%
<b>Total</b>	<b>30,95,056</b>	<b>99.55%</b>	<b>13,950</b>	<b>0.45%</b>	<b>0</b>	<b>31,09,006</b>	<b>100%</b>

Based on the aforesaid results, we report that this Ordinary Resolution has been passed with requisite Majority.



**Item No.2**

**Ordinary Resolution** - To re-elect Mr. Ashish Sushil Jalan (DIN: 00031311), who retires by rotation, as a Director of the Company.

Mode of Voting	Votes in favor of the resolution		Votes against the resolution		Invalid/ Abstained Votes	Total	
	Nos.	%	Nos.	%		Nos.	%
Remote e-Voting	30,53,759	99.33%	20,950	0.68%	34,297	30,74,709	100%
e-Voting	0	0.00%	0	0.00%	0	0	0.00%
<b>Total</b>	<b>30,53,759</b>	<b>99.33%</b>	<b>20,950</b>	<b>0.68%</b>	<b>34,297</b>	<b>30,74,709</b>	<b>100%</b>

Based on the aforesaid results, we report that this Ordinary Resolution has been passed with requisite Majority.

**Item No. 3**

**Ordinary Resolution** - To Consider and approve the appointment of Mr. Arjun Soota (DIN: 08281046) as Non-Independent and Non-Executive Director of the Company.

Mode of Voting	Votes in favor of the resolution		Votes against the resolution		Invalid/ Abstained Votes	Total	
	Nos.	%	Nos.	%		Nos.	%
Remote e-Voting	30,95,056	99.55%	13,950	0.45%	0	31,09,006	100%
e-Voting	0	0.00%	0	0.00%	0	0	0.00%
<b>Total</b>	<b>30,95,056</b>	<b>99.55%</b>	<b>13,950</b>	<b>0.45%</b>	<b>0</b>	<b>31,09,006</b>	<b>100%</b>

Based on the aforesaid results, we report that this Ordinary Resolution has been passed with requisite Majority.



**Item No. 4**

**Special Resolution** - To Consider and approve the re-appointment of Mr. Ajay Kumar Dhagat (DIN: 00250792) as an Independent Director of the Company.

Mode of Voting	Votes in favor of the resolution		Votes against the resolution		Invalid/ Abstained Votes	Total	
	Nos.	%	Nos.	%		Nos.	%
Remote e-Voting	30,88,056	99.33%	20,950	0.67%	0	31,09,006	100%
e-Voting	0	0.00%	0	0.00%	0	0	0.00%
<b>Total</b>	<b>30,88,056</b>	<b>99.33%</b>	<b>20,950</b>	<b>0.67%</b>	<b>0</b>	<b>31,09,006</b>	<b>100%</b>

Based on the aforesaid results, we report that this Special Resolution has been passed with requisite Majority.

**Item No. 5**

**Special Resolution** - To Consider and approve the re-appointment of Mr. Deepak Jugal Kishore Chowdhary, (DIN: 00332918) as an Independent Director of the Company.

Mode of Voting	Votes in favor of the resolution		Votes against the resolution		Invalid/ Abstained Votes	Total	
	Nos.	%	Nos.	%		Nos.	%
Remote e-Voting	30,88,056	99.33%	20,950	0.67%	0	31,09,006	100%
e-Voting	0	0.00%	0	0.00%	0	0	0.00%
<b>Total</b>	<b>30,88,056</b>	<b>99.33%</b>	<b>20,950</b>	<b>0.67%</b>	<b>0</b>	<b>31,09,006</b>	<b>100%</b>

Based on the aforesaid results, we report that this Special Resolution has been passed with requisite Majority.



**Item No. 6**

**Special Resolution** - To Consider and approve the re-appointment of Mr. Nandakumar Sundarraman, (DIN: 02503998) as an Independent Director of the Company.

Mode of Voting	Votes in favor of the resolution		Votes against the resolution		Invalid/ Abstained Votes	Total	
	Nos.	%	Nos.	%		Nos.	%
Remote e-Voting	30,88,056	99.33%	20,950	0.67%	0	31,09,006	100%
e-Voting	0	0.00%	0	0.00%	0	0	0.00%
<b>Total</b>	<b>30,88,056</b>	<b>99.33%</b>	<b>20,950</b>	<b>0.67%</b>	<b>0</b>	<b>31,09,006</b>	<b>100%</b>

Based on the aforesaid results, we report that this Special Resolution has been passed with requisite Majority.

7. All electronic data and relevant records of voting will remain in my custody until the Chairman considers, approves and signs the minutes of the 42<sup>nd</sup> Annual General Meeting and the same shall be handed over thereafter to the Chairman/Company Secretary for safe keeping.

Thanking you,

Yours Faithfully,

Chandramouli  
i Kandhipatti  
Jayachandran  
Digitally signed by  
Chandramouli Kandhipatti  
Jayachandran  
Date: 2020.11.26 18:56:16  
+05'30'

**K.J. CHANDRA MOULI**  
Partner | BP & Associates  
Company Secretaries  
C P No: 15708 | M No : 25315  
UDIN: A025315B001321478

Place: Chennai

Date: 26<sup>th</sup> November, 2020