

April 01, 2023

To,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001.
Maharashtra, India.

Scrip Code: 543391

Dear Madam/Sir,

Sub: Result of Postal Ballot by remote e-voting process

This is further to our disclosure dated February 27, 2023, enclosing the copy of Postal Ballot Notice ('Notice') for seeking approval of the Members of Suyog Telematics Limited ('the Company') on the following resolutions:

Sr. No.	Description of the Special Resolution(s)
1.	Appointment of Mr. Udaya Shankar Panda (DIN: 09663507) as an Independent Director
2.	To increase limits of borrowings of the Company up-to Rs. 300 crores (Rupees Three Hundred Crores Only) and to create security under section 180(1)(c) of the Companies Act, 2013.
3.	To Increase limit of inter-corporate loans, investments, guarantees and securities up-to Rs. 300 crores (Rupees Three Hundred Crores Only) under section 186 of Companies Act, 2013

Pursuant to the provisions of Section 110 of the Companies Act, 2013, read with related Rules, as amended, the Company conducted the Postal Ballot by remote e-voting process as set out in the Notice.

The remote e-voting process concluded on Thursday, March 30, 2023, at 5:00 p.m. (IST), post which the Scrutinizer has submitted his report on the results of the Postal Ballot. Based on the report of the scrutinizer, we hereby inform that, the Members of the Company have duly passed the above Resolutions with requisite majority.

Pursuant to Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), we are enclosing herewith the details of the voting results (Annexure A) and the Report of the Scrutinizer (Annexure B).





ISO 9001 : 2015

CIN No. : L32109MH1995PLC091107

ISO 14001:2015 & ISO 45001 : 2018

The voting results and the Report of the Scrutinizer are being made available on the website of the Company www.sgfrl.com and on website of National Securities Depository Limited www.evoting.nsdl.com

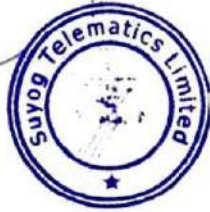
This is for your information and records.

Thanking you.

Yours faithfully,

For **Suyog Telematics Limited**


Shivshankar Lature
Director
DIN: 02090972



ANNEXURE-A

A. DETAILS OF VOTING RESULT BY POSTAL BALLOT PROCESS PURSUANT TO REGULATION 44(3) OF THE LISTING REGULATIONS

Sr. No.	Particulars	Details
1.	Date of Postal Ballot Notice	Monday, February 27, 2023
2.	Cut-off Date	Friday, February 24, 2023
3.	Voting Start Date & Time	Wednesday, March 1, 2023 at 9:00 A.M. (IST)
4.	Voting End Date & Time	Thursday, March 30, 2023 at 5:00 P.M. (IST)
5.	Total Number of Shareholders as on the Cut-off Date	2880
6.	No. of Members present in meeting either in person or proxy	
	Promoter & Promoter Group	NA
	Public	NA
7.	No. of Members attended the meeting through Video Conferencing	
	Promoter & Promoter Group	NA
	Public	NA

B. RESULTS OF THE POSTAL BALLOT

Sr. No.	Agenda	Resolution Required	Mode of Voting	Remarks
1.	Appointment of Mr. Udaya Shankar Panda (DIN: 09663507) as an Independent Director	Special Resolution	Remote E-voting	Passed with requisite majority
2.	To increase limits of borrowings of the Company up-to Rs. 300 crores (Rupees Three Hundred Crores Only) and to create security under section 180(1)(c) of the Companies Act, 2013.			
3.	To Increase limit of inter-corporate loans, investments, guarantees and securities up-to Rs. 300 crores (Rupees Three Hundred Crores Only) under section 186 of Companies Act, 2013			





April 1, 2023

To,
The Chairman
Suyog Telematics Limited
Suyog House, Plot No 30, MIDC Central Road
Andheri East Mumbai City - 400093 Maharashtra

Sub: Scrutinizer's Report on Postal Ballot Voting of Suyog Telematics Limited

Dear Sir,

I refer to my appointment dated January 23, 2023 as Scrutinizer for conducting the postal ballot process in a fair & transparent manner pursuant to Section 110 of Companies Act, 2013 read with rule 22 of Companies (Management & Administration Rules, 2014) through e-voting process in respect of the following Special Resolutions:

1. Appointment of Mr. Udaya Shankar Panda (DIN: 09663507) as an Independent Director
2. To increase limits of borrowings of the Company up-to Rs. 300 crores (Rupees Three Hundred Crores Only) and to create security under section 180(1)(c) of the Companies Act, 2013.
3. To Increase limit of inter-corporate loans, investments, guarantees and securities up-to Rs. 300 crores (Rupees Three Hundred Crores Only) under section 186 of Companies Act, 2013

I enclose the following:

- A. My report to the Chairman of the Company on the result of the postal ballot process conducted only through the electronic voting process.
- B. The register showing the particulars of the e-votes registered on the e-voting system of the National Securities Depository Limited ('NSDL') in respect of the abovementioned Special Resolutions.

Thanking you
Yours faithfully,



Place: Mumbai

Date: April 1, 2023

UDIN: A048693E000001151


CS Amruta Giradkar
Practicing Company Secretary
Membership No: 48693
CP. No. 19381

Annexure B

To,
 Suyog Telematics Limited
 Suyog House, Plot No 30, MIDC Central Road
 Andheri East Mumbai City - 400093 Maharashtra.

Report of Scrutinizer

I, Amruta Narendra Giradkar, of M/s Amruta Giradkar & Associates, Practising Company Secretaries (Membership No. ACS-48693), having my office at 820, 8th Floor, Ecstasy Business Park, Citi of Joy, JSD Road, Mulund West, Mumbai, Maharashtra - 400080, have been appointed as the Scrutinizer dated January 23, 2023 for conducting Postal Ballot process through electronic voting process ('remote e-voting') in respect of the following Special Resolutions:

1. Appointment of Mr. Udaya Shankar Panda (DIN: 09663507) as an Independent Director
2. To increase limits of borrowings of the Company up-to Rs. 300 crores (Rupees Three Hundred Crores Only) and to create security under section 180(1)(c) of the Companies Act, 2013.
3. To Increase limit of inter-corporate loans, investments, guarantees and securities up-to Rs. 300 crores (Rupees Three Hundred Crores Only) under section 186 of Companies Act, 2013

Pursuant to the Postal Ballot Notice dated February 27, 2023, issued under Section 110 and other applicable provisions, if any, of the Companies Act, 2013 (the 'Act') (including any statutory modification or re-enactment thereof for the time being in force) read with Rule 22 of the Companies (Management and Administration) Rules, 2014 (the 'Rules'), as amended from time to time and pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with the General Circular No. 14/2020 dated April 8, 2020 and the General Circular No. 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, General Circular No. 10/2021 dated June 23, 2021 and General Circular No. 20/2021 dated December 8, 2021 and and Circular No. 3/2022 dated May 5, 2022 issued by the Ministry of Corporate Affairs ('MCA')(hereinafter collectively referred to as 'MCA Circulars') and pursuant to other applicable laws and regulations.

The Postal Ballot Notice dated February 27, 2023 along with statement setting out material facts under Section 102 of the Act in respect of the above mentioned resolution, as confirmed by the Company, was sent, via e-mail only to the Members whose names appeared in the



Register of Members/List of Beneficial Owners as received from Depositories and whose e-mail addresses were registered with the Company/Depositories.

The Company had availed the e-voting facility offered by National Securities Depository Limited for conducting remote e-voting by the shareholders of the Company.

The shareholders of the Company holding shares as on the 'cut-off' date of Friday, February 24, 2023 were entitled to vote on the resolutions as contained in the Notice.

The voting period for remote e-voting commenced on Monday, March 01, 2023, at 9.00 A.M. Thursday, March 30, 2023 at 5.00 P.M. (IST) and ended on Tuesday, (IST). The e-voting module was disabled by NSDL thereafter.

The votes cast under remote e-voting facility were thereafter unblocked.

I have scrutinized and reviewed the votes cast through remote e-voting based on the data downloaded from the e-voting system of NSDL and have maintained a register in which necessary entries have been made in accordance with the Companies (Management and Administration) Rules, 2014, as amended.

The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013, rules and the MCA Circulars relating to remote e-voting on the Resolution contained in the notice of Postal Ballot.

My responsibility as scrutinizer for the voting on postal ballot through remote e-voting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the said resolution.

I would like to mention that the voting rights of Members were in proportion to their share of the paid-up equity share capital of the Company as on the cut-off date i.e. Friday, February 23, 2023 and as per the Register of Members of the Company.

Further, I would also like to mention that Shareholders who have split their votes into "Assent" as well as "Dissent" in respect of each DP ID/Client ID or Folio No., while their votes are taken as cast, they have been counted only once for the purpose of their presence, which has been mentioned under the head "Assent".

I now submit my Scrutinizer Report on the results of the voting by postal ballot only through the remote e-voting process in respect of the said Special Resolutions as under:





Amruta Giradkar & Associates

Company Secretaries

Resolution 1:

Appointment of Mr. Udaya Shankar Panda (DIN: 09663507) as an Independent Director:

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	5117212	5046492	98.62	5046492	0	100	0.00
	Poll		0	0	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		5046492	98.62	5046492	0	100	0.00
Public Institutions	E-Voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public Non Institutions	E-Voting	5365188	536792	10.01	533581	3211	99.40	0.60
	Poll		0	0	0	0		0.00
	Postal Ballot		0	0.	0	0	0.00	0.00
	Total		536792	10.01	533581	3211	99.40	0.60
Total		10482400	5583284	53.26	5580073	3211	99.94	0.06

Place: Mumbai

Date: April 1, 2023

UDIN: A048693E000001151


CS Amruta Giradkar
Practicing Company Secretary
Membership No: 48693
CP. No. 19381



Office Address: 208C, 2nd Floor, Ecstasy Business Park, Citi Of Joy, Mulund West, Mumbai, Maharashtra - 400080

Registered Office: MIG 6B, 703 Gavanpada, PMGP Colony, Mulund East, Mumbai- 400081

☎ +91 9892981184 ✉ info@csamrutagiradkar.com 🌐 www.csamrutagiradkar.com



Resolution No.2:

To increase limits of borrowing of the company up-to Rs. 300 Crores and to create security under Section 180 of companies Act, 2013

Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes - in favour	No. of votes - in Against	% of votes - in favour (6)=[(4)/(2)]*100	% of votes - in Against (7)=[(5)/(2)]*100
		(1)	(2)		(4)	(5)		
Promoter and Promoter Group	E-voting	5117212	5046492	98.62	5046492	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	5117212	5046492	98.62	5046492	0	100	0
Public Institutions	E-voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public Non-Institutions	E-voting	5365188	536792	10.01	533543	3249	99.39	0.605
	Poll		0	0	0	0	0	0.000
	Postal Ballot (if applicable)		0	0	0	0	0	0.000
	Total	5365188	536792	10.01	533543	3249	99.39	0.605
Total		10482400	5583284	53.26	5580035	3249	99.94	0.058

Place: Mumbai

Date: April 1, 2023

UDIN: A048693E000001151


CS Amruta Giradkar
Practicing Company Secretary
Membership No: 48693
CP. No. 19381



Office Address: 208C, 2nd Floor, Ecstasy Business Park, Citi Of Joy, Mulund West, Mumbai, Maharashtra - 400080

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Resolution No.3:


To Increase limit of inter-corporate loans, investments, guarantees and securities up-to Rs. 300 crores (Rupees Three Hundred Crores Only) under section 186 of Companies Act, 2013:

Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	5117212	5046492	98.62	5046492	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total		5046492	98.62	5046492	0	100	0
Public Institutions	E-voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public Non-Institutions	E-voting	5365188	536792	10.01	533581	3211	99.40	0.60
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total		536792	10.01	533581	3211	99.40	0.60
Total		10482400	5583284	53.26	5580073	3211	99.94	0.06

Place: Mumbai

Date: April 1, 2023

UDIN: A048693E000001151


CS Amruta Giradkar
Practicing Company Secretary
Membership No: 48693
CP. No. 19381

