

FCL:SEC:SE:22: 127

29th September, 2022

Corporate Department BSE Limited 1st Floor, New Trading Ring Rotunda Building, P J Towers Dalal Street, Fort Mumbai – 400 001	Relations	The Manager Listing Department National Stock Exchange of India Ltd 'Exchange Plaza', C-1, Block G, Bandra – Kurla Complex, Bandra (E), Mumbai – 400 051	Mr. Tom Schmit Luxembourg Stock Exchange PO Box 165 L-2011 Luxembourg Grand –Duchy of Luxembourg Europe
Scrip Code: 500144		Scrip Code: FINCABLES	

Dear Sir,

Subject: Consolidated Scrutinizer's Report for the 54th Annual General Meeting held on Wednesday, 28th September, 2022.

In continuation of our earlier letter Ref No. FCL:SEC:SE:22:126, dated 29th September, 2022, we inform you that 54th Annual General Meeting of the company was held on Wednesday, 28th September 2022 at 11.30 a.m. through Video Conference (VC) / Other Audio Visual Means (OAVM).

We are enclosing herewith Consolidated Scrutinizer's Report for the said 54th Annual General Meeting held on Wednesday, 28th September, 2022.

Kindly acknowledge and take the same on record.

Thanking you,

Yours faithfully,

For Finolex Cables Limited

Kamlesh M Shinde
Assistant Company Secretary
& Compliance Officer



Jog Limaye & Associates

Practicing Company Secretaries

Consolidated Scrutinizer's Report

(Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014)

To,
The Chairman of the Fifty-Fourth Annual General Meeting of the Equity Shareholders of **Finolex Cables Limited** held on the 28th September 2022 through Video conference ("VC")/ Other Audio-Visual Means ("OAVM")

Dear Sir,

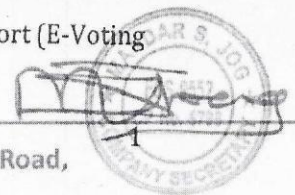
I, Mandar Shrikrishna Jog, Partner of Jog Limaye & Associates, Company Secretaries was appointed as the Scrutinizer by the Board of Directors of Finolex Cables Limited ("the Company") for the purpose of:

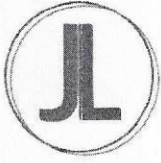
- (a) Scrutinizing the remote e-voting process under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 for all the resolutions contained in the Notice of the Annual General Meeting ("AGM"); and
- (b) Scrutinizing the e-voting process conducted after the AGM for all the resolutions contained in the Notice of the AGM.

The compliance with the provisions of the Companies Act, 2013 and the rules made thereunder relating to voting through electronic voting system by remote e-voting and insta-poll by the shareholders on the resolutions proposed in the Notice of the 54th Annual General Meeting of the Company is the responsibility of the management. My responsibility as a scrutinizer is to ensure that the voting process through electronic voting system and by insta-poll at the AGM are conducted in a fair and transparent manner and render consolidated scrutinizers report of the total votes cast in favour or against, if any, on the resolutions, to the Chairman, based on the reports generated from the electronic voting system provided by National Securities Depositories Limited ("NSDL") and report of insta-poll at the meeting.

Based on the report furnished by NSDL on the insta-poll and based on the data downloaded from the Official website of the NSDL for the E-Voting process, I now submit combined report (E-Voting and insta-poll) as under:

Siddharth Towers No. 1, Office No. 510, 5th Floor, Late G. A. Kulkarni Road,
Kothrud, Pune - 411038. Mob. : 84595 42074





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Resolution 1- Ordinary Business Ordinary Resolution

To receive, consider and adopt the audited financial statement (including the audited consolidated financial statements) of the Company for the financial year ended 31st March, 2022 and the reports of the Board of Directors' and Auditors' thereon.

Voted **in favour** of the resolution: -

Number of members		Number of votes casted in favour of resolution	% of total number of votes cast
Votes by remote e-voting	443	11,26,22,832	
Votes by insta-poll	5	3,073	
Total	448	11,26,25,905	99.99

Voted **against** the resolution: -

Number of members		Number of votes casted against the resolution	% of total number of votes cast
Votes by remote e-voting	5	214	
Votes by insta-poll	0	0	
Total	5	214	0.00

Resolution 2- Ordinary Business Ordinary Resolution

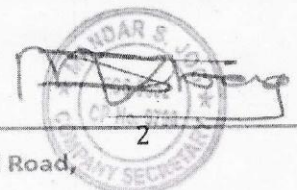
Declaration of dividend @ 300% on equity shares for the financial year ended 31st March, 2022 (i.e. @ Rs. 6.00 per equity share of Rs.2/- each fully paid up) for the financial year ended 31st March 2022.

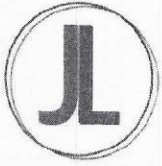
Voted **in favour** of the resolution: -

Number of members		Number of votes casted in favour of resolution	% of total number of votes cast
Votes by remote e-voting	444	11,28,33,361	
Votes by insta-poll	5	3,073	
Total	449	11,28,36,434	99.99

Voted **against** the resolution: -

Number of members		Number of votes casted against the resolution	% of total number of votes cast
Votes by remote e-voting	5	214	
Votes by insta-poll	0	0	
Total	5	214	0.000





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Resolution 3- Ordinary Business Ordinary Resolution

To appoint Auditors and fix their Remuneration.

Voted **in favour** of the resolution: -

Number of members		Number of votes casted in favour of resolution	% of total number of votes cast
Votes by remote e-voting	439	11,28,32,978	
Votes by insta-poll	5	3,073	
Total	444	11,28,36,051	99.99

Voted **against** the resolution: -

Number of members		Number of votes casted against the resolution	% of total number of votes cast
Votes by remote e-voting	10	597	
Votes by insta-poll	0	0	
Total	10	597	0.000

Resolution 4- Special Business Ordinary Resolution

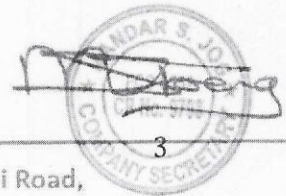
Appointment of Mr. Zubin F Billimoria [DIN: 07144644], as Director of the Company, liable to retire by rotation.

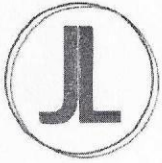
Voted **in favour** of the resolution: -

Number of members		Number of votes casted in favour of resolution	% of total number of votes cast
Votes by remote e-voting	383	10,91,58,847	
Votes by insta-poll	5	3,073	
Total	388	10,91,61,920	96.74

Voted **against** the resolution: -

Number of members		Number of votes casted against the resolution	% of total number of votes cast
Votes by remote e-voting	67	36,74,677	
Votes by insta-poll	0	0	
Total	67	36,74,677	3.26





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Resolution 5- Special Business Ordinary Resolution

Appointment of Mr. Sriraman Raghuraman [DIN: 00228061] as Director of the Company, liable to retire by rotation.

Voted **in favour** of the resolution: -

Number of members		Number of votes casted in favour of resolution	% of total number of votes cast
Votes by remote e-voting	383	10,91,58,822	
Votes by insta-poll	5	3,073	
Total	388	10,91,61,895	96.74

Voted **against** the resolution: -

Number of members		Number of votes casted against the resolution	% of total number of votes cast
Votes by remote e-voting	67	36,74,702	
Votes by insta-poll	0	0	
Total	67	36,74,702	3.26

Resolution 6- Special Business Ordinary Resolution

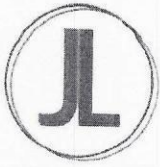
Appointment of Mrs. Vanessa Singh [DIN: 09342022] as Director of the Company, liable to retire by rotation.

Voted **in favour** of the resolution: -

Number of members		Number of votes casted in favour of resolution	% of total number of votes cast
Votes by remote e-voting	381	10,91,26,264	
Votes by insta-poll	5	3073	
Total	386	10,91,29,337	96.71

Voted **against** the resolution: -

Number of members		Number of votes casted against the resolution	% of total number of votes cast
Votes by remote e-voting	69	37,07,260	
Votes by insta-poll	0	0	
Total	69	37,07,260	3.29



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Resolution 7- Special Business Ordinary Resolution

Appointment of Mr. Nikhil M Naik [DIN: 00202779] as Director of the Company, liable to retire by rotation.

Voted **in favour** of the resolution: -

Number of members		Number of votes casted in favour of resolution	% of total number of votes cast
Votes by remote e-voting	411	11,25,22,774	
Votes by insta-poll	5	3,073	
Total	416	11,25,25,847	99.72

Voted **against** the resolution: -

Number of members		Number of votes casted against the resolution	% of total number of votes cast
Votes by remote e-voting	37	3,10,750	
Votes by insta-poll	0	0	
Total	37	3,10,750	0.28

Resolution 8- Special Business Ordinary Resolution

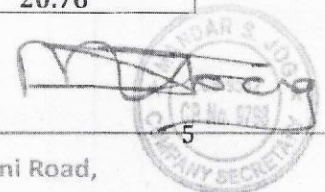
Appointment of Mr. Ratnakar P Barve [DIN: 09341821] as Director of the Company, liable to retire by rotation.

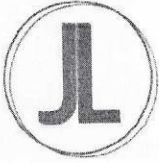
Voted **in favour** of the resolution: -

Number of members		Number of votes casted in favour of resolution	% of total number of votes cast
Votes by remote e-voting	338	8,94,12,137	
Votes by insta-poll	5	3073	
Total	343	8,94,15,210	79.24

Voted **against** the resolution: -

Number of members		Number of votes casted against the resolution	% of total number of votes cast
Votes by remote e-voting	110	2,34,21,387	
Votes by insta-poll	0	0	
Total	110	2,34,21,387	20.76





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Resolution 9- Special Business Special Resolution

Appointment of Mr. Zubin F Billimoria [DIN: 07144644] as an Independent Director of the Company, for a term of five consecutive years with effect from 30th September, 2021.

Voted **in favour** of the resolution: -

Number of members		Number of votes casted in favour of resolution	% of total number of votes cast
Votes by remote e-voting	429	11,27,10,249	
Votes by insta-poll	4	3,053	
Total	433	11,27,13,302	99.89

Voted **against** the resolution: -

Number of members		Number of votes casted against the resolution	% of total number of votes cast
Votes by remote e-voting	19	1,23,275	
Votes by insta-poll	1	20	
Total	20	1,23,295	0.11

Resolution 10- Special Business Special Resolution

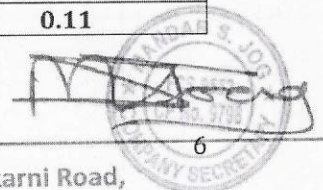
Appointment of Mr. Sriraman Raghuraman [DIN: 00228061] as an Independent Director of the Company, for a term of five consecutive years with effect from 30th September, 2021.

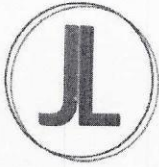
Voted **in favour** of the resolution: -

Number of members		Number of votes casted in favour of resolution	% of total number of votes cast
Votes by remote e-voting	427	11,27,10,069	
Votes by insta-poll	4	3,053	
Total	431	11,27,13,122	99.89

Voted **against** the resolution: -

Number of members		Number of votes casted against the resolution	% of total number of votes cast
Votes by remote e-voting	21	1,23,455	
Votes by insta-poll	1	20	
Total	22	1,23,475	0.11





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Resolution 11- Special Business Special Resolution

Appointment of Mrs. Vanessa Singh [DIN: 09342022] as an Independent Woman Director of the Company, for a term of five consecutive years with effect from 30th September, 2021.

Voted **in favour** of the resolution: -

Number of members		Number of votes casted in favour of resolution	% of total number of votes cast
Votes by remote e-voting	431	11,27,47,040	
Votes by insta-poll	4	3,053	
Total	435	11,27,50,093	99.92

Voted **against** the resolution: -

Number of members		Number of votes casted against the resolution	% of total number of votes cast
Votes by remote e-voting	17	86,484	
Votes by insta-poll	1	20	
Total	18	86,504	0.08

Resolution 12- Special Business Ordinary Resolution

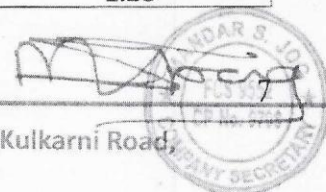
Ratify remuneration payable to M/s. Joshi Apte & Associates, Cost Accountants, Pune (Firm Registration No. 00240) pursuant to their appointment as Cost Auditor of the Company for the financial year 2022-23.

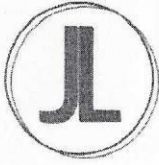
Voted **in favour** of the resolution: -

Number of members		Number of votes casted in favour of resolution	% of total number of votes cast
Votes by remote e-voting	439	11,14,50,548	
Votes by insta-poll	5	3,073	
Total	444	11,14,53,621	98.77

Voted **against** the resolution: -

Number of members		Number of votes casted against the resolution	% of total number of votes cast
Votes by remote e-voting	10	13,83,027	
Votes by insta-poll	0	0	
Total	10	13,83,027	1.23





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Resolution 13- Special Business Special Resolution

To offer or invite subscriptions for secured/unsecured redeemable non-convertible debentures, in one or more series/tranches, aggregating upto an amount of Rs.150 Crores (Rupees One Hundred Fifty Crores Only) on private placement basis.

Voted **in favour** of the resolution: -

Number of members		Number of votes casted in favour of resolution	% of total number of votes cast
Votes by remote e-voting	436	11,28,30,307	
Votes by insta-poll	5	3,073	
Total	441	11,28,33,380	99.99

Voted **against** the resolution: -

Number of members		Number of votes casted against the resolution	% of total number of votes cast
Votes by remote e-voting	12	3,217	
Votes by insta-poll	0	0	
Total	12	3,217	0.00

Thanking you,

Yours faithfully

**For Jog Limaye & Associates
Company Secretaries**

Mandar Shrikrishna Jog
Partner

Membership No- FCS 9552
C.P. No. 9798
UDIN: F009552D001071162
PR No: 738/2020
Place- Pune
Date- 28th September, 2022

Countersigned by:

For Finolex Cables Limited

MAHESH VISWANATHAN
CFO