Sam Industries Limited

CIN: L70102MP1994PLC041416
Registered Office: Village: Dakachiya, A. B. Road, Tehsil: Sanwer,
District – Indore – 453771 - Madhya Pradesh, India
Phone: 0091-731- 3633911
Website: www.samindustriesltd.com, Email: secretarial@samindustriesltd.com

08/08/2026

To
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400001

Scrip Code – 532005

Subject – **Certified True Copy of the Minutes of Resolution passed by way of Postal Ballot through remote e-voting process.**

Dear Sirs,

1. With reference to the captioned subject, please find enclosed a certified true copy of the minutes recording the resolutions passed by way of Postal Ballot through the remote e-voting process.

2. The results of the Postal Ballot were announced vide our earlier intimation dated 14th July, 2026.

3. Kindly take the same on your record.

Thanking You.

Yours Faithfully,

For Sam Industries Limited

Navin Sunderlal Patwa
Digitally signed by Navin Sunderlal Patwa

Navin Patwa
Company Secretary

Encl: as above

CERTIFIED TRUE COPY OF THE MINUTES OF THE RESOLUTIONS PASSED BY WAY OF POSTAL BALLOT (THROUGH REMOTE E-VOTING PROCESS), BY THE MEMBERS OF SAM INDUSTRIES LIMITED ON SUNDAY, 12TH JULY, 2026, THE RESULTS OF WHICH WERE DECLARED ON TUESDAY, 14TH JULY, 2026 IN COMPLIANCE OF MCA CIRCULARS AND ALONG WITH OTHER PROVISIONS OF THE COMPANIES ACT, 2013 AND THE RULES FRAMED THEREUNDER.

1. The Chairman informed that the Board of Directors of the Company, at its Meeting held on 11th June, 2026 had sought the consent of the members of the Company by way of Special Resolution through the Postal Ballot process conducted by remote e-voting for the re-appointment of directors, pursuant to the provisions of Sections 108 and 110 of the Companies Act, 2013, Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and various circulars issued by Ministry of Corporate Affairs ("MCA") namely General Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020, 20/2020 dated 5 May, 2020, 22/2020 dated 15 June, 2020, 33/2020 dated 28 September, 2020, 39/2020 dated 31 December, 2020, 10/2021 dated 23 June, 2021, 20/2021 dated 8 December, 2021, 3/2022 dated 5th May, 2022, and 11/2022 dated 28th December 2022, 9/2023 dated September 25, 2023, General Circular No. 9/2024 dated September 19, 2024 read with other relevant circulars, including General Circular No. **03/2025 dated September 22, 2025** (collectively referred to as MCA circulars) in relation to clarifications on passing of ordinary and special resolution passed by the Companies under the Companies Act, 2023 and rules made thereunder, in view

of the threat posed by Covid-19 issued by the Ministry of Corporate Affairs, Government of India.

2. The Board of Directors sought approval of the Members for the following special business, as set out in the Postal Ballot Notice dated 11th June, 2026:

Sr. No	Particulars	Type of Resolution
1.	To consider and approve the re-appointment of Mr. Abhinav Kumar (DIN: 06687880) as an Independent Director of the Company	Special
2.	To consider and approve the re-appointment of Mr. Saurabh Mohta (DIN: 00100955) as an Independent Director of the Company	Special

3. The Board appointed Mr. Manish Maheshwari, Practicing Company Secretary (Membership No. ACS 5174 and Certificate of Practice No. 3860), Indore as the Scrutinizer to conduct the postal ballot process through remote e-voting in a fair and transparent manner.

4. The Company had provided remote e-voting facility to its Members through Central Depository Services (India) Limited ("CDSL").

5. The Scrutinizer submitted his report on postal ballot conducted through the remote's e-voting process to the Chairman of the Company on 14th July, 2026. Based on the Scrutinizer's Report, the Special Resolution set out in the postal ballot notice dated 11th June, 2026, were passed with the requisite majority. The results

of Postal Ballot conducted through remote e-voting were declared on Tuesday, 14th July, 2026, by the Chairman and Whole-time Director of the Company.

6. The summary of the Scrutinizer's Report is as under:

6.1 The Postal Ballot Notice, together with the explanatory statement, dated 11th June 2026, was sent only through electronic mode (email), to those Members whose names appeared in the Register of Members or in the Register of Beneficial Owners maintained by Depositories as on cut-off date i.e., Friday, 29th May, 2026 and whose e-mail addresses were registered with the Company or Depositories on the said date.

6.2. The remote e-voting period commenced on Saturday, 13th June, 2026, at (09:00 A.M. IST) and ended on Sunday, 12th July, 2026 at (05:00 P.M. IST), both days inclusive.

6.3. Upon the conclusion of the remote e-voting period on 12th day of July, 2026 and based on the analysis of votes cast, the Scrutinizer submitted his report, dated 14th July, 2026, to the Chairman of the Company in the prescribed format. Based on the Scrutinizer 's Report, the resolutions set out in the Postal Ballot Notice were passed with requisite majority on 12th July, 2026.

6.4. The results were declared on 14th July, 2026 and were simultaneously intimated to Stock Exchange i.e. BSE Limited and uploaded on the website of the Company on the same day.

6.5. The details of voting on the resolutions, as per the Scrutinizer's Report are as under:

Item No. 1:

Approval for the re-appointment of Mr. Abhinav Kumar (DIN: 06687880) as an Independent Director of the Company

Nature of Resolution – Special Resolution

"**RESOLVED THAT** in accordance with the provisions of Sections 149, 150 and 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualifications of Directors) Rules, 2014 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and based on the recommendation of the Nomination and Remuneration Committee and the approval of the Board of Directors, the consent of the members of the company be and is hereby accorded, Mr. Abhinav Kumar (DIN: 06687880), who has submitted a declaration confirming that he meets the criteria of independence as prescribed under the Act and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as an Independent Director of the Company be and is hereby re-appointed as an Independent Director of the Company for a second consecutive term of five years commencing from 14th June, 2026 and ending on 13th June, 2031 and who shall not be liable to retire by rotation.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers to any committee of directors with power to further delegate to or any other officer(s) / authorized representative(s) of the Company, to do all acts, deeds, matters and things and to take all such steps as may be necessary, proper or expedient to give effect to this resolution."

The Results of voting through Postal Ballot by remote e-voting were as follows:

Sr. No	Particulars	Type of Resolution	Votes in favour (In no.)	Votes In favour (In %)	Votes casted Against (In no.)	Votes casted Against (In %)
1.	To consider and approve the re-appointment of Mr. Abhinav Kumar (DIN: 06687880) as an Independent Director of the Company	Special	93,57,876	99.99	1,000	0.01

Item No. 2:

Approval for the re-appointment of Mr. Saurabh Mohta (DIN: 00100955) as an Independent Director of the Company

Nature of Resolution – Special Resolution

"**RESOLVED THAT** in accordance with the provisions of Sections 149, 150 and 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualifications of Directors) Rules, 2014 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and based on the recommendation of the Nomination and Remuneration Committee and the approval of the Board of Directors, the consent of the members be and is hereby accorded, Mr. Saurabh Mohta (DIN: 00100955), who has submitted a declaration confirming that he meets the criteria of independence, as prescribed under the Act and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as an Independent Director of the Company be and is hereby re-appointed for a second consecutive term of five years commencing from 14th June, 2026 and ending on 13th June, 2031, who shall not be liable to retire by rotation.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers to any committee of directors with power to further delegate to or any other officer(s) / authorized representative(s) of the Company to do all acts, deeds, matters and things and to take all such steps as may be necessary, proper or expedient to give effect to this resolution."

The Results of voting through Postal Ballot by remote e-voting were as follows:

Sr. No	Particulars	Type of Resolution	Votes in favour (In no.)	Votes In favour (In %)	Votes casted Against (In no.)	Votes casted Against (In %)
1.	To consider and approve the re-appointment of Mr. Saurabh Mohta (DIN: 00100955) as an Independent Director of the Company	Special	93,57,876	99.99	1,000	0.01

7. **Passing of Resolutions:**

The Chairman noted the results of Remote E-Voting as stated above and it was declared and recorded that all the special resolutions as set out in the Postal Ballot Notice dated 11th day of June, 2026 were deemed to be duly passed on the last date of remote e-voting i.e., Sunday, 12th day of July, 2026 with the requisite majority.

S/d

Place: Indore

Ashutosh A. Maheshwari
Chairman