

**FORM No. MGT-13**  
**Report of Scrutinizer**

[Pursuant to section 108, 109 of the Companies Act, 2013 and rule 20 & 21(2) of the Companies (Management and Administration) Rules, 2014]

To

Chairman,  
Sarup Industries Limited,  
P.O. Ramdaspora,  
Jalandhar

The 40th Annual General Meeting of the Equity Shareholders of Sarup Industries Limited Held on 27th September, 2019 at registered office at Prithvi's Planet, Guru Teg Bahadur Nagar, Jalandhar, 144003 Punjab.

Dear Sir,

I, Ankit Gandhi, Practicing Company Secretary of Ankit Gandhi & Associates, Jalandhar, appointed as Scrutinizer(s) for the purpose of the poll taken on the below mentioned resolution(s), at the Annual General meeting of the Equity Shareholders of Sarup Industries Limited, held on 27.09.2019 at Prithvi's Planet, Guru Teg Bahadur Nagar, Jalandhar, 144003 Punjab Submit report as under:

1. The E-Voting Period remain opened from 10.00 AM on Monday, 23.09.2019 upto 05.00 PM on Thursday, 26.09.2019.
2. The notice was sent to all the members whose names appeared in the register of Members as on 23.08.2019, who are entitled to vote on the proposed 3 (THREE) resolution(s) mentioned in the Notice to the 40<sup>th</sup> Annual General Meeting of Sarup Industries Limited.
3. The Votes are unblocked on 27.09.2019 in the presence of two witnesses, namely Ms. AMAN and Mr. VIPAN, who are not in employment of the Company. A statement to that affect is enclosed herewith as Annexure A.
4. Thereafter, the detailed report was downloaded from the website of National Securities Depository Limited <https://www.evoting.nsdl.com>
5. As per the information provided to me, the Company has published the advertisement required under Rule 20(3) (v) of the Companies (Management and Administration) Rules, 2014, on the 05th SEPTEMBER, 2019.
6. The voting at the time of AGM was conducted by Poll in my presence according to provisions as prescribed under the Companies Act, 2013 and Rules made therein.



The Consolidated results of the E voting and Poll are given below:

**Resolution No 1: Item No 1 of the Notice of AGM**

To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31<sup>st</sup> March, 2019, together with the Reports of the Directors and the Auditors thereon.

Votes "In Favour" of the Resolution

Mode of Voting	Total number of members present and voting ( in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast (approx)
Remote e-voting	1	50	0.002
Voting through polling paper ( in person or by proxy)	91	2484392	99.998
<b>Total</b>	<b>92</b>	<b>2484442</b>	<b>100.00</b>

Votes "Against" the Resolution

Mode of Voting	Total number of members present and voting ( in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast (approx)
Remote e-voting	0	0	0
Voting through polling paper ( in person or by proxy)	0	0	0
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>

"Invalid" Votes

Mode of Voting	Total number of members present and voting ( in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast (approx)
Remote e-voting	0	0	0
Voting through polling paper ( in person or by proxy)	0	0	0
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>



**Resolution No 2: Item No 2 of the Notice of the AGM**

To appoint a Director in place of **MS.LISSY JACOB (DIN: 07510795)** who retires by rotation and being eligible, offers himself for re-election.

**Votes "In Favour" of the Resolution**

Mode of Voting	Total number of members present and voting ( in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast (approx)
Remote e-voting	1	50	0.002
Voting through polling paper ( in person or by proxy)	91	2484392	99.998
<b>Total</b>	<b>92</b>	<b>2484442</b>	<b>100.00</b>

**Votes "Against" the Resolution**

Mode of Voting	Total number of members present and voting ( in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast (approx)
Remote e-voting	0	0	0
Voting through polling paper ( in person or by proxy)	0	0	0
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>

**"Invalid" Votes**

Mode of Voting	Total number of members present and voting ( in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast (approx)
Remote e-voting	0	0	0
Voting through polling paper ( in person or by proxy)	0	0	0
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>

*Handwritten signature*





**Resolution No 3: Item No 3 of the Notice of the AGM**

**Appointment of Mr. SIMARJIT SINGH BAWA as Managing Director**

Appointment of Mr. SIMARJIT SINGH BAWA as Managing director to consider and if thought fit, to pass with or without modification, the following resolution as a Special Resolution:

**RESOLVED THAT** pursuant to Section 152, 161, 196, 197 and 203 and all other applicable provisions of the Companies Act, 2013 ("the Act") (including any statutory modification or re-enactment thereof for the time being in force) read with Schedule V of the Act and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Articles of Association of the Company and subject to such approvals, permissions and sanctions, as may be required, and subject to such conditions and modifications, as may be prescribed or imposed by any of the Authorities including the Central Government in granting such approvals, permissions and sanctions, and as per the applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as may be in force from time to time approval of shareholders is hereby accorded for appointment of Mr. SIMARJIT SINGH BAWA (DIN: 00851651) as Managing Director (KMP) of the company for a period of five years with effect from 18th May, 2019 to 17th May, 2024 (both days inclusive), who was appointed by the Board of Directors, as an Additional Director cum Managing Director on 18.05.2019, on terms and conditions including remuneration as set out in the Explanatory Statement annexed to the Notice convening this Meeting, with liberty to the Board of Directors ( hereinafter referred to the "Board" which term shall be deemed to include the Nomination and Remuneration Committee of the Board) to alter and vary the terms and conditions of the said re-appointment and /or remuneration as it may deem fit and as may be acceptable to Mr. SIMARJIT SINGH BAWA (DIN: 00851651), subject to the same not exceeding the limits specified under Schedule V of the Companies Act, 2013 or any statutory modification(s) or re-enactments thereof.

**RESOLVED FURTHER THAT** the Board of Directors of the Company and / or Company Secretary be and are hereby severally authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this Resolution."

**Votes "In Favour" of the Resolution**

Mode of Voting	Total number of members present and voting ( in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast (approx)
Remote e-voting	1	50	0.002
Voting through polling paper ( in person or by proxy)	91	2322986	99.998
<b>Total</b>	<b>92</b>	<b>2323036</b>	<b>100.00</b>



Votes "Against" the Resolution

Mode of Voting	Total number of members present and voting ( in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast (approx)
Remote e-voting			
Voting through polling paper ( in person or by proxy)			
Total			

"Invalid" Votes

Mode of Voting	Total number of members present and voting ( in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast (approx)
Remote e-voting	0	0	0
Voting through polling paper ( in person or by proxy)	0	0	0
Total	0	0	0

Thanking You,  
For Ankit Gandhi & Associates  
Company Secretary



Ankit Gandhi

M No. 7646

For Sarup Industries Limited  
COUNTERSIGNED BY

  
MR. ASHWANI ARORA Director  
(Din: 01809365)

Place-Jalandhar  
Date: 28.09.2019

**ANNEXURE-A**

**STATEMENT OF WITNESS AS REQUIRED TO BE  
PRESENT UNDER RULE 20 (3) (XI) OF COMPANIES  
(MANAGEMENT AND ADMINISTRATION) RULES, 2014**

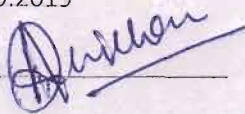
**WITNESS 1**

I, AMAN D/o Sh. JASWANT SINGH R/O NEW JAWAHAR NAGAR JALANDHAR, hereby state that, I witnessed the unblocking of the votes on the website www.evoting.nsdl.com, when Mr. Ankit Gandhi, Scrutinizer appointed by the Sarup Industries Limited, unblocked the same. I further state that I am not an employee of Sarup Industries Limited,

Place: Jalandhar

Date: 28.09.2019

Signature



**WITNESS 2**

I, VIPAN S /o Sh. SATPAL R/o BHARBO CAMP JALANDHAR, hereby state that, I witnessed the unblocking of the votes on the website www.evoting.nsdl.com, when Mr. Ankit Gandhi, Scrutinizer appointed by the Sarup Industries Limited, unblocked the same. I further state that I am not an employee of Sarup Industries Limited,

Place: Jalandhar

Date: 28.09.2019

Signature

