

Date: March 25, 2019

The BSE Limited
Phirojeejeebhoy Towers
Dalal Street Fort
Mumbai - 400 001
(Scrip Code - 532776)

The National Stock Exchange Limited
"Exchange Plaza" BandraKurla Complex,
Bandra East,
Mumbai - 400 051
(Scrip Code - SHIVAMAUTO)

Sub: Declaration of Results of Postal Ballot

Dear Sirs,

On the captioned subject and reference cited above, please find enclosed herewith the following:-

1. Combined result (E-voting & Physical) of Postal Ballot for seeking members' approval through special resolution relating to:
 - Shifting of Registered Office of the Company from the National Capital Territory (NCT) of Delhi to the State of Haryana
2. Scrutinizer's Report on the result of Postal Ballot.

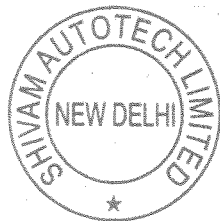
Kindly take the above information on your records and oblige.

Thanking you.

Yours truly,
For Shivam Autotech Limited

Shivani Kakkar

.....
Shivani Kakkar
Company Secretary
M. No. 25097



GURUGRAM WORKS : 58th Km. Stone, Delhi-Jaipur Highway, Village Binola,
Distt. Gurugram-122 413 Haryana (India) TEL : 011 49242100
FAX : +91 124 49242116 E-mail : admn@shivamautotech.com

REGISTERED OFFICE : 303, 3rd Floor, Square One Mall, Saket, New Delhi - 110017
TEL : +91 11 49242100-30, FAX +91 11 29564205
E-mail : admn@shivamautotech.com Website : www.shivamautotech.com
CIN No : L34300DL200SPLC139163

ISO / ITS 16949
ISO 14001
OHSAS 18001



DNV
CERTIFIED FIRM

Format for Voting Results

Disclosure as per Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

| | |
|---|------------------------|
| Date of declaration of Postal Ballot results | Monday, March 25, 2019 |
| No. of shareholders on cut-off date i.e. February 07, 2019 | 27411 |
| No. of Shareholders present in the meeting either in person or through proxy: - Promoters and Promoter Group: - Public: | NA |
| No. of Shareholders attended the meeting through Video Conferencing - Promoters and Promoter Group: - Public: | NA |

AGENDA WISE DISCLOSURE

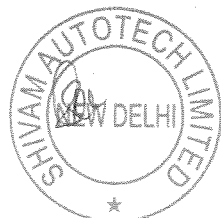
Item No. 1 as Special Resolution

Shifting of Registered Office of the Company from the National Capital Territory (NCT) of Delhi to the State of Haryana

"RESOLVED THAT pursuant to the provisions of Section 12, 13 and all other applicable provisions, if any, of the Companies Act, 2013 (the "Act") read with Rule 30 of the Companies (Incorporation) Rules, 2014 (including any statutory modification(s), or reenactment(s) thereof for the time being in force) and subject to the approval of the Central Government (power delegated to Regional Director) and/or any other authority(ies) as may be prescribed from time to time and subject to such other approvals, permissions and sanctions, as may be required under the provisions of the said Act or under any other law for the time being in force, consent of the members of the Company be and is hereby accorded for shifting the Registered Office of the Company from the National Capital Territory (NCT) of Delhi to the State of Haryana and that Clause II of the Memorandum of Association of the Company be substituted with the following clause:

II. The Registered Office of the Company will be situated in the State of Haryana.

RESOLVED FURTHER THAT upon the aforesaid resolution becoming effective, the Registered Office of the Company be shifted from the National Capital Territory (NCT) of Delhi to the State of Haryana.

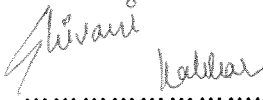


RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall deem to include any of its duly constituted Committee) or any officer/executive/representative and/or any other person so authorized by the Board, be hereby authorized on behalf of the Company to make any modifications, changes, variations, alterations or revisions stipulated by any authority, while according approval, consent as may be considered necessary and to appoint counsels/consultant and advisors, file applications/petitions, issue notices, advertisements, obtain orders for shifting of Registered Office from the authorities concerned and to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary and to settle any questions, difficulties or doubts that may arise in this regard without requiring the Board to secure any further consent or approval of the members of the Company."

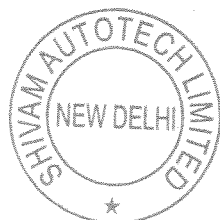
| Resolution (1) | | | | | | | | |
|--|-------------------------------|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary / Special) | | | | Special | | | | |
| Whether promoter/promoter group are interested in the agenda/resolution? | | | | No | | | | |
| Description of resolution considered | | | | Shifting of Registered Office of the Company from the National Capital Territory (NCT) of Delhi to the State of Haryana | | | | |
| 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 | | | | | | | |
| | Poll | 74795950 | | | | | | |
| | Postal Ballot (if applicable) | | 74795950 | 100.0000 | 74795950 | 0 | 100.0000 | 0.0000 |
| | Total | 74795950 | 74795950 | 100.0000 | 74795950 | 0 | 100.0000 | 0.0000 |
| Public- Institutions | E-Voting | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Poll | 159926 | | | | | | |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Total | 159926 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| Public- Non Institutions | E-Voting | | 1944144 | 7.7629 | 1943744 | 400 | 99.9794 | 0.0206 |
| | Poll | 25044124 | | | | | | |
| | Postal Ballot (if applicable) | | 59241 | 0.2365 | 57841 | 1400 | 97.6368 | 2.3632 |
| | Total | 25044124 | 2003385 | 7.9994 | 2001585 | 1800 | 99.9102 | 0.0898 |
| Total | | 100000000 | 76799335 | 76.7993 | 76797535 | 1800 | 99.9977 | 0.0023 |

Based on above, the Special Resolution has been passed with requisite majority.

For Shivam Autotech Limited



Shivani Kakkar
 Company Secretary
 M. No. 25097



Place: New Delhi
 Date: March 25, 2019



SCRUTINIZER'S REPORT

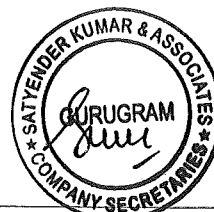
The Chairman
Shivam Autotech Limited
303, 3rd Floor, Square One,
District Centre, Saket,
New Delhi-110017

Dear Sir,

I, Satyender Kumar of Satyender Kumar & Associates, Practicing Company Secretaries, Gurugram was appointed by the Board of Directors of **Shivam Autotech Limited** ('the Company') vide their Board Resolution dated February 6, 2019, as the Scrutinizer for conducting the Postal Ballot Process in respect of the Special resolution contained in the Postal Ballot Notice dated February 6, 2019 as per the provisions of Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014.

I submit my report as under:

1. The members were informed vide the Postal Ballot Notice that they were required to give their assent for or dissent against the proposed Special Resolution through physical Postal Ballot Forms, which were required to be sent to us on or before close of working hours on March 23, 2019, or through e-voting facility which was kept open from February 22, 2019 (9.00 a.m.) to March 23, 2019 (5.00 p.m.)
2. In compliance with the provisions of Section 108 and 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had offered e-voting facility as an option to all the Members of the Company. The Company had entered into an agreement with Central Depository Services (India) Limited (CDSL), for facilitating e-voting to enable the Members to cast their votes electronically instead of dispatching Postal Ballot Forms. E-voting was optional.
3. Particulars of all Postal Ballot Forms received from the Members including details of e-voting have been entered in the register separately maintained for the purpose.
4. The Postal Ballot Forms received were duly scrutinized. The report of Members through e-voting was generated after close of working hours on March 23, 2019.



5. I have considered and scrutinized all Postal Ballot Forms received upto close of working hours on March 23, 2019 and electronic votes recorded from February 22, 2019 (9.00 a.m.) to March 23, 2019 (5.00 p.m.), being the last date and time fixed by the Company for receipt of the Forms/e-voting. There were 6 invalid physical ballot papers consisting of 8196 votes.
6. A summary of the Postal Ballot forms and electronic voting confirmations (e-votes) received for the following resolution as mentioned in Postal Ballot Notice dated February 6, 2019 is as under:

Item No. 1

Special Resolution for Shifting of Registered Office of the Company from the National Capital Territory (NCT) of Delhi to the State of Haryana

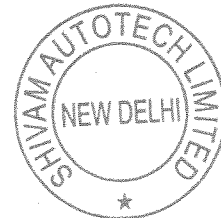
| Particulars | Number of Valid Postal Ballot | | | Number of Valid votes cast in | | | Percentage |
|-------------|-------------------------------|----------|-------|-------------------------------|----------|----------|------------|
| | E- Votes | Physical | Total | E-Votes | Physical | Total | |
| Assent | 41 | 69 | 110 | 1943744 | 74853791 | 76797535 | 99.998% |
| Dissent | 4 | 3 | 7 | 400 | 1400 | 1800 | 00.002% |
| Total | 45 | 72 | 117 | 1944144 | 74855191 | 76799335 | 100.000% |

Conclusion:- Since the number of votes cast in favour (99.998%) of the resolution are more than three times the number of votes cast against (00.002%) the resolution, the proposed **Resolution for Shifting of Registered Office of the Company from the National Capital Territory (NCT) of Delhi to the State of Haryana**, may be declared as passed as a special resolution.

Thanking you,
Yours Sincerely

For **SATYENDER KUMAR & ASSOCIATES**
Company Secretaries

Satyender Kumar,
SATYENDER KUMAR
Proprietor
FCS 4087
C.P.NO. 5189



Place: New Delhi
Date: March 25, 2019

Shivani Kakkar

(SHIVANI KAKKAR)
COMPANY SECRETARY
M.No. 25097 2