



**CONSOLIDATED SCRUTINIZER'S REPORT**

*[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended]*

To  
The Chairman  
36<sup>th</sup>Annual General Meeting of the Shareholders of  
M/s. Sibar Auto Parts Limited held on 30.09.2019, at 03.30 P.M.  
at D4 & D5, Industrial Estate, Renigunta Road, Tirupati,  
Andhra Pradesh-517506

**Dear Sir,**

**Sub:** Consolidated Report on electronic voting carried out during 27<sup>th</sup> September, 2019 (9:00 AM) to 29<sup>th</sup> September, 2019 (5:00 PM) and on Physical voting conducted through poll at the 36<sup>th</sup>Annual General Meeting (AGM) of M/s. Sibar Auto Parts Limited held on 30<sup>th</sup>September, 2019.

With reference to the above subject, I, M B Suneel, Practising Company Secretary, state that I was appointed as a scrutinizer for the e-voting process held during 27.09.2019 to 29.09.2019 and physical voting conducted through poll at the 36<sup>th</sup> AGM at D4 & D5, Industrial Estate, Renigunta Road, Tirupati, Andhra Pradesh-517506, in a fair and transparent manner, for ascertaining the requisite majority and for giving my report in connection with the items of business as provided in the notice dated 26<sup>th</sup> August, 2019. I report as under:


1. The Company availed the services of M/s. Central Depository Services (India) Limited (hereinafter referred to as the "**Service Provider**") to offer the electronic voting facility to its shareholders. The e-voting facility was offered and kept open by the Company to its Shareholders for the period commencing on Friday, 27<sup>th</sup> September, 2019 (9:00 A.M.) to Sunday, 29<sup>th</sup> September, 2019 (05:00 P.M.). The shareholders whose names appeared in the Register of Members / List of Beneficial Owners as on 23<sup>rd</sup> day of September, 2019 (i.e. cut – off date) were allowed to participate and vote electronically on all the items of business during the aforesaid period of e-voting. On 30<sup>th</sup> day of September, 2019, the votes cast through e-voting facility were duly unblocked by me in the capacity of the Scrutinizer in the presence of 2 persons who were present as witnesses.



2. At the 36<sup>th</sup> AGM of the Company held on Monday, the 30<sup>th</sup> day of September, 2019, at 03:30 P.M. at Plot No. D4 & D5, Industrial Estate, Renigunta Road, Tirupati, Andhra Pradesh-517506, the Chairman on suo motto ordered for a Poll facility at the venue to the shareholders who attended the meeting and did not participate in the E-voting facility provided during 27<sup>th</sup> September, 2019 (9:00 AM) to 29<sup>th</sup> September, 2019 (5:00 PM) to cast their votes through poll at the 36<sup>th</sup>AGM.
3. Subsequent to the completion of voting process at the 36<sup>th</sup> AGM, the votes cast by the shareholders at the 36<sup>th</sup> AGM were diligently scrutinized by me. The votes cast at the 36<sup>th</sup> AGM were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and with the authorizations / proxies lodged with the Company.
4. All the resolutions were passed with requisite majority. I herewith enclose the details of votes cast through e-voting during 27<sup>th</sup> September, 2019 (9:00 AM) to 29<sup>th</sup> September, 2019 (5:00 PM) and details of the votes cast through poll at the 36<sup>th</sup> AGM on each of the resolutions as detailed in Annexure.
5. The poll papers and relevant records relating to electronic voting and Poll at 36<sup>th</sup> AGM were sealed and handed over to the Chief Financial Officer authorized by the Board for safekeeping.

Place: Hyderabad  
Date: 01.10.2019

For P.S. Rao & Associates  
Company Secretaries

  
**M. B. Suneel**  
Scrutinizer for the Company  
C.P.No. 14/149



**AGENDA- WISE DISCLOSURE**

**Item No.1: To consider and adopt the Audited Financial Statements of the company for the Financial Year ended on 31<sup>st</sup> March, 2019 together with the report of the Board of Directors and Auditors thereon:**

Resolution required:			Ordinary Resolution					
Whether promoter/ promoter group are interested in the resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 100
Promoter & Promoter Group	E-Voting	7319360	7319360	100	7319360	0	100	-
	Poll		-	-	-	-	-	-
	Total		7319360	7319360	100	7319360	0	100
Public Institutions	E-Voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public Non Institutions	E-Voting	8280740	293501	3.5444	293501	0	100	-
	Poll		64952	0.7844	64952	0	100	-
	Total		8280740	358453	4.3288	358453	0	100
<b>Total</b>		<b>15600100</b>	<b>7677813</b>	<b>49.2164</b>	<b>7677813</b>	<b>0</b>	<b>100</b>	<b>-</b>

4/4/19



**Item No.2: Re-appointment of Shri. P Ravichandra (DIN: 00627413), who retires by rotation and being eligible, offers himself for re-appointment as director.**

Resolution required:			Ordinary Resolution					
Whether promoter/ promoter group are interested in the resolution?			Yes					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-Voting	7319360	7319360	100	7319360	0	100	-
	Poll		-	-	-	-	-	
	<b>Total</b>		<b>7319360</b>	<b>7319360</b>	<b>100</b>	<b>7319360</b>	<b>0</b>	<b>100</b>
Public Institutions	E-Voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	
	<b>Total</b>		<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
Public Non Institutions	E-Voting	8280740	293501	3.5444	293501	0	100	-
	Poll		64952	0.7844	64952	0	100	-
	<b>Total</b>		<b>8280740</b>	<b>358453</b>	<b>4.3288</b>	<b>358453</b>	<b>0</b>	<b>100</b>
<b>Total</b>		<b>15600100</b>	<b>7677813</b>	<b>49.2164</b>	<b>7677813</b>	<b>0</b>	<b>100</b>	<b>-</b>



**Item No.3: Appointment of M/s. M M G S & Associates, Chartered Accountants, as Statutory Auditors of the Company commencing from the conclusion of this Annual General Meeting till the conclusion of Fourty First Annual General Meeting.**

Resolution required:			Ordinary Resolution					
Whether promoter/ promoter group are interested in the resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 100
Promoter & Promoter Group	E-Voting	7319360	7319360	100	7319360	0	100	-
	Poll		-	-	-	-	-	-
	Total		7319360	7319360	100	7319360	0	100
Public Institutions	E-Voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public Non Institutions	E-Voting	8280740	293501	3.5444	293501	0	100	-
	Poll		64952	0.7844	64952	0	100	-
	Total		8280740	358453	4.3288	358453	0	100
<b>Total</b>		<b>15600100</b>	<b>7677813</b>	<b>49.2164</b>	<b>7677813</b>	<b>0</b>	<b>100</b>	<b>-</b>

4/11/17



**Item No.4: To consider and approve the re-appointment of Shri. Pemmasani Veeramarayana (DIN: 00644259) as a Managing Director of the company.**

Resolution required:			Ordinary Resolution					
Whether promoter/ promoter group are interested in the resolution?			Yes					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-Voting	7319360	7319360	100	7319360	0	100	-
	Poll		-	-	-	-	-	-
	Total		7319360	7319360	100	7319360	0	100
Public Institutions	E-Voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public Non Institutions	E-Voting	8280740	293501	3.5444	293501	0	100	-
	Poll		64952	0.7844	64952	0	100	-
	Total		8280740	358453	4.3288	358453	0	100
Total		15600100	7677813	49.2164	7677813	0	100	-

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**Item No.5: To consider and approve the re-appointment of Shri. Pemmasani Madhu Pratap (DIN: 00644254) as a Whole-Time Director of the company.**

Resolution required:			Ordinary Resolution					
Whether promoter/ promoter group are interested in the resolution?			Yes					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 100
Promoter & Promoter Group	E-Voting	7319360	7319360	100	7319360	0	100	-
	Poll		-	-	-	-	-	-
	Total	7319360	7319360	100	7319360	0	100	-
Public Institutions	E-Voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public Non Institutions	E-Voting	8280740	293501	3.5444	293501	0	100	-
	Poll		64952	0.7844	64952	0	100	-
	Total	8280740	358453	4.3288	358453	0	100	-
Total		15600100	7677813	49.2164	7677813	0	100	-

*Heed*



**Item No.6: To consider and approve the increase in remuneration of Shri. Pemmasani Ravichandra (DIN: 00627413) Whole- Time Director of the Company**

Resolution required:			Ordinary Resolution					
Whether promoter/ promoter group are interested in the resolution?			Yes					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-Voting	7319360	7319360	100	7319360	0	100	-
	Poll		-	-	-	-	-	-
	Total	7319360	7319360	100	7319360	0	100	-
Public Institutions	E-Voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public Non Institutions	E-Voting	8280740	293501	3.5444	293501	0	100	-
	Poll		64952	0.7844	64952	0	100	-
	Total	8280740	358453	4.3288	358453	0	100	-
<b>Total</b>		<b>15600100</b>	<b>7677813</b>	<b>49.2164</b>	<b>7677813</b>	<b>0</b>	<b>100</b>	<b>-</b>

*yes*





**Item No.7: To consider and approve the appointment of Shri. Narayana Yadla (DIN: 02596053) as an Independent Director of the company.**

Resolution required:			Ordinary Resolution					
Whether promoter/ promoter group are interested in the resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-Voting	7319360	7319360	100	7319360	0	100	-
	Poll		-	-	-	-	-	-
	Total	7319360	7319360	100	7319360	0	100	-
Public Institutions	E-Voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public Non Institutions	E-Voting	8280740	293501	3.5444	293501	0	100	-
	Poll		64952	0.7844	64952	0	100	-
	Total	8280740	358453	4.3288	358453	0	100	-
Total		15600100	7677813	49.2164	7677813	0	100	-

*1/2/21*

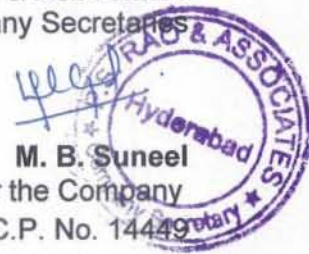


**Item No.8: To consider and approve the appointment of Shri. Rajesh Katragadda (DIN: 02727491) as an Independent Director of the company.**

Resolution required:			Ordinary Resolution					
Whether promoter/ promoter group are interested in the resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 100
Promoter & Promoter Group	E-Voting	7319360	7319360	100	7319360	0	100	-
	Poll		-	-	-	-	-	-
	Total		7319360	7319360	100	7319360	0	100
Public Institutions	E-Voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public Non Institutions	E-Voting	8280740	293501	3.5444	293501	0	100	-
	Poll		64952	0.7844	64952	0	100	-
	Total		8280740	358453	4.3288	358453	0	100
<b>Total</b>		<b>15600100</b>	<b>7677813</b>	<b>49.2164</b>	<b>7677813</b>	<b>0</b>	<b>100</b>	<b>-</b>

Place: Hyderabad  
Date: 01/10/2019

For P.S. Rao & Associates  
Company Secretaries



**M. B. Suneel**  
Scrutinizer for the Company  
C.P. No. 14449