



### Scrutinizer's Report

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

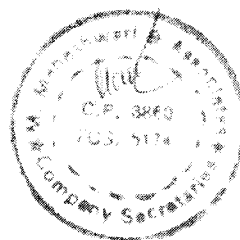
To,  
The Chairman,  
SHAKTI PUMPS (INDIA) LIMITED  
CIN: L29120MP1995PLC009327  
PLOT NO. 401, 402 & 413 SECTOR III  
INDUSTRIAL AREA, PITHAMPUR (M.P.) - 454774

Dear Sir,

**Ref:** 24<sup>th</sup> Annual General Meeting (AGM) of the Equity Shareholders of Shakti Pumps (India) Limited held on the Friday, September 27, 2019 at 12.30 P.M. at Plot No. 401, 402 & 413 Sector III, Industrial Area, Pithampur Dist. Dhar (M.P.) - 454774.

**Subject:** Passing of Resolution(s) through remote electronic voting and Poll at the venue of the AGM, pursuant to Section 108 & 109 of Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44(3) of the SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

1. I, Manish Maheshwari, Practicing Company Secretary, appointed on 12<sup>th</sup> August 2019 by the Board of Directors of SHAKTI PUMPS (INDIA) LIMITED ("the Company") as a Scrutinizer for the purpose of conducting the E-voting process and Poll at venue of the AGM, pursuant to Section 108 & 109 of Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44(3) of the SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015, on the below mentioned resolution(s), passed at the 24<sup>th</sup> Annual General Meeting of the Equity Shareholders of the Company held on Friday, September 27, 2019 at 12.30 P.M. at Plot No. 401, 402 & 413 Sector III, Industrial Area, Pithampur Dist. Dhar (M.P.) - 454774.



2. The Management of the Company is responsible to ensure the compliances with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means on the Resolutions contained in the Notice to the 24<sup>th</sup> Annual General Meeting (AGM) of the members of the Company. My responsibility as a Scrutinizer for the E-voting process and Poll restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions stated below, based on the reports generated from the E-voting system provided by Central Depository Services (India) Limited (CDSL), the authorized agency to provide the E-voting facilities, engaged by the Company.
3. Further to the above, I submit my report as under:
- i. The Company has availed E-voting facility offered by Central Depository Services (India) Limited (CDSL) for conducting E-voting by the shareholders of the Company.
  - ii. The Members of the Company as on the "Cut Off" date i.e. **20<sup>th</sup> September 2019** were entitled to vote on the resolutions (Items Number 1 to 7 as set out in Notice of 24<sup>th</sup> AGM of the Company).
  - iii. The voting period for E-voting commenced on **Tuesday, 24<sup>th</sup> September 2019, 9.00 A.M. and ends on Thursday, 26<sup>th</sup> September 2019 05.00 P.M** and the CDSL E-voting platform was blocked thereafter and the votes cast under E-voting facilities were then unblocked in the presence of two witnesses Ms. Prerna Jain and Ms. Anamika Runwal, who were not in the employment of the Company. They have signed below in confirmation of votes being unblocked in their presence.
  - iv. The Chairman of the Company had suo motto called for a poll to facilitate the members present in the meeting who could not participate in the e-voting to record their votes through the poll process. The Company arranged the facility to vote for Poll at the venue of the AGM. The Poll voting was reconciled with the records maintained by the RTA of the Company and the authorizations/proxies lodged with the company. Thereafter, I as a Scrutinizer duly compiled the details of the e-voting carried out by the Members together with the Poll done at the venue of the AGM.

**The results of the e-voting with that of the voting conduct at venue of the AGM by way of Poll are as under: -**

Details	E-voting	Voting by Poll at the AGM	Total Voting
Number of members who	21	31	52



cast their votes			
Total Number of Shares held by them	33,91,762	76,64,824	1,10,56,586
Valid Votes	As per details provided under each one of the Resolution(s) mentioned hereunder.		
Abstained/ Invalid Votes	NIL		

#### ITEM NO. 1 - ORDINARY RESOLUTION

Adoption of Audited Balance Sheet and Statement of Profit & Loss Account for the year ended March 31, 2019 together with the Reports of the Board of Directors and the Auditors thereon.

Manner of Voting	E- Voting		Voting by Poll at the Venue		TOTAL	
	No.	% age	No.	% age	No.	% age
Votes in favour of the Resolution	33,91,755	100.00	76,64,824	100.00	1,10,56,579	100.00
Votes against the Resolution	7	0.00	0.00	0.00	7	0.00
Abstained /Invalid Votes	0	0.00	0.00	0.00	0.00	0.00
<b>Total</b>	<b>33,91,762</b>	<b>100.00</b>	<b>76,64,824</b>	<b>100.00</b>	<b>1,10,56,586</b>	<b>100.00</b>

#### ITEM NO. 2 - ORDINARY RESOLUTION

Approval of final dividend on Equity Shares of Rs. 5/- per Equity Share of Rs.10/- each of the company for the year ended March 31, 2019.

Manner of Voting	E- Voting		Voting by Poll at the Venue		TOTAL	
	No	% age	No	% age	No	% age
Votes in favour of the Resolution	33,91,755	100.00	76,64,824	100.00	1,10,56,579	100.00
Votes against the Resolution	7	0.00	0.00	0.00	7	0.00
Abstained /Invalid Votes	0	0.00	0.00	0.00	0.00	0.00



Total	33,91,762	100.00	76,64,824	100.00	1,10,56,586	100.00
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**ITEM NO. 3 - ORDINARY RESOLUTION**

To appoint a Director in place of Mr. Sunil Manoharlal Patidar (DIN: 02561763), who retires by rotation at this Annual General Meeting and being eligible offered himself for re-appointment.

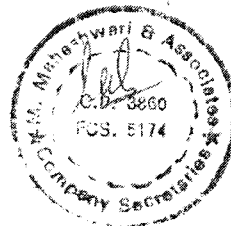
Manner of Voting	E- Voting		Voting by Poll at the Venue		TOTAL	
	No	% age	No	% age	No	% age
Votes in favour of the Resolution	33,91,755	100.00	76,64,824	100.00	1,10,56,586	100.00
Votes against the Resolution	7	0.00	0.00	0.00	7	0.00
Abstained /Invalid Votes	0	0.00	0.00	0.00	0.00	0.00
Total	33,91,762	100.00	76,64,824	100.00	1,10,56,586	100.00

**SPECIAL BUSINESS**

**ITEM NO. 4- SPECIAL RESOLUTION**

Re-Appointment of Mr. Navin Sunderlal Patwa (DIN: 01009404), Independent Director of the Company for a Second Term of 5 (five) consecutive years, commencing from 31<sup>st</sup> July, 2019 to 30<sup>th</sup> July, 2024.

Manner of Voting	E- Voting		Voting by Poll at the Venue		TOTAL	
	No	% age	No	% age	No	% age
Votes in favour of the Resolution	33,91,762	100.00	76,64,824	100.00	1,10,56,586	100.00
Votes against the Resolution	0	0	0.00	0.00	0	0.00
Abstained /Invalid Votes	0	0	0.00	0.00	0.00	0.00
Total	33,91,762	100.00	76,64,824	100.00	1,10,56,586	100.00



**ITEM NO. 5 - ORDINARY RESOLUTION**

Regularization of Mr. Keyur Bipinchandra Thaker (DIN: 08474827) as an Additional Independent Director of the Company to hold office for a term of upto 5 (five) consecutive years with effect from 11th June, 2019 to 10th June, 2024.

Manner of Voting	E- Voting		Voting by Poll at the Venue		TOTAL	
	No	% age	No	% age	No	% age
Votes in favour of the Resolution	33,91,762	100.00	76,64,824	100.00	1,10,56,586	100.00
Votes against the Resolution	0	0	0.00	0.00	0	0.00
Abstained /Invalid Votes	0	0	0.00	0.00	0.00	0.00
<b>Total</b>	<b>33,91,762</b>	<b>100.00</b>	<b>76,64,824</b>	<b>100.00</b>	<b>1,10,56,586</b>	<b>100.00</b>

**ITEM NO. 6 - SPECIAL RESOLUTION**

Ratification of Remuneration payable to of M/s. M. P. Turakhia & Associates, Cost Accountants (Firm Registration No. 000417) appointed as Cost Auditor of the Company for the year 2019-20.

Manner of Voting	E- Voting		Voting by Poll at the Venue		TOTAL	
	No	% age	No	% age	No	% age
Votes in favour of the Resolution	33,91,745	100.00	76,64,824	100.00	1,10,56,569	100.00
Votes against the Resolution	17	0	0.00	0.00	17	0.00
Abstained /Invalid Votes	0	0	0.00	0.00	0.00	0.00
<b>Total</b>	<b>33,91,762</b>	<b>100.00</b>	<b>76,64,824</b>	<b>100.00</b>	<b>1,10,56,586</b>	<b>100.00</b>



**ITEM NO. 7-SPECIAL RESOLUTION**

Revision of remuneration of Mr. Dinesh Patidar (DIN:00549552) Chairman & Managing Director from 01<sup>st</sup> September 2019 till 31<sup>st</sup> August, 2021.

Manner of Voting	E- Voting		Voting by Poll at the Venue		TOTAL	
	No	% age	No	% age	No	% age
Votes in favour of the Resolution	33,91,729	100.00	41,33,336*	100.00	75,25,065	100.00
Votes against the Resolution	33	0	0.00	0.00	33	0.00
Abstained /Invalid Votes	0	0	0.00	0.00	0.00	0.00
<b>Total</b>	<b>33,91,762</b>	<b>100.00</b>	<b>41,33,336</b>	<b>100.00</b>	<b>75,25,098</b>	<b>100.00</b>

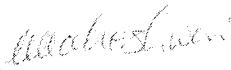
\*Mr. Dinesh Patidar is interested in the above

4. I hereby confirm that I am maintaining the Registers received from the RTA and electronic voting data received from the Service Provider, in respect of the votes cast through e- voting. The electronic data and all other relevant records relating to e- voting is under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approve and signs the minutes of the AGM.

  
Ms. Purna Jain

  
Ms. Anamika Runwal

Thanking you,  
Yours Faithfully,

  
Scrutinizer  
Name: Manish Maheshwari  
Practicing Company Secretary  
FCS: 5174; CP: 3860



Place: Indore  
Date: 28.09.2019