

# ADOR WELDING LIMITED



REGD. & CORPORATE OFFICE  
Ador House, 6, K. Dubash Marg, Fort,  
Mumbai - 400 001-16 India. G.P.O. Box No. 1546  
Phone : (022) 2284 2525 / 6623 9300  
Fax : (022) 2287 3083 Email: cmo@adorians.com  
Website : www.adorwelding.com  
Corporate Identity No: L70100MH1951PLC008647

AWL/SEC/SE/2019-20

27<sup>th</sup> July, 2019

**BSE LTD.**

Phiroze Jeejeebhoy Towers,  
01<sup>st</sup> Floor, Dalal Street,  
Fort,  
Mumbai - 400 023.

**NATIONAL STOCK EXCHANGE OF INDIA LTD.**

Exchange Plaza, C - 1, Block G,  
Bandra-Kurla Complex,  
Bandra (East),  
Mumbai - 400 051.

**Company Scrip Code: 517041**

**Company Scrip Code: ADORWELD**

Dear Sirs,

**Sub: Outcome of the 66<sup>th</sup> Annual General Meeting (AGM)**

We wish to inform you that 66<sup>th</sup> Annual General Meeting (AGM) of our Company was held on Friday, 26<sup>th</sup> July, 2019 commenced at 11:00 am and concluded at 02:15 pm. In the said meeting, the business mentioned in the Notice of the AGM dated 16<sup>th</sup> May, 2019 was transacted.

In view of above please find enclosed herewith the following:-

1. Voting results of the business transacted at the said AGM, as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015, as **Annexure I.**
2. Report of the Scrutinizer dated 27<sup>th</sup> July, 2019 pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014 as **Annexure II.**

The above documents are also being uploaded on the Company's website at [www.adorwelding.com](http://www.adorwelding.com).

We hereby request you to take this on record and acknowledge its receipt.

Thanking you,

Yours Sincerely,  
For **ADOR WELDING LIMITED**

V. M. BHIDE  
**COMPANY SECRETARY**

**Encl.:** As above



Ador Welding Limited								
Resolution Required : (Ordinary)			1 - To consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March, 2019 together with the Reports of the Board of Directors and the Auditors thereon.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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	7711097	7711077	99.9997	7711077	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>7711077</b>	<b>99.9997</b>	<b>7711077</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	2174873	1725701	79.3472	1725701	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>1725701</b>	<b>79.3472</b>	<b>1725701</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	3712497	2787	0.0751	2784	3	99.8924	0.1076
	Poll		717	0.0193	717	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>3504</b>	<b>0.0944</b>	<b>3501</b>	<b>3</b>	<b>99.9144</b>	<b>0.0856</b>
<b>Total</b>		<b>13598467</b>	<b>9440282</b>	<b>69.4217</b>	<b>9440279</b>	<b>3</b>	<b>100.0000</b>	<b>0.0000</b>



## Ador Welding Limited

Resolution Required : (Ordinary)		2 - To consider and adopt the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2019 together with the Report of the Auditors thereon.						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
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	7711097	7711077	99.9997	7711077	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>7711077</b>	<b>99.9997</b>	<b>7711077</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	2174873	1725701	79.3472	1725701	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>1725701</b>	<b>79.3472</b>	<b>1725701</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	3712497	2787	0.0751	2784	3	99.8924	0.1076
	Poll		717	0.0193	717	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>3504</b>	<b>0.0944</b>	<b>3501</b>	<b>3</b>	<b>99.9144</b>	<b>0.0856</b>
<b>Total</b>		<b>13598467</b>	<b>9440282</b>	<b>69.4217</b>	<b>9440279</b>	<b>3</b>	<b>100.0000</b>	<b>0.0000</b>



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## Ador Welding Limited

3 - To declare Dividend on Equity Shares for the Financial Year ended 31st March, 2019.

Resolution Required : (Ordinary)

Whether promoter/ promoter group are interested in the agenda/resolution?

No

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
Promoter and Promoter Group	E-Voting	7711097	7711077	99.9997	7711077	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>7711077</b>	<b>99.9997</b>	<b>7711077</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	2174873	1725701	79.3472	1725701	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>1725701</b>	<b>79.3472</b>	<b>1725701</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	3712497	2787	0.0751	2784	3	99.8924	0.1076
	Poll		717	0.0193	717	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>3504</b>	<b>0.0944</b>	<b>3501</b>	<b>3</b>	<b>99.9144</b>	<b>0.0856</b>
<b>Total</b>		<b>13598467</b>	<b>9440282</b>	<b>69.4217</b>	<b>9440279</b>	<b>3</b>	<b>100.0000</b>	<b>0.0000</b>



## Ador Welding Limited

Resolution Required : (Ordinary)		4 - Re-appointment of Mrs. N. Malkani Nagpal (DIN: 00031985) as the Whole - Time Director, who retires by rotation.						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
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	7711097	7711077	99.9997	7711077	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>7711077</b>	<b>99.9997</b>	<b>7711077</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	2174873	1725701	79.3472	1725701	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>1725701</b>	<b>79.3472</b>	<b>1725701</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	3712497	2787	0.0751	2784	3	99.8924	0.1076
	Poll		717	0.0193	717	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>3504</b>	<b>0.0944</b>	<b>3501</b>	<b>3</b>	<b>99.9144</b>	<b>0.0856</b>
<b>Total</b>		<b>13598467</b>	<b>9440282</b>	<b>69.4217</b>	<b>9440279</b>	<b>3</b>	<b>100.0000</b>	<b>0.0000</b>




### Ador Welding Limited

<b>Resolution Required : (Ordinary)</b>			5 - Re-appointment of Mr. A. T. Malkani (DIN: 01585637) as the Non-Executive Director, who retires by rotation.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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	7711097	7711077	99.9997	7711077	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>7711077</b>	<b>99.9997</b>	<b>7711077</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	2174873	1725701	79.3472	1725701	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>1725701</b>	<b>79.3472</b>	<b>1725701</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	3712497	2787	0.0751	2784	3	99.8924	0.1076
	Poll		717	0.0193	717	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>3504</b>	<b>0.0944</b>	<b>3501</b>	<b>3</b>	<b>99.9144</b>	<b>0.0856</b>
<b>Total</b>		<b>13598467</b>	<b>9440282</b>	<b>69.4217</b>	<b>9440279</b>	<b>3</b>	<b>100.0000</b>	<b>0.0000</b>



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## Ador Welding Limited

Resolution Required : (Ordinary)		6 - Ratification of remuneration payable to M/s. Kishore Bhatia & Associates, Cost Accountants, Mumbai, as the Cost Auditors, for FY 2019-20.						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
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	7711097	7711077	99.9997	7711077	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>7711077</b>	<b>99.9997</b>	<b>7711077</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	2174873	1725701	79.3472	1725701	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>1725701</b>	<b>79.3472</b>	<b>1725701</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	3712497	2787	0.0751	2784	3	99.8924	0.1076
	Poll		717	0.0193	717	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>3504</b>	<b>0.0944</b>	<b>3501</b>	<b>3</b>	<b>99.9144</b>	<b>0.0856</b>
<b>Total</b>		<b>13598467</b>	<b>9440282</b>	<b>69.4217</b>	<b>9440279</b>	<b>3</b>	<b>100.0000</b>	<b>0.0000</b>



**Ador Welding Limited**

7 - Re-appointment of Ms. Aruna B. Advani (DIN: 00029256) as the Executive Chairman of the Company.

Resolution Required : (Special)

Whether promoter/ promoter group are interested in the agenda/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 and Promoter Group	E-Voting	7711097	7415597	96.1679	7415597	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>7415597</b>	<b>96.1679</b>	<b>7415597</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	2174873	1725701	79.3472	1725701	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>1725701</b>	<b>79.3472</b>	<b>1725701</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	3712497	2787	0.0751	2784	3	99.8924	0.1076
	Poll		717	0.0193	717	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>3504</b>	<b>0.0944</b>	<b>3501</b>	<b>3</b>	<b>99.9144</b>	<b>0.0856</b>
<b>Total</b>		<b>13598467</b>	<b>9144802</b>	<b>67.2488</b>	<b>9144799</b>	<b>3</b>	<b>100.0000</b>	<b>0.0000</b>



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## Ador Welding Limited

Resolution Required : (Special)		8 - Re-appointment of Mr. P. K. Gupta (DIN: 00963094) as an Independent Director of the Company.						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
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
Promoter and Promoter Group	E-Voting	7711097	7711077	99.9997	7711077	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>7711077</b>	<b>99.9997</b>	<b>7711077</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	2174873	1725701	79.3472	1725701	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>1725701</b>	<b>79.3472</b>	<b>1725701</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	3712497	2787	0.0751	2784	3	99.8924	0.1076
	Poll		717	0.0193	717	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>3504</b>	<b>0.0944</b>	<b>3501</b>	<b>3</b>	<b>99.9144</b>	<b>0.0856</b>
<b>Total</b>		<b>13598467</b>	<b>9440282</b>	<b>69.4217</b>	<b>9440279</b>	<b>3</b>	<b>100.0000</b>	<b>0.0000</b>



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## Ador Welding Limited

Resolution Required : (Special) 9 - Re-appointment of Mr. R. N. Sapru (DIN: 02332414) as an Independent Director of the Company.

Whether promoter/ promoter group are interested in the agenda/resolution? No

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
Promoter and Promoter Group	E-Voting	7711097	7711077	99.9997	7711077	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>7711077</b>	<b>99.9997</b>	<b>7711077</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	2174873	1725701	79.3472	1725701	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>1725701</b>	<b>79.3472</b>	<b>1725701</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	3712497	2787	0.0751	2784	3	99.8924	0.1076
	Poll		717	0.0193	717	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>3504</b>	<b>0.0944</b>	<b>3501</b>	<b>3</b>	<b>99.9144</b>	<b>0.0856</b>
<b>Total</b>		<b>13598467</b>	<b>9440282</b>	<b>69.4217</b>	<b>9440279</b>	<b>3</b>	<b>100.0000</b>	<b>0.0000</b>



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**Ador Welding Limited**

Resolution Required : (Special)		10 - Re-appointment of Mr. K. Digvijay Singh (DIN: 00004607) as an Independent Director of the Company.						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
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	7711097	7711077	99.9997	7711077	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>7711077</b>	<b>99.9997</b>	<b>7711077</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	2174873	1725701	79.3472	1725701	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>1725701</b>	<b>79.3472</b>	<b>1725701</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	3712497	2540	0.0684	2290	250	90.1575	9.8425
	Poll		717	0.0193	717	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>3257</b>	<b>0.0877</b>	<b>3007</b>	<b>250</b>	<b>92.3242</b>	<b>7.6758</b>
<b>Total</b>		<b>13598467</b>	<b>9440035</b>	<b>69.4198</b>	<b>9439785</b>	<b>250</b>	<b>99.9974</b>	<b>0.0026</b>



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## Ador Welding Limited

Resolution Required : (Special)		11 - Re-appointment of Mr. G. M. Lalwani (DIN: 06928792) as an Independent Director of the Company.						
Whether promoter/ promoter group are interested in the agenda/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
	Poll	0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot	0	0.0000	0	0	0.0000	0.0000	
	<b>Total</b>	<b>7711077</b>	<b>99.9997</b>	<b>7711077</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	
Public Institutions	E-Voting	2174873	1725701	79.3472	1725701	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>1725701</b>	<b>79.3472</b>	<b>1725701</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	3712497	2777	0.0748	2774	3	99.8920	0.1080
	Poll		717	0.0193	717	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>3494</b>	<b>0.0941</b>	<b>3491</b>	<b>3</b>	<b>99.9141</b>	<b>0.0859</b>
<b>Total</b>		<b>13598467</b>	<b>9440272</b>	<b>69.4216</b>	<b>9440269</b>	<b>3</b>	<b>100.0000</b>	<b>0.0000</b>



B

## Ador Welding Limited

Resolution Required : (Special) 12 - Re-appointment of Mr. S. G. Mirchandani (DIN: 01179921) as an Independent Director of the Company.

Whether promoter/ promoter group are interested in the agenda/resolution? No

Category	Mode of Voting	No. of shares held	No. of votes	% of Votes Polled	No. of Votes	No. of Votes	% of Votes in	% of Votes against
			polled	on outstanding shares	- in favour	-Against	favour on votes polled	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	7711097	7711077	99.9997	7711077	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>7711077</b>	<b>99.9997</b>	<b>7711077</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	2174873	1725701	79.3472	1725701	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>1725701</b>	<b>79.3472</b>	<b>1725701</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	3712497	2787	0.0751	2784	3	99.8924	0.1076
	Poll		717	0.0193	717	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>3504</b>	<b>0.0944</b>	<b>3501</b>	<b>3</b>	<b>99.9144</b>	<b>0.0856</b>
<b>Total</b>		<b>13598467</b>	<b>9440282</b>	<b>69.4217</b>	<b>9440279</b>	<b>3</b>	<b>100.0000</b>	<b>0.0000</b>



*(Handwritten Signature)*

## Ador Welding Limited

Resolution Required : (Special)		13 - Payment of commission to the Non-Executive Directors.						
Whether promoter/ promoter group are interested in the agenda/resolution?		Yes						
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	7711097	7577757	98.2708	7577757	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>7577757</b>	<b>98.2708</b>	<b>7577757</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	2174873	1725701	79.3472	1725701	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>1725701</b>	<b>79.3472</b>	<b>1725701</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	3712497	2777	0.0748	2764	13	99.5319	0.4681
	Poll		717	0.0193	717	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>3494</b>	<b>0.0941</b>	<b>3481</b>	<b>13</b>	<b>99.6279</b>	<b>0.3721</b>
<b>Total</b>		<b>13598467</b>	<b>9306952</b>	<b>68.4412</b>	<b>9306939</b>	<b>13</b>	<b>99.9999</b>	<b>0.0001</b>



S

**Scrutinizers' Report- Combined**  
**(Consolidated Report of Scrutinizers on remote e-voting and voting by poll at the 66<sup>th</sup> Annual General Meeting)**

To,  
The Company Secretary  
66<sup>th</sup> Annual General Meeting of the Members of  
**Ador Welding Limited**  
Ador House, 6, K. Dubash Marg, Fort,  
Mumbai - 400 001

Dear Sir,

**Re: Combined Scrutinizers' Report on remote e-voting and voting by poll in terms of provisions of the Companies Act, 2013 read with Rules made thereunder, Secretarial Standards-2 on General Meetings and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for 66<sup>th</sup> Annual General Meeting (AGM) of the Members of Ador Welding Limited held on Friday, July 26<sup>th</sup>, 2019 at 11.00 a.m. at Walchand Hirachand Hall, Indian Merchants' Chamber, Churchgate, Mumbai-400 020**

1. I, Hemanshu Kapadia, Proprietor of M/s. Hemanshu Kapadia & Associates, Mumbai, Practising Company Secretary, have been appointed as the Scrutinizer by the Board of Directors of Ador Welding Limited ("the Company") at their meeting held on May 16<sup>th</sup> May, 2019 for scrutinizing the remote e-voting process pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 ("the Rules"), the Secretarial Standards- 2 ("SS-2") on General Meetings issued by the Institute of Company Secretaries of India and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. The Company had availed the remote e-voting facility provided by National Securities Depository Services Limited ("NSDL") for conducting the remote e-voting by the Members of the Company. The remote e-voting commenced from Tuesday, 23<sup>rd</sup> July, 2019 (at 9:00 am IST) and ended on Thursday, 25<sup>th</sup> July, 2019 (at 5:00 pm IST) and the NSDL remote e-voting platform was blocked thereafter.
3. On the basis of the votes exercised by the Members of the Company through remote e-voting, I have issued separate Scrutinizer's Report dated 27<sup>th</sup> July, 2019 on the remote e-voting.
4. Under the provisions of Section 109 of the Act read with Rule 21 of the Companies (Management and Administration) Rules, 2014 and in terms of SS - 2, the Chairperson in the 66<sup>th</sup> Annual General Meeting (AGM) appointed us, namely, Mr. Hemanshu Kapadia, Proprietor of Hemanshu Kapadia & Associates, Practising Company Secretaries, and Mr. Raghunath Atmaram Sarvankar, Member of Ador Welding Limited having DP-Client Id 12071600-00012986 as the Scrutinizers to conduct the Poll process in a fair and transparent



manner on all the resolutions provided in the notice of the 66<sup>th</sup> AGM of the Members of the Company.

5. On the basis of the votes cast by the Members through poll, we have issued separate Scrutinizer's Report dated 27<sup>th</sup> July 2019 on the poll taken on the resolutions provided in the notice of the 66<sup>th</sup> AGM.
6. As requested by the Management, we submit herewith our combined report on the result of remote e-voting together with that of Poll as under with brief description of resolutions. Kindly refer the notice of 66<sup>th</sup> AGM of the Company for the complete details of resolutions:-

Items of Notice	No. of votes cast in favour	No. of votes cast against	No. of invalid votes cast	% of votes cast in favour*	% of votes cast against *
<b>A. Ordinary Business:</b>					
1. To consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended 31 <sup>st</sup> March, 2019 together with Reports of the Board of Directors' and the Auditors thereon. <b>(Ordinary Resolution)</b>	9440279	3	1	100.00	0.00
2. To consider and adopt the Audited-Consolidated Financial Statements of the Company for the Financial Year ended 31 <sup>st</sup> March, 2019 together with the Report of the Auditors thereon. <b>(Ordinary Resolution)</b>	9440279	3	1	100.00	0.00
3. To declare Dividend on Equity Shares for the Financial Year ended 31 <sup>st</sup> March, 2019. <b>(Ordinary Resolution)</b>	9440279	3	1	100.00	0.00
4. To appoint a Director in place of Mrs. N. Malkani Nagpal (DIN: 00031985), who retires by rotation and being eligible, offers herself for re-appointment. <b>(Ordinary Resolution)</b>	9440279	3	1	100.00	0.00
5. To appoint a Director in place of Mr. A. T. Malkani (DIN: 01585637),	9440279	3	1	100.00	0.00





who retires by rotation and being eligible, offers himself for re-appointment. (Ordinary Resolution)					
<b>B. Special Business:</b>					
6. Ratification of remuneration payable to M/s. Kishore Bhatia & Associates, Cost Accountants, Mumbai as Cost Auditors for the Financial Year 2019-20. (Ordinary Resolution)	9440279	3	1	100.00	0.00
7.Re- appointment of Ms. Aruna B. Advani (DIN: 00029256) as the Executive Chairman of the Company.(Special Resolution)	9144799	3	295481	100.00	0.00
8. Re-appointment of Mr. P. K. Gupta (DIN: 00963094) as an Independent Director of the Company (Special Resolution)	9440279	3	1	100.00	0.00
9.Re-appointment of Mr. R. N. Sapru (DIN: 02332414) as an Independent Director of the Company (Special Resolution)	9440279	3	1	100.00	0.00
10. Re-Appointment of Mr. K. Digvijay Singh (DIN: 00004607) as an Independent Director of the Company(Special Resolution)	9439785	250	1	100.00	0.00
11. Re-Appointment of Mr. Gaurav Mohan Lalwani (DIN: 06928792) as an Independent Director of the Company(Special Resolution)	9440269	3	11	100.00	0.00
12. Re-Appointment of Mr. Sasha GuluMirchandani (DIN: 01179921) as an Independent Director of the Company(Special Resolution)	9440279	3	1	100.00	0.00
13. Payment Of Commission to the Nonexecutive Directors(Special Resolution)	9306939	13	133331	100.00	0.00

*\*The invalid votes are not considered for the purpose of calculating the percentage.  
Note: Percentage calculated has been rounded off upto two decimals.*

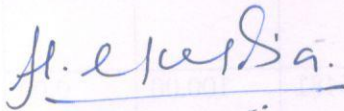
7. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means and poll on all the resolutions contained in the Notice of the 66<sup>th</sup>AGM of the Members of the Company. Our responsibility as scrutinizers for the e-voting process and for poll at the 66<sup>th</sup>AGM is restricted to make a Scrutinizers' Report of the votes casted "in



favour" or "against" the resolutions stated in the said notice, based on the report generated from the e-voting system provided by NSDL, the authorized agency engaged by the Company to provide e-voting facilities and M/s. Sharex Dynamic (India) Private Limited (Registrar and Share Transfer Agent) at the time of poll taken at the 66<sup>th</sup> AGM.

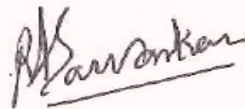
Thanking you,

Yours faithfully,  
For Hemanshu Kapadia & Associates  
Practicing Company Secretaries



Hemanshu Kapadia  
Proprietor  
Scrutinizer for e-voting and poll  
C.P. No.: 2285; FCS No: 3477

Date: 27<sup>th</sup> July 2019  
Place: Mumbai



Raghunath Atmaram Sarvankar  
Member  
Scrutinizer for Poll  
DP-Client Id 12071600-00012986

Acknowledge receipt of the same  
For Ador Welding Limited,



V. M. Bhide  
Company Secretary  
FCS No: 5063  
Date: 27<sup>th</sup> July 2019  
Place: Mumbai

