



CONSOLIDATED SCRUTINIZER'S REPORT

**The Chairman of
13th Annual General Meeting
of the Equity Shareholders of
Shivam Autotech Limited (the Company)
held on 29th September, 2018 at
Tivoli Garden Resort, Near Chattarpur Mandir,
Chattarpur Road, New Delhi-110074**

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 Board resolution dated 13th August, 2018, as the Scrutinizer to conduct the remote e-voting and poll process in respect of the resolutions contained in the notice of 13th Annual General Meeting of the members of the Company, held on 29th September, 2018 at Tivoli Garden Resort, Near Chattarpur Mandir, Chattarpur Road, New Delhi-110074.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to remote e-voting and Poll on the resolutions contained in the notice to the 13th Annual General Meeting (AGM) of the members of the Company. Our responsibility as a scrutinizer for the remote e-voting process and for poll is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions contained in the notice to the 13th Annual General Meeting (AGM), based on the reports generated from remote e-voting system provided by Central Depository Services (India) Limited(CDSL), the authorized agency to provide remote e-voting facilities, engaged by the Company and also at the time of Poll based on the records provided by the Registrar and Transfer Agents-MCS Share Transfer Agent Limited, New Delhi at the AGM.

In respect of remote e-voting process conducted under my supervision, I hereby report as under:

- i) In accordance with the notice of the 13th Annual General Meeting sent to members and in terms of "Advertisement" published as per Rule 20 (4)(v) of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Rules, 2015, on



5th September, 2018 in 'The Business Standard' (English and Hindi), the remote e-voting period remained open from Wednesday, 26th September, 2018 (9.00 a.m.) to Friday, 28th September, 2018 (5.00 p.m.)

- ii) The members of the Company as on the "cut off" date i.e. 22nd September, 2018 were entitled to vote on the resolutions (Items No. 1 to 5 as set out in the Notice of the 13th Annual General Meeting of the Company).
- iii) The remote e-voting process was blocked at 5.00 p.m. on Friday, 28th September, 2018.
- iv) The votes cast through remote e-voting process were unblocked on 29th September, 2018 after the conclusion of Annual General Meeting in the presence of two witnesses, Mr. Rajender Kumar Grover and Mr. Jagmohan Singh who are not in the employment of the Company and who witness to the unblocking of votes.
- v) Thereafter, the detail containing *inter-alia*, list of equity Shareholders who voted "for", "against" the each resolutions that were put to vote, was generated from e-voting website of Central Depository Services (India) Limited (<https://www.evotingindia.com>) .

At the Annual General meeting held on 29th September, 2018 the Chairman of the Annual General Meeting (AGM) had provided polling papers to enable those shareholders who had not casted their votes by the remote e-voting facility in respect of resolutions (Items No. 1 to 5 as set out in the Notice of the 13th Annual General Meeting of the Company), to cast their vote at the said AGM. I was appointed as the Scrutinizer to conduct the poll procedure at the said AGM.

In respect of the poll process conducted under my supervision, I hereby report that:

The poll box containing the poll papers was unblocked after the conclusion of the AGM in presence of Mr. Rajender Kumar Grover and Mr. Jagmohan Singh who are not employees of the Company. The votes were counted and the results of the poll were prepared in the presence of the aforesaid shareholders and were also countersigned by them as witnesses.



I hereby state that I have recorded details of all the votes by the shareholders through, remote e-voting and by poll and have also checked and verified the same. I have also carried out full count of the votes.

I hereby report the consolidated results of the votes cast by the shareholders through remote e-voting and by poll as under:

Item No. 1

Ordinary Resolution to receive, consider and adopt the audited Balance Sheet as at March 31, 2018, the Statement of Profit & Loss and Cash Flow Statement for the financial year ended on that date and the Reports of the Board of Directors and Auditors thereon

Particulars	Number of			Number of votes cast in			Percentage
	E-Voting	Poll at AGM	Total	E-Voting	Poll at AGM	Total	
Assent	33	47	80	1933877	74798868	76732745	100.00
Dissent	0	0	0	0	0	0	0
Total	33	47	80	1933877	74798868	76732745	100.00

Accordingly, out of total 76732745, E- Votes and Votes Polled at AGM; 76732745 Votes were cast **ASSENTING** to the Ordinary Resolution constituting 100% and Nil Vote was cast **DISSENTING** to the Ordinary Resolution constituting 0% of the votes polled on the **Ordinary Resolution**.

Thus, the **Ordinary Resolution** as contained in Item No. 1 of Notice of the Annual General Meeting passed with requisite majority.

Item No. 2

Ordinary Resolution for the appointment of director in place of Dr. Anil Kumar Gupta (DIN 02643623), who retires by rotation and being eligible has offered himself for re-appointment

Particulars	Number of			Number of votes cast in			Percentage
	E-Voting	Poll at AGM	Total	E-Voting	Poll at AGM	Total	
Assent	31	47	78	1933832	74798868	76732700	99.999
Dissent	2	0	2	45	0	45	00.001
Total	33	47	80	1933877	74798868	76732745	100.000

Accordingly, out of total 76732745, E- Votes and Votes Polled at AGM; 76732700 Votes were cast **ASSENTING** to the Ordinary Resolution constituting 99.999% and 45 Votes were cast **DISSENTING** to the Ordinary Resolution constituting 0.001 % of the votes polled on the **Ordinary Resolution**.

Thus, the **Ordinary Resolution** as contained in Item No. 2 of Notice of the Annual General Meeting passed with requisite majority



Item No. 3

Ordinary Resolution for the appointment of director in place of Mrs. Charu Munjal (DIN 03094545), who retires by rotation and being eligible has offered herself for re-appointment

Particulars	Number of			Number of votes cast in			Percentage
	E-Voting	Poll at AGM	Total	E-Voting	Poll at AGM	Total	
Assent	30	47	77	1933742	74798868	76732610	99.999
Dissent	3	0	3	135	0	135	00.001
Total	33	47	80	1933877	74798868	76732745	100.000

Accordingly, out of total 76732745, E- Votes and Votes Polled at AGM; 76732610 Votes were cast **ASSENTING** to the Ordinary Resolution constituting 99.999% and 135 Votes were cast **DISSENTING** to the Ordinary Resolution constituting 0.001% of the votes polled on the **Ordinary Resolution**.

Thus, the **Ordinary Resolution** as contained in Item No. 3 of Notice of the Annual General Meeting passed with requisite majority.

Item No. 4

Ordinary Resolution for Re-appointment of Mrs. Charu Munjal (DIN 03094545), as Whole Time Director of the Company

Particulars	Number of			Number of votes cast in			Percentage
	E-Voting	Poll at AGM	Total	E-Voting	Poll at AGM	Total	
Assent	31	47	78	1933744	74798868	76732612	99.999
Dissent	2	0	2	133	0	133	00.001
Total	33	47	80	1933877	74798868	76732745	100.000

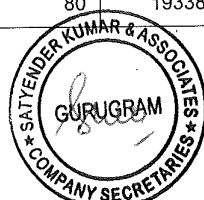
Accordingly, out of total 76732745, E- Votes and Votes Polled at AGM; 76732612 Votes were cast **ASSENTING** to the Ordinary Resolution constituting 99.999% and 133 Votes were cast **DISSENTING** to the Ordinary Resolution constituting 0.001% of the votes polled on the **Ordinary Resolution**.

Thus, the **Ordinary Resolution** as contained in Item No. 4 of Notice of the Annual General Meeting passed with requisite majority.

Item No. 5

Ordinary Resolution for Re-appointment and revision in the remuneration of Dr. Anil Kumar Gupta (DIN 02643623), Whole Time Director of the Company.

Particulars	Number of			Number of votes cast in			Percentage
	E-Voting	Poll at AGM	Total	E-Voting	Poll at AGM	Total	
Assent	31	47	78	1933744	74798868	76732612	99.999
Dissent	2	0	2	133	0	133	00.001
Total	33	47	80	1933877	74798868	76732745	100.000



SATYENDER KUMAR & ASSOCIATES

Accordingly, out of total 76732745, E- Votes and Votes Polled at AGM; 76732612 Votes were cast **ASSENTING** to the Ordinary Resolution constituting 99.999% and 133 Votes were cast **DISSENTING** to the Ordinary Resolution constituting 0.001% of the votes polled on the **Ordinary Resolution**.

Thus, the **Ordinary Resolution** as contained in Item No. 5 of Notice of the Annual General Meeting passed with requisite majority.

Besides above, there were 5 (Five) invalid votes (One of E-Voting and Four of Poll Papers)

All the relevant records of remote e-voting and poll papers will remain in my safe custody until the Chairman considers, approves and signs the minutes of the 13th Annual General Meeting and same shall be handed over thereafter to the Chairman/Company Secretary for safe keeping.

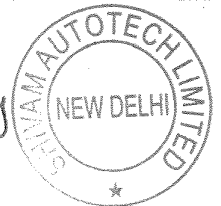
Thanking you,
Yours Sincerely

For SATYENDER KUMAR & ASSOCIATES

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



Countersigned by
For Shivam Autotech Ltd
Shivam
Kalra
Company Secretary
M.No. 25097



Place: New Delhi
Date: September 29, 2018