

Date: September 29, 2018

The National Stock Exchange of India Ltd.
"Exchange Plaza" Bandra Kurla Complex,
Bandra East,
Mumbai – 400 051

(Scrip Code – SHIVAMAUTO)

The BSE Limited
Phiroje Jeejeebhoy Towers
Dalal Street Fort
Mumbai – 400 001

(Scrip Code – 532776)

Subject: Intimation of proceedings of 13th Annual General Meeting, Voting results as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015 and Consolidated Scrutinizer's Report.

Dear Sir,

This is in reference to the above mentioned subject; please find enclosed herewith the following documents for your record:

1. Intimation of proceedings of 13th Annual General Meeting held on Saturday, September 29, 2018 and voting results as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015.
2. Consolidated Scrutinizer's Report.

Kindly take the above information on your records and oblige.

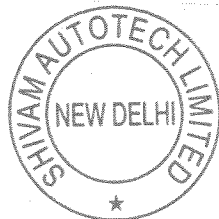
Thanking you.

Yours truly,

For SHIVAM AUTOTECH LIMITED

Shivani Kakkar

Shivani Kakkar
Company Secretary
M. No. 25097



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FAX : +91 124 49242116 E-mail : admn@shivamautotech.com

REGISTERED OFFICE : 303, 3rd Floor, Square One Mall, Saket, New Delhi - 110017
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E-mail : admn@shivamautotech.com Website : www.shivamautotech.com
CIN No : L34300DL200SPLC139163

ISO / ITS 16949
ISO 14001
OHSAS 18001



DNV

CERTIFIED FIRM

A. DETAILS OF THE PROCEEDINGS OF THE 13TH ANNUAL GENERAL MEETING

The 13th Annual General Meeting of the Members of Shivam Autotech Limited was held on Saturday, the 29th day of September 2018 at 11:30 A.M. at Tivoli Garden Resort, Near Chattarpur Mandir, Chattarpur Road, New Delhi - 110074.

S. No.	Particulars	Details	
		Date of AGM	September 29, 2018
1		Mr. Sunil Kant Munjal Mr. Surrinder Lal Kapur Mr. Bhagwan Dass Narang Mr. Neeraj Munjal Mrs. Charu Munjal Dr. Anil Kumar Gupta	Chairman & Non- Executive Director Chairman of Audit Committee Chairman of Stakeholders Relationship Committee Managing Director Whole Time Director Whole Time Director
2	Director's Present:	Mr. Davendra Ujlayan Ms. Shivani Kakkar Mr. Ritesh Shandilya Mr. Satyender Kumar	Chief Financial Officer Company Secretary Authorized representative of NSBP & Co., Statutory Auditor Secretarial Auditor of the Company
3	In attendance:		
4	Members present: In person (including representatives): In proxy:	1 137	
5	Total No. of shareholders on record date		Total no. of shareholders as on Cut-off date i.e. September 22, 2018 are 27705

Mr. Sunil Kant Munjal, Chairman welcomed the attendees'. The requisite quorum being present, the meeting was called to order. He stated that the Annual Report 2017-18 along with Notice of AGM has been posted / e-mailed, to all the shareholders of the Company. The Annual Report, the statutory registers and other documents as referred in the AGM Notice were available for inspection by the members at the Annual General Meeting.

He introduced the directors and officers sitting on the dais. The members were informed that Mr. Vinayshil Gautam, Independent Director of the Company could not be present at the AGM due to his personal exigencies. The Chairman further informed the members that the Chairman of the Audit Committee, Chairman of Nomination and Remuneration Committee and Chairman of Stakeholders Relationship Committee were present at the AGM. With the permission of the members present, the notice convening the 13th Annual General Meeting, Board's Report and related documents were taken as read. The Chairman addressed the Members about the significant developments of the Company. The members were informed that there are no qualifications, observations, comments, disclaimer or other remarks in the Auditor's Report, which have any adverse effect on the functioning of the Company. Thereafter the Chairman invited queries / clarifications from the shareholders, which were duly answered and the shareholders expressed satisfaction on the performance of the Company.

The Chairman informed that in compliance with the provisions of Companies Act, 2013 read with the rules made thereunder including the statutory modifications or re-enactments thereof and SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, every listed Company has to



mandatorily provide the remote e-voting facility to its shareholders. Accordingly, the Company had entered into an agreement with Central Depository Systems Limited (CDSL) for availing e-voting facility.

The remote e-voting period was scheduled from September 26, 2018 (9:00 a.m.) to September 28, 2018 (5:00 p.m.) for all the resolutions set forth in the AGM notice. The members present at the AGM and who have not cast their votes electronically were provided an opportunity to cast their vote through polling / ballot paper.

The members were informed that the Board of Directors has appointed Mr. Satyender Kumar, (Membership No. FCS4087), Satyender Kumar & Associates, Company Secretaries as Scrutinizer to conduct the electronic and physical voting in a fair and transparent manner.

The Chairman then briefed the objectives and implications of the Ordinary and Special businesses set out in the AGM Notice. The businesses considered at the AGM, the type of resolution, the mode of voting and the status of the resolutions are included in part B of this annexure.

The Chairman informed that Mr. Satyender Kumar, the scrutinizer would consolidate the results of remote e-voting and results of polling /ballot paper voting at the meeting and then submit his report. The results along with the consolidated scrutinizer's report would be placed on the Company's website and website of CDSL. The same would be communicated to the stock exchanges within 48 hours of the conclusion of the annual general meeting and displayed at the Registered Office and Corporate Office of the Company.

The Chairman expressed his sincere thanks to the attendees for attending the meeting and declared the meeting as closed.



B. RESULTS OF THE 13th ANNUAL GENERAL MEETING

S. No.	Agenda	Resolution required (Ordinary/Special)	Mode of Voting	Status of Resolution
1	<p><u>Adoption of 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.</u></p> <p>"RESOLVED THAT the Audited Balance Sheet as at March 31, 2018 and the Profit & Loss Account for the year ended on that date along with the reports of the Board of Directors and Auditors thereon, as circulated to the members and now placed before the meeting be and are hereby considered and adopted."</p>	Ordinary	E-voting and polling/ ballot paper at the AGM	Passed with requisite majority
2	<p><u>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.</u></p> <p>"RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act, 2013, Dr. Anil Kumar Gupta (DIN 02643623), who retires by rotation at this meeting be and is hereby appointed as a Director of the Company, liable to retire by rotation."</p>	Ordinary	E-voting and polling/ ballot paper at the AGM	Passed with requisite majority
3	<p><u>Appointment of director in place of Mrs. Charu Munjal (DIN 03094545), who retires by rotation and being eligible has offered herself for re-appointment</u></p> <p>"RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act, 2013, Mrs. Charu Munjal (DIN 03094545), who retires by rotation at this meeting be and is hereby appointed as a Director of the Company, liable to retire by rotation."</p>	Ordinary	E-voting and polling/ ballot paper at the AGM	Passed with requisite majority



4	<p><u>Re-appointment of Mrs. Charu Munjal (DIN 03094545) as Whole Time Director of the Company.</u></p> <p>“RESOLVED THAT in accordance with the provision of Section 196, 197, 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and based on the recommendations of the Nomination and Remuneration Committee and approval of the Board, and such approvals as may be necessary, the consent of the Company be and is hereby accorded for re-appointment of Mrs. Charu Munjal, (DIN 03094545) as Whole Time Director of the Company designated as “Executive Director” with effect from June 1, 2018 for further period of 5 years on the existing remuneration as set out in the explanatory statement annexed to the Notice convening this Annual General Meeting.</p> <p>RESOLVED FURTHER THAT Mrs. Charu Munjal shall be liable to retire by rotation in pursuance of Section 152 and any other provisions of the Companies Act, 2013.</p> <p>RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds and things as are incidental thereto or as may be deemed necessary or desirable or to settle any question or difficulty that may arise, in such manner as it may deem fit without further reference to the Company in General Meeting.”</p>	Ordinary	E-voting and polling/ ballot paper at the AGM	Passed with requisite majority
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<p>5</p>	<p>Re-appointment of <u>Dr. Anil Kumar Gupta, (DIN 02643623) as Whole Time Director of the Company and revision in his remuneration thereof.</u></p> <p>“RESOLVED THAT in accordance with the provision of Section 196, 197, 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and based on the recommendations of the Nomination and Remuneration Committee and approval of the Board, subject to such approvals as may be necessary, the consent of the Company be and is hereby accorded for re-appointment of Dr. Anil Kumar Gupta (DIN 02643623) as Whole Time Director of the Company designated as “Director (Technical)” for a further period of 3 years and revision in his remuneration thereof with effect from December 20, 2017 as set out in the explanatory statement annexed to the Notice convening this Annual General Meeting.</p> <p>RESOLVED FURTHER THAT Dr. Anil Kumar Gupta shall be liable to retire by rotation in pursuance of Section 152 and any other provisions of the Companies Act, 2013.</p> <p>RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds and things as are incidental thereto or as may be deemed necessary or desirable or to settle any question or difficulty that may arise, in such manner as it may deem fit without further reference to the Company in General Meeting.”</p>	<p>Ordinary</p>	<p>E-voting and polling/ ballot paper at the AGM</p>	<p>Passed with requisite majority</p>
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Disclosure as per Regulation 44(3) of SEBI (Listing Obligation and Disclosures Requirements) Regulations, 2015

Date of AGM	Saturday, September 29, 2018
No. of shareholders on record date	27705
No. of Shareholders present in the meeting either in person or through proxy:	
- Promoters and Promoter Group:	1
- Public:	137
No. of Shareholders attended the meeting through Video Conferencing	NA
- Promoters and Promoter Group:	
- Public:	

AGENDA WISE DISCLOSURE

1. Resolution No. 1 - Adoption of 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.

"RESOLVED THAT the Audited Balance Sheet as at March 31, 2018 and the Profit & Loss Account for the year ended on that date along with the reports of the Board of Directors and Auditors thereon, as circulated to the members and now placed before the meeting be and are hereby considered and adopted."

Resolution required: (Ordinary/ Special)		Ordinary						
Whether promoter/ promoter group are interested in the agenda/ resolution?		No						
Category	Mode of Voting	No. of Shares Held	No of votes Polled (E-Voting & Poll)	% of votes polled on outstanding shares (E-Voting & Poll) (3)= ((2)/(1))*100	No. of votes in favor	No of votes against	% of votes in favor on votes polled (E-Voting & Poll) (6)= ((4)/(2))*100	% of votes against on votes polled (E-Voting & Poll) (7)= ((5)/(2))*100
Promoter and Promoter Group	E-voting Poll Total	74,795,950	- 74,795,950 74,795,950	- 100.00 100.00	- 74,795,950 74,795,950	- - -	- 100.00 100.00	- - -
Public - Institutions	E-voting Poll Total	163,127	- - -	- - -	- - -	- - -	- - -	- - -
Public - Non Institutions	E-voting Poll Total	25,040,923	1,933,877 2,918 1,936,795	7.72 0.01 7.73	1,933,877 2,918 1,936,795	- - -	100.00 100.00 100.00	- - -
Total		100,000,000	76,732,745	76.73	76,732,745	-	100.00	-

Based on above, the Ordinary Resolution has been passed by requisite majority.



Resolution No. 2 – 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.

“**RESOLVED** THAT pursuant to the provisions of Section 152 of the Companies Act, 2013, Dr. Anil Kumar Gupta (DIN 02643623), who retires by rotation at this meeting be and is hereby appointed as a Director of the Company, liable to retire by rotation.”

Resolution required: (Ordinary/ Special)		Ordinary						
Whether promoter/ promoter group are interested in the agenda/ resolution?		No						
Category	Mode of Voting	No. of Shares Held	No of votes Polled (E-Voting & Poll)	% of votes polled on outstanding shares (E-Voting & Poll) (3) = $\frac{(2)}{(1)} * 100$	No. of votes in favor	No of votes against	% of votes in favor on votes polled (E-Voting & Poll) (6) = $\frac{(4)}{(2)} * 100$	% of votes against on votes polled (E-Voting & Poll) (7) = $\frac{(5)}{(2)} * 100$
Promoter and Promoter Group	E-voting	-1	-2	-	-4	-5	-	-
	Poll							
	Total	74,795,950.00	74,795,950.00	100.00	74,795,950.00	-	100.000	-
Public – Institutions	E-voting							
	Poll							
	Total	163,127.00						
Public – Non Institutions	E-voting		1,933,877.00	7.72	1,933,832.00	45.00	99.9977	0.0023
	Poll		2,918.00	0.01	2,918.00	-	100.000	-
	Total	25,040,923.00	1,936,795.00	7.73	1,936,750.00	45.00	99.9977	0.0023
Total		100,000,000.00	76,732,745.00	76.73	76,732,700.00	45.00	99.9999	0.0001

Based on above, the Ordinary Resolution has been passed by requisite majority.



Resolution No. 3 - Appointment of director in place of Mrs. Charu Munjal (DIN 03094545), who retires by rotation and being eligible has offered herself for re-appointment

“RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act, 2013, Mrs. Charu Munjal (DIN 03094545), who retires by rotation at this meeting be and is hereby appointed as a Director of the Company, liable to retire by rotation.”

Resolution required: (Ordinary/ Special)		Ordinary						
Whether promoter/ promoter group are interested in the agenda/ resolution?		No						
Category	Mode of Voting	No. of Shares Held	No of votes Polled (E-Voting & Poll)	% of votes polled on outstanding shares (E-Voting & Poll)	No. of votes in favor	No of votes against	% of votes in favor on votes polled (E-Voting & Poll)	% of votes against on votes polled (E-Voting & Poll)
		-1	-2	$\frac{(3)}{(2)+(1)} * 100$	-4	-5	$(6) = \frac{(4)}{(2)} * 100$	$(7) = \frac{(5)}{(2)} * 100$
Promoter and Promoter Group	E-voting		-	-	-	-	-	-
	Poll		74,795,950.00	100.00	74,795,950.00	-	100.000	-
	Total	74,795,950.00	74,795,950.00	100.00	74,795,950.00	-	100.000	-
Public – Institutions	E-voting		-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total	163,127.00	-	-	-	-	-	-
Public – Non Institutions	E-voting		1,933,877.00	7.72	1,933,742.00	135.00	99.993	0.007
	Poll		2,918.00	0.01	2,918.00	-	100.000	-
	Total	25,040,923.00	1,936,795.00	7.73	1,936,660.00	135.00	99.993	0.007
Total		100,000,000.00	76,732,745.00	76.73	76,732,610.00	135.00	99.9998	0.0002

Based on above, the Ordinary Resolution has been passed by requisite majority.



Resolution No. 4 - Re-appointment of Mrs. Charu Munjal (DIN 03094545) as Whole Time Director of the Company.

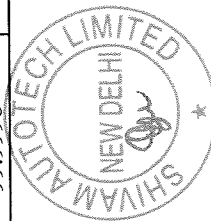
“**RESOLVED THAT** in accordance with the provision of Section 196, 197, 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and based on the recommendations of the Nomination and Remuneration Committee and approval of the Board, and such approvals as may be necessary, the consent of the Company be and is hereby accorded for re-appointment of Mrs. Charu Munjal, (DIN 03094545) as Whole Time Director of the Company designated as “Executive Director” with effect from June 1, 2018 for further period of 5 years on the existing remuneration as set out in the explanatory statement annexed to the Notice convening this Annual General Meeting.

RESOLVED FURTHER THAT Mrs. Charu Munjal shall be liable to retire by rotation in pursuance of Section 152 and any other provisions of the Companies Act, 2013.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds and things as are incidental thereto or as may be deemed necessary or desirable or to settle any question or difficulty that may arise, in such manner as it may deem fit without further reference to the Company in General Meeting.”

Resolution required: (Ordinary/ Special)		Ordinary						
Whether promoter/ promoter group are interested in the agenda/ resolution?		No						
Category	Mode of Voting	No. of Shares Held	No of votes Polled (E-Voting & Poll)	% of votes polled on outstanding shares (E-Voting & Poll)	No. of votes in favor	No of votes against	% of votes in favor on votes polled (E-Voting & Poll)	% of votes against on votes polled (E-Voting & Poll)
		-1	-2	(3) = $\frac{(2)}{(1)} * 100$	-4	-5	(6) = $\frac{(4)}{(2)} * 100$	(7) = $\frac{(5)}{(2)} * 100$
Promoter and Promoter Group	E-voting		-	-	-	-	-	-
	Poll		74,795,950.00	100.00	74,795,950.00	-	100.0000	-
	Total	74,795,950.00	74,795,950.00	100.00	74,795,950.00	-	100.0000	-
Public – Institutions	E-voting		-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total	163,127.00	-	-	-	-	-	-
Public – Non Institutions	E-voting		1,933,877.00	7.72	1,933,744.00	133.00	99.9931	0.0069
	Poll		2,918.00	0.01	2,918.00	-	100.0000	-
	Total	25,040,923.00	1,936,795.00	7.73	1,936,662.00	133.00	99.9931	0.0069
Total		100,000,000.00	76,732,745.00	76.73	76,732,612.00	133.00	99.9998	0.0002

Based on above, the Ordinary Resolution has been passed by requisite majority.



Resolution No. 5. - Re-appointment of Dr. Anil Kumar Gupta, (DIN 02643623) as Whole Time Director of the Company and revision in his remuneration thereof.

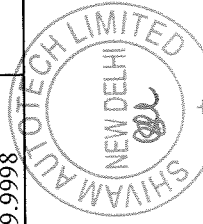
“**RESOLVED THAT** in accordance with the provision of Section 196, 197, 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and based on the recommendations of the Nomination and Remuneration Committee and approval of the Board, subject to such approvals as may be necessary, the consent of the Company be and is hereby accorded for re-appointment of Dr. Anil Kumar Gupta (DIN 02643623) as Whole Time Director of the Company designated as “Director (Technical)” for a further period of 3 years and revision in his remuneration thereof with effect from December 20, 2017 as set out in the explanatory statement annexed to the Notice convening this Annual General Meeting.

RESOLVED FURTHER THAT Dr. Anil Kumar Gupta shall be liable to retire by rotation in pursuance of Section 152 and any other provisions of the Companies Act, 2013.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds and things as are incidental thereto or as may be deemed necessary or desirable or to settle any question or difficulty that may arise, in such manner as it may deem fit without further reference to the Company in General Meeting.”

Resolution required: (Ordinary/ Special)		Ordinary							
Whether promoter/ promoter group are interested in the agenda/ resolution?		No							
Category	Mode of Voting	No. of Shares Held	No of votes Polled (E-Voting & Poll)	% of votes polled on outstanding shares (E-Voting & Poll) (3)= {(2)/(1)}*100	No. of votes in favor	No of votes against	% of votes in favor on votes polled (E-Voting & Poll) (6)={ (4)/(2)}*100	% of votes against on votes polled (E-Voting & Poll) (7)={ (5)/(2)}*100	
		-1	-2	-	-4	-5	-	-	
Promoter and Promoter Group	E-voting								
	Poll		74,795,950.00	100.00	74,795,950.00	-	100.0000	-	
	Total	74,795,950.00	74,795,950.00	100.00	74,795,950.00	-	100.0000	-	
Public – Institutions	E-voting								
	Poll								
	Total	163,127.00							
Public – Non Institutions	E-voting		1,933,877.00	7.72	1,933,744.00	133.00	99.9931	0.0069	
	Poll		2,918.00	0.01	2,918.00	-	100.0000	-	
	Total	25,040,923.00	1,936,795.00	7.73	1,936,662.00	133.00	99.9931	0.0069	
Total		100,000,000.00	76,732,745.00	76.73	76,732,612.00	133.00	99.9998	0.0002	

Based on above, the Ordinary Resolution has been passed by requisite majority.





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

