



# Superhouse Limited

(A Government of India recognized Export Trading House)  
Regd. Office: 150 Feet Road, Jajmau, Kanpur-208010 (India)  
CIN: L24231UP1980PLC004910 Tel: (0512) 2462124, 2465995 Fax: 0515-2829325  
email: share@superhouse.in url: http://www.superhouse.in

**38<sup>th</sup> Annual General Meeting of the Superhouse Limited held on 29<sup>th</sup> September, 2018 at 10.00 AM at the Office of the Company at 219/3 & 4 'L' Block, Naveen Nagar, Kakadeo, Kanpur-208025.**

## Declaration of Results of e-voting and poll

As per the provisions of the Companies Act, 2013 and the Listing Regulation, the Company had provided the facility of e-voting to the Shareholders to enable them to cast their vote electronically on the resolutions proposed in the Notice of the 38<sup>th</sup> Annual General Meeting (AGM). The e-voting was open from the 25.09.2018 to 28.09.2018.

In line with the provisions of the Companies Act, 2013 and in terms of the clarification issued by MCA, voting by Show of Hands was not permitted at the general meeting where e-voting has been offered to the shareholders. Therefore, at the 38<sup>th</sup> Annual General Meeting was conducted by means of poll.

The Board of Directors has appointed Mr. Gautam Kumar Banthia, Company Secretary as the Scrutinizer and Mr. Rajesh Parashramka as alternate scrutinizer for e-voting and poll. The Scrutinizer Mr. Gautam Kumar Banthia has carried out the scrutiny of all the electronic votes received up to the close of working hours on 28th September, 2018 and poll received till the conclusion of the meeting and submitted their Report on 29.09.2018.

The Consolidated Results as per Scrutinizers' Report dated 29.09.2018 are as follows :-

Particulars	% Votes in favour	% Votes against
<b>Resolution No. 1:</b> a. Ordinary resolution to adopt the audited financial statement of the Company for the financial year ended March 31, 2018 and the reports of the Board of Directors and Auditors thereon laid before this meeting, be and are hereby considered and adopted." and	100	0
b. Ordinary resolution to adopt the audited consolidated financial statement of the Company for the financial year ended March 31, 2018 and the report of the auditors thereon laid before this meeting, be and are hereby considered and adopted.	100	0.
<b>Resolution No. 2:</b> Ordinary resolution to declare a dividend on equity shares.	100	0



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Particulars	% Votes in favour	% Votes against
<b>Resolution No. 3:</b> Ordinary resolution to appoint Mr. Vinay Sanan (DIN:00014536), who retires by rotation and being eligible, offers himself for re-appointment as a Director.	100	0
<b>Resolution No. 4:</b> Ordinary resolution to appoint Mr. Anil Kumar Agarwal (DIN:00014645) by rotation and being eligible, offers himself for re-appointment as a Director.	100	0
<b>Resolution No. 5:-</b> Ordinary resolution to authorize for charging fee and actual expenses for the delivery of any documents through a particulars mode.	100	0

Based on the consolidated Report of the Scrutinizer, all the Resolutions as set out in the Notice of 38<sup>th</sup> Annual General Meeting have been duly approved by the Shareholders with requisite majority.

**For Superhouse Limited**

  
**Chairman**

Date: 29<sup>th</sup> September, 2018

Place: Kanpur

# BANTHIA & COMPANY

COMPANY SECRETARIES

G. K. BANTHIA

Ref. No:.....

261, Z-1, Barra-II,  
Kanpur - 208 027  
Ph. (O/R) 2612511, 2612434  
Fax (P.P.) 2305993

Date:.....

## Report of Scrutinizer

The Chairman

(AGM)

Superhouse Limited

150 Feet Road, Jajmau

Kanpur 208010.

September 29, 2018

Dear Sir,

**Sub: Consolidated Scrutinizer's Report on remote e voting conducted as per section 108 of the Companies Act 2013 read with Rule 20 of the Companies (Management And Administration) Rules 2014 as amended by the Companies(Management And Administration) Rules, 2015 and voting by Ballot at the Annual General Meeting of the Company held on Saturday, the 29<sup>th</sup> day of September 2018.**

1. I, G K Bantia Practicing Company Secretary CP No.1405 , appointed the Scrutinizer as per Board of Directors Resolution of 9<sup>th</sup> July, 2018, for the purpose of voting by electronic means in terms of section 108 of the Companies Act 2013 read with Rule 20 & 21 of Companies (Management And Administration) Rules 2015, in respect of the 06 items (resolutions) referred to in the subsequent paragraphs, for the purpose of scrutinizing in fair and transparent manner the remote e voting process, ballot forms as may be received from shareholders at the 38<sup>th</sup> Annual General Meeting of the Company held on September 29, 2018 as per Notice dt. July 09, 2018.
2. The Management is responsible to ensure the compliance with the requirements of the Companies Act 2013, and applicable Rules for conducting voting by electronic means and ballot papers at the annual general meeting on the resolutions contained in the Notice of the Annual General Meeting of the Company. My responsibility as scrutinizer for e- voting and ballot papers is restricted to make a scrutinizer's report on the vote cast whether in favour or against the resolutions as per **Annexure**, based on reports generated from the e-voting system provided by NSDL, to provided e-voting facilities, engaged by the Company and of the voting through ballot papers at the AGM.
3. The Notices of the thirty eighth Annual General Meeting were dispatched on 25<sup>th</sup> August 2018 by courier.
4. The public advertisement with respect to dispatch of Notice of the Annual General Meeting and conducting of voting through electronic means was published in and "Dainik Aaj" Hindi News Paper on and "Financial Express" English News Paper on August 31<sup>st</sup> 2018.



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5. The members were given an option to vote electronically on e-voting platform, provided by the NSDL with which the company had made necessary arrangement as well as by Ballot to those who had not cast their earlier through remote e voting facility.
6. The Shareholders holding the shares on "cut off" date i.e. September 22, 2018, were eligible to cast vote on the proposed resolutions No.1 to 06 as mentioned in the Notice dt. July 09, 2018
7. The e voting period commenced on 9.00 a.m. September 25, 2018 and closed on September 28, 2018 at 5.00 p.m.
8. The electronic votes cast accordingly were taken into account and at the end of the said voting period on September 28, 2018 at 5.00 p.m. and the NSDL portal was blocked thereafter.
9. The votes cast by e-voting were unblocked on September 29 after 11.30 A.M. in the presence of two witnesses Mr. Neeraj Jain and Mr. Gopesh Sahu who are not in the employment of the company.
10. A register has been maintained electronically to record the assent and dissent votes cast in the respect of the resolutions.
11. Based on the results downloaded as per data provided by NSDL which have been scrutinized by me 22 members have cast their votes by e-voting, and have annexed the details and analysis of the e-voting results for each of the 06 resolutions contained in the Notice referred above.
12. 31 votes were cast through the Ballot Forms at the AGM held at 10.00 a.m. after announcement of poll by ballot by those members who have not cast their votes by e-voting.
13. My consolidated report of the votes cast by the shareholders through remote e voting and physical Ballot at the AGM in respect of the below mentioned 06 resolutions may accordingly be declared by the Chairman of the meeting.
14. All the related papers and the data sheet relating to e-voting in sealed envelope have been handed over to the Company Secretary for safe keeping.

Thanking You,

Yours Faithfully,

For Bantia And Company

  
(G K Bantia)  
Company Secretary  
C.P. No.- 1405

  
BANTHIA & COMPANY  
Company Secretaries  
G.K. BANTHIA & COMPANY  
261, Z-1, Barra-II  
KANPUR-208 027  
C.P. No 1405

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## Annexure to report

The consolidated result of the votes cast by remote e- voting and by Ballot at the AGM of Superhouse Limited held on September 29, 2018 is as under:

### Ordinary Business:

#### (A). Item No. 1-

**Ordinary Resolution: a. To adopt the audited financial statement of the Company for the financial year ended March 31, 2018 and the reports of the Board of Directors and Auditors thereon laid before this meeting, be and are hereby considered and adopted.**

**b. To adopt the audited consolidated financial statement of the Company for the financial year ended March 31, 2018 and the report of the auditors thereon laid before this meeting, be and are hereby considered and adopted.**

#### (I) Voted in favour of the resolution:

Method of Voting	Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Postal Ballot	-	-	-
E-voting	22	60,52,074	100
Polling	29	528	100
<b>Combined</b>	<b>51</b>	<b>60,52,602</b>	<b>100</b>

#### (II) Voted against the resolution:

Method of Voting	Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Postal Ballot	-	-	-
E-voting			
Polling	Nil	Nil	Nil
<b>Combined</b>	<b>0</b>	<b>0</b>	<b>0.00</b>



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(iii) Invalid votes:

Method of Voting	Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Postal Ballot	-	-	-
E-voting	Nil	Nil	Nil
Polling	2	924	-
Combined	2	924	-

(B). Item No. 2:

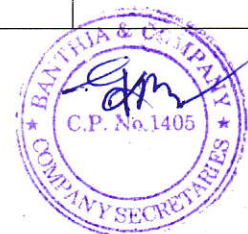
**Ordinary Resolution: -b. To adopt the audited consolidated financial statement of the Company for the financial year ended March 31, 2018 and the report of the auditors thereon laid before this meeting, be and are hereby considered and adopted.**

(I) Voted in favour of the resolution:

Method of Voting	Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Postal Ballot	-	-	-
E-voting	22	60,52,074	100
Polling	29	528	100
<b>Combined</b>	<b>51</b>	<b>60,52,602</b>	<b>100</b>

(II) Voted against the resolution:

Method of Voting	Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Postal Ballot	-	-	-
E-voting	Nil	Nil	Nil
Polling	Nil	Nil	Nil
Combined	0	0	0.00



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Date:.....

(III) Invalid votes:

Method of Voting	Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Postal Ballot	-	-	-
E-voting	Nil	Nil	Nil
Polling	2	924	-
Combined	2	924	-

(C). Item No. 3 :

**Ordinary Resolution:- To declare dividend on equity shares**

(I) Voted in favour of the resolution:

Method of Voting	Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Postal Ballot	-	-	-
E-voting	22	60,52,074	100
Polling	29	528	100
<b>Combined</b>	<b>51</b>	<b>60,52,602</b>	<b>100</b>

(II) Voted against the resolution:

Method of Voting	Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Postal Ballot	-	-	-
E-voting	Nil	Nil	Nil
Polling	Nil	Nil	Nil
Combined	0	0	0.00



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Ref. No:.....

Date:.....

(III) Invalid votes:

Method of Voting	Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Postal Ballot	-	-	-
E-voting	Nil	Nil	Nil
Polling	2	924	-
Combined	2	924	-

(D) Item No. 4 :

**Ordinary Resolution:- To appoint Mr. Vinay Sanan, who retires by rotation and being eligible, offers himself for re-appointment as a Director.**

(I) Voted in favour of the resolution:

Method of Voting	Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Postal Ballot	-	-	-
E-voting	22	60,52,074	100
Polling	29	528	100
Combined	51	60,52,602	100

(II) Voted against the resolution:

Method of Voting	Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Postal Ballot	-	-	-
E-voting	Nil	Nil	Nil
Polling	Nil	Nil	Nil
Combined	0	0	0.00





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Date:.....

(III) Invalid votes:

Method of Voting	Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Postal Ballot	-	-	-
E-voting	Nil	Nil	Nil
Polling	2	924	-
Combined	2	924	-

(D) Item No. 5 :

**Ordinary Resolution:- To appoint Mr. Anil Kumar Agarwal, who retires by rotation and being eligible, offers himself for re-appointment as a Director.**

(I) Voted in favour of the resolution:

Method of Voting	Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Postal Ballot	-	-	-
E-voting	22	60,52,074	100
Polling	29	528	100
<b>Combined</b>	<b>51</b>	<b>60,52,602</b>	<b>100</b>

(II) Voted against the resolution:

Method of Voting	Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Postal Ballot	-	-	-
E-voting	Nil	Nil	Nil
Polling	Nil	Nil	Nil
Combined	0	0	0.00



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Date:.....

(III) Invalid votes:

Method of Voting	Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Postal Ballot	-	-	-
E-voting	Nil	Nil	Nil
Polling	2	924	-
Combined	2	924	-

(E) Item No. 6 :

**Special Resolution:-To authorize for charging fee and actual expenses for the delivery of any documents through a particular mode.**

(I) Voted in favour of the resolution:

Method of Voting	Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Postal Ballot	-	-	-
E-voting	22	60,52,074	100
Polling	29	528	100
<b>Combined</b>	<b>51</b>	<b>60,52,602</b>	<b>100</b>

(II) Voted against the resolution:

Method of Voting	Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Postal Ballot	-	-	-
E-voting	Nil	Nil	Nil
Polling	Nil	Nil	Nil
Combined	0	0	0.00



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Date:.....

(III) Invalid votes:

Method of Voting	Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Postal Ballot	-	-	-
E-voting	Nil	Nil	Nil
Polling	2	924	-
Combined	2	924	-

Note: All the 06 resolutions are accordingly passed with requisite majority.

For Bantia And Company

  
(G K Bantia)  
Company Secretary  
C.P. No. - 1405

  
BANTHIA & COMPANY  
Company Secretaries  
G.K. BANTHIA PROPRIETOR  
261, Z-1, Barra-II  
KANPUR-208 027  
C.P. No 1405