

MGT - 13

SCRUTINIZER'S REPORT

[Pursuant to a Section 108 of the Companies Act, 2013 and Rule 20 (3) (xi) of the Companies (Management and Administration) Rules, 2014]

To

The Chairman of the 29th Annual General Meeting of the members of S R Industries Limited (the Company) held on Thursday, the 27th day of September, 2018 at 09.00 A.M. at the Registered Office of the company at E-217, Industrial Area, Phase 8B, Mohali-160071 (Punjab).

Dear Sir,

I, Ramesh Bhatia, a Company Secretary in practice, has been appointed by the Board of Directors of M/s S.R. Industries Limited (the Company) as a scrutinizer for the purpose of scrutinizing the e-voting process and ascertaining the requisite majority on e-voting carried out as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (Rules) on the resolutions contained in the notice to the 29<sup>th</sup> Annual General Meeting (AGM) of the members of the Company, held on the Thursday, the 27th day of September, 2018 at 09.00 A.M. at the Registered Office of the company at E-217, Industrial Area, Phase 8-B, Mohali-160071 (Punjab).

2. 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 on the resolutions contained in the Notice to the 29th Annual General Meeting (AGM) of the members of the Company. My responsibility as a scrutinizer for the e-voting process is restricted to make a Scrutinizer's report of the votes cast "in favor" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited, the authorized agency to provide e-voting facilities, engaged by the Company.

3. Further to the above, I submit my report as under:-

(i) The e-voting period remained opened from Monday, 24/09/2018 (9:00 A.M) to Wednesday, 26th September, 2018 (5.00 PM)

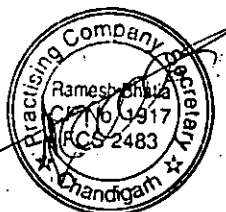
(ii). The members of the Company as on the "cut-off" date i.e. 20<sup>th</sup> September, 2018 were entitled to vote on the resolutions (items no. 1 to 5) as set out in the notice of the Annual General Meeting dated 14/08/2018.

(iii). The votes cast were unblocked on September, 27th 2018 in the presence of 2 witnesses, Mr. Sanjiv Kumar Goel and Mr. Gaurav Kumar who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Name: Sanjiv Kumar Goel)

Name: (Gaurav Kumar)

(IV). Thereafter, the details containing inter alia, list of Equity Shareholders, who voted "for", "against" each of the resolutions that were put to vote, were generated from the e-voting website of Central Depository



Services (India) Limited i.e. [https:// www.evotingindia.com/evoteframe.jsp](https://www.evotingindia.com/evoteframe.jsp) and based on such reports generated, the result of the e- voting is as under:

**Item No.1:-**

**Ordinary Resolution** to consider and adopt the audited Balance Sheet of the Company as at 31st March, 2018 and the Statement of Profit & Loss for the year ended on that date together with the reports of the Auditors and Directors thereon.

(i) Voted in favour of the resolution:

	Number of members voted through electronic voting system and physical mode	No. of Votes cast(Shares)	% of total number of valid votes cast
E-Voting	7	2507776	99.77
Physical	64	5116	0.23
Total	71	2512892	100

(ii) Voted against the resolution:

	Number of members voted through electronic voting system and physical mode	No. of Votes cast(Shares)	% of total number of valid votes cast
E-Voting	0	0	0
Physical	0	0	0
Total	0	0	0

(iii) Invalid votes

	Number of members voted through electronic voting system and physical mode	No. of Votes cast(Shares)	% of total number of valid votes cast
E-Voting	0	0	0
Physical	8*	0	0
Total	0	0	0

- All the eight attendance slips were unsigned and blank

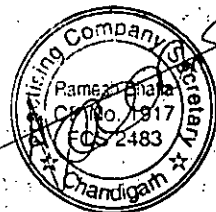
**Item No.2:-**

**Ordinary Resolution** to appoint a Director in place of Mr. Amit Mahajan, Director (operations) (DIN No:00038827) who retires by rotation and being Eligible; offers him for re-appointment.

(i) Voted in favour of the resolution:

	Number of members voted through electronic voting system and physical mode	No. of Votes cast(Shares)	% of total number of valid votes cast
E-Voting	3	1761876	70.11
Physical	64	5116	0.20
Total	67	1766992	70.31

Note : Mr. Amit mahajan holding 411450 Equity Shares did not participated in the voting of this Resolution, being interested.



(ii) Voted against the resolution:

	Number of members voted through electronic voting system and physical mode	No. of Votes cast(Shares)	% of total number of valid votes cast
E-Voting	3	745900	29.69
Physical	0	0	0
Total	3	745900	29.69

Note : Mr. Ramesh Chander Mahajan, R C Mahajan (HUF) and Mrs Suman Mahajan holding 745900 Equity Shares were not considered as the same were casted by the interested members.

(iii) Invalid votes

	Number of members voted through electronic voting system and physical mode	No. of Votes cast(Shares)	% of total number of valid votes cast
E-Voting	0	0	0
Physical	8*	0	0
Total	0	0	0

- All the eight attendance slips were unsigned and blank

Item No.3:-

**Special Resolution** Rescission/ Withdrawal of Special Resolution No. 1 passed through Postal Ballot dated 12<sup>th</sup> March, 2018.

(i) Voted in favour of the resolution:

	Number of members voted through electronic voting system and physical mode	No. of Votes cast(Shares)	% of total number of valid votes cast
E-Voting	6	2507763	99.80
Physical	64	5116	0.20
Total	70	2512879	100

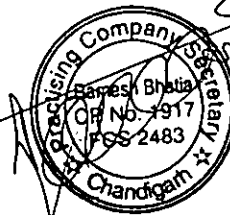
(ii) Voted against the resolution:

	Number of members voted through electronic voting system and physical mode	No. of Votes cast(Shares)	% of total number of valid votes cast
E-Voting	1	13	0
Physical	0	0	0
Total	1	13	0

(iii) Invalid votes

	Number of members voted through electronic voting system and physical mode	No. of Votes cast(Shares)	% of total number of valid votes cast
E-Voting	0	0	0
Physical	8*	0	0
Total	0	0	0

- All the eight attendance slips were unsigned and blank



**Item No.4:-**

**(Special Resolution)** Rescission/ Withdrawal of Special Resolution No. 2 passed through Postal Ballot dated 12<sup>th</sup> March, 2018.

**(i) Voted in favour of the resolution:**

	Number of members voted through electronic voting system and physical mode	No. of Votes cast(Shares)	% of total number of valid votes cast
E-Voting	6	2507763	99.80
Physical	64	5116	0.20
Total	70	2512879	100

**(ii) Voted against the resolution:**

	Number of members voted through electronic voting system and physical mode	No. of Votes cast(Shares)	% of total number of valid votes cast
E-Voting	1	13	0
Physical	0	0	0
Total	1	13	0

**(iii) Invalid votes**

	Number of members voted through electronic voting system and physical mode	No. of Votes cast(Shares)	% of total number of valid votes cast
E-Voting	0	0	0
Physical	8	0	0
Total	0	0	0

- All the eight attendance slips were unsigned and blank

**Item No: 5**

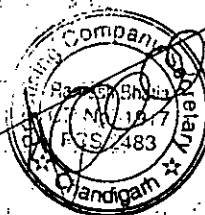
**(Special Resolution)** Rescission/ Withdrawal of Special Resolution No. 3 passed through Postal Ballot dated 12<sup>th</sup> March, 2018.

**(i) Voted in favour of the resolution:**

	Number of members voted through electronic voting system and physical mode	No. of Votes cast(Shares)	% of total number of valid votes cast
E-Voting	6	2507763	99.80
Physical	64	5116	0.20
Total	70	2512879	100

**(ii) Voted against the resolution:**

	Number of members voted through electronic voting system and physical mode	No. of Votes cast(Shares)	% of total number of valid votes cast
E-Voting	1	13	0
Physical	0	0	0



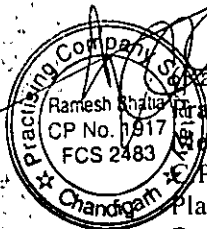
Total	1	13	0
(iii) Invalid votes			
	Number of members voted through electronic voting system and physical mode	No. of Votes cast(Shares)	% of total number of valid votes cast
E-Voting	0	0	0
Physical	8*	0	0
Total	0	0	0

- All the eight attendance slips were unsigned and blank

The Registers, all other papers and relevant records relating to electronic voting shall remain in our safe custody, until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and the same shall be handed over to the Company Secretary of S. R. Industries Limited for safe keeping.

How-ever, 8 blank proxy/ballot papers which were blank, un-signed by the members and without number of shares held by the members and were submitted at the time of the meeting were rejected.

Thanking you,  
Yours faithfully,



(Ramesh Bhatia)  
Practising Company Secretary  
CP No. 1917 Membership No. FCS 2483  
FCS 2483  
P. 1917  
Place: Chandigarh  
Date: 29.09.2018