



# Sharda Motor Industries Ltd.

## RESULTS OF POSTAL BALLOT

Date of declaration of results of Postal Ballot	22 <sup>nd</sup> April, 2016
Total number of shareholders as on cut-off date (18 <sup>th</sup> March, 2016)	1835
No. of shareholders present in the meeting either in person or through proxy - Promoters and Promoter Group - Public	Not Applicable
No. of shareholders attended the meeting through Video Conferencing - Promoters and Promoter Group - Public	Not Applicable

### Details of Agenda:

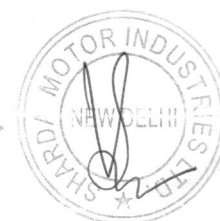
Resolution Required: Ordinary  
Mode of Voting: Poll and E-voting  
Postal ballot/e-voting Period: 23<sup>rd</sup> March, 2016 to 21<sup>st</sup> April, 2016

### Resolution: To approve related party transaction with Relan Industrial Finance Limited

Category	No. of shares held (1)	No. of Valid Votes Polled (2)	% of valid 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
Promoters and Promoter Group	44,56,893	-	-	-	-	-	-
Public-Institutions	-	-	-	-	-	-	-
Public-Non Institutions	14,89,433	4,15,993	27.93	4,15,983	10	99.99	0.01
<b>Total</b>	<b>59,46,326</b>	<b>4,15,993</b>	<b>27.93</b>	<b>4,15,983</b>	<b>10</b>	<b>99.99</b>	<b>0.01</b>

Note: All the related parties were abstained from voting on the resolution.

The votes cast in favour of resolution are 99.99% of the total votes cast and consequently the ordinary resolution is passed with requisite majority.



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CIN NO-L74899DL1986PLC023202



**V. K. CHAUDHARY & CO;**  
**Company Secretaries**

**VKC**



Company Secretaries

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## SCRUTINIZER REPORT

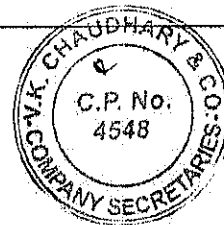
To,  
The Chairman,  
**SHARDA MOTOR INDUSTRIES LIMITED**  
D-188, Okhla Industrial Area, Phase-I  
New Delhi -110020.

### REPORT ON RESULT OF POSTAL BALLOT

Dear Sir,

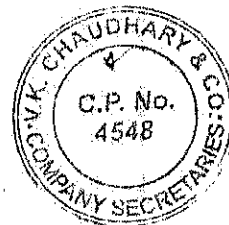
In terms of the provisions of Section 110 of the Companies Act, 2013 ("the Act") read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 as amended from time to time including any statutory modification or re-enactment thereof for the time being in force. I have been appointed as Scrutinizer by **SHARDA MOTOR INDUSTRIES LIMITED** ("the Company") through circular resolution which became effective from 7<sup>th</sup> March, 2016, to conduct the Postal Ballot Process (including remote e-voting) in a fair and transparent manner, with respect to the resolution as mentioned in the Postal Ballot Notice dated 07<sup>th</sup> March, 2016.

Resolution Number	Type of Resolution	For
1.	Ordinary Resolution	To approve the related party transaction(s) with Relan Industrial Finance Limited for investing the funds of the company in capital market services including equity shares, preference shares, debentures (whether convertible or non convertible), various schemes of mutual funds (viz. cash plans or liquid mutual funds etc.) or such other funds or any other financial instruments of one or more body corporate(s) subject to maximum amount of Rs. 50 Crores per transaction and remaining outstanding transaction(s) amount at any point of time shall not exceed Rs. 300 Crores during any one financial year.



**I submit my report as under:**

1. The Management of the Company is responsible to ensure the compliance with the requirements of :-
  - (i) The Companies Act, 2013 and rules made thereunder and
  - (ii) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, relating to postal ballot voting including voting by electronic means.
2. My responsibility as a Scrutinizer is restricted to making a Scrutinizer's Report of the votes cast by the members for the resolution contained in the Notice, based on the reports generated from Central Depository Services (India) Limited, the authorized agency engaged by the Company to provide facility for remote e-voting and scrutiny of physical ballot received till the time fixed for closing of voting process.
3. On 21<sup>st</sup> March, 2016, the Company has completed dispatch of postal ballot notice(s), forms along with postage prepaid business reply envelopes to its Members whose name(s) appeared in the Register of Members/ List of beneficial owners received from NSDL/CDSL as on the "Cut-off date" 18<sup>th</sup> March, 2016, Simultaneously, the soft copies of the postal ballot notice/forms were emailed to those shareholders who have registered their email addresses with the Company / Depository.
4. The shareholders of the Company had an option to vote either through the postal ballot forms or through remote e-voting facility. Shareholders opting for remote e-voting facility, casted their votes on the designated website [www.evotingindia.com](http://www.evotingindia.com) via **Central Depository Services (India) Limited (CDSL)**.
5. As stated in Sub-rule 3 of Rule 22 of Companies (Management and Administration) Rules, 2014, on 22<sup>nd</sup> March, 2016, an advertisement was published by the Company in Financial Express (English Newspaper) & Veer Arjun (Hindi Newspaper) informing about the completion of dispatch of postal ballot notices to its shareholders along with all requisite documents by registered post and e-mail, wherever applicable.
6. I monitored the process of electronic voting (i.e remote e-voting) through the scrutinizer's secured link provided by CDSL on the designated website.
7. The particulars of all postal ballot forms received from the Members in physical form(s) and electronic ballot report generated from Central Depository Services (India) Limited (CDSL) (the Authorized Agency for remote e-voting) have been entered in a separate register maintained for the postal ballot purpose.
8. The postal ballot forms were kept under my safe custody before commencing the scrutiny of such postal ballot forms. The electronic ballots were maintained by Central Depository Services (India) Limited (CDSL) in electronic registry.



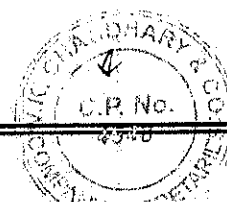
9. The ballot boxes containing the physical postal ballot were opened in due course of the scrutiny thereof. We have also downloaded remote e-voting report from the CDSL website for the Members who have voted through remote e-voting.
10. The postal ballot forms were matched with the Register of Members of the Company as on 18<sup>th</sup> March, 2016.
11. The remote e-voting period commenced, on Wednesday, 23<sup>rd</sup> March, 2016 at (10:00 AM IST) and ended on Thursday, 21<sup>st</sup> April, 2016 (5:00 P.M. IST). All postal ballot forms and remote e-votes received up to 5:00 P.M. IST on Thursday, 21<sup>st</sup> April, 2016, the last date and time fixed by the Company for receipt of the postal ballot forms were considered and none of the envelopes containing postal ballot forms received after 05:00 P.M on Thursday, 21<sup>st</sup> April, 2016 were considered for the purpose of this report.
12. There were 37 (thirty-seven) envelopes containing postal ballot form(s)/notice, which were returned undelivered & these envelopes were not opened and they are separately kept.
13. I did not find any defaced or mutilated ballot paper.
14. There was no case found who opted for both the facilities.
15. The Postal Ballots and other related documents/registers and record will be handed over to the Company Secretary for the safe custody once the Chairman consider, approve and sign the Postal Ballot Minute.
16. A summary of the postal ballot is given below:

### ORDINARY RESOLUTION

#### To approve Related Party Transaction with Relan Industrial Finance Limited

Particulars	No. of Share-Holders	No. of Equity Shares	% of Valid votes received
a) Total votes received	48	442,538	-
b) Less: Invalid votes	3	26,545	-
c) Net Valid votes casted	45	415,993	100
d) Votes with assent for the Resolution	44	415,983	99.99
e) Votes with dissent for the Resolution	1	10	0.01

Please see the explanation given under point Nos. A1 & A2 of "Annexure-A" attached to this report.

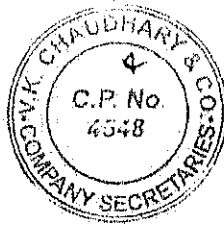



17. I have on reckoning the voting rights of the shareholders on the basis of the paid up value of the shares registered in their names, found that total percentage of assent of total votes in respect of the resolution(s) are as under:

Resolution Number	Total Valid Votes (A)	Votes with Assent (B)	Percentage (B/A*100)
1.	415,993	415,983	99.99

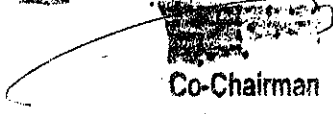
Accordingly, the above-mentioned resolution has been passed by requisite majority.

18. You may accordingly declare the result of the voting by Postal Ballot.



  
**VINEET K CHAUDHARY**  
Scrutinizer  
Membership No: - F5327  
C P No: - 4548

Date: 22-04-2016  
Place: Noida

  
Sharda Motor Ind. Ltd.  
Co-Chairman

**Annexure-A**

A detailed summary of the postal ballots is given herein below:

**A1. VOTING THROUGH ELECTRONIC MODE:**

Particulars	No. of Share-Holders	No. of Equity Shares	% of Valid votes received
a) Total votes received	21	263,056	-
b) Less : Invalid Votes	1	26,500	-
c) Net Valid votes casted	20	236,556	100
d) Votes with assent for the Resolution	20	236,556	100
e) Votes with dissent for the Resolution	-	-	-

**A2. VOTING THROUGH PHYSICAL POSTAL BALLOT FORMS:**

Particulars	No. of Share-Holders	No. of Equity Shares	% of Valid votes received
a) Total votes received	27	179,482	-
b) Less : Invalid Votes	2	45	-
c) Net Valid votes casted	25	179,437	100
d) Votes with assent for the Resolution	24	179,427	99.99
e) Votes with dissent for the Resolution	1	10	0.01

