



Sharda Motor Industries Ltd.

SMIL: LISTING: 19-20/2709-02

27th September, 2019

BSE Limited
Department of Corporate Services
Pheroze Jeejeebhoy Towers
Dalal Street, Mumbai – 400 001
(SCRIP CODE – 535602)

National Stock Exchange of India Limited
Exchange Plaza, 5th Floor,
Plot No. C/1, G Block
Bandra-Kurla Complex, Mumbai-400 051
(Symbol - SHARDAMOTR) (Series - EQ)

Subject: Submission of Voting Results along with the Scrutinizer's Report on e-voting and voting through ballot paper for 34 Annual General Meeting of the Company held on held on 27th September, 2019.

Dear Sir/Madam,

In Pursuant to the applicable provisions of the Companies Act, 2013, read with rules made thereunder and SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), we wish inform you that the 34 Annual General Meeting (AGM) of the Company held on Friday, September 27, 2019 at 12:00 Noon (IST) at PHD Chamber of Commerce & Industry, 4/2, Siri Institutional Area, August Kranti Marg, New Delhi – 110016. In this regard, please find enclosed herewith the:

1. The voting results as prescribed under Regulation 44(3) of Listing Regulations (Annexure - I)
2. The Consolidated Scrutinizer's Report on remote e-voting and poll conducted at the AGM pursuant to Section 108 & 109 of the Companies Act, 2013 read with rules made thereunder (Annexure II)

Please note that the aforesaid results and scrutinizer's Report are also available on the website of the Company at www.shardamotor.com and CDSL.

Kindly take the above information on record.

Thanking you,

Yours truly,

For Sharda Motor Industries Limited

Divyang Jain
Asst. Company Secretary



Encl. as above

Regd. Office : D-188, Okhla Industrial Area, Phase-I, New Delhi - 110 020 (INDIA)

Tel.: 91-11-47334100, Fax : 91-11-26811676

E-mail : smil@shardamotor.com, Website : www.shadamotor.com

CIN NO-L74899DL1986PLC023202

ANNEXURE - I

SHARDA MOTOR INDUSTRIES LTD. AGM 2019

Date of the AGM: September 27, 2019

Total number of shareholders on record date i.e. September 20, 2018 : '8856' Total No. of Shares: '5946326'

No. of Shareholders present in the meeting either in person or through proxy:

Promoters and Promoter Group :	15	No. of Shares:	4269542
Public :	127	No. of Shares:	32888

Detail of the Agenda:

ORDINARY BUSINESS

1a. To receive, consider and adopt: the audited financial statement of the Company for the financial year ended March 31, 2019 and the reports of the Board of Directors and Auditors thereon;

Resolution required: Ordinary
Whether Promoter/ Promoter group are interested in the agenda / resolution?: No

Promoter/Public	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)= [(2)/(1)]*100	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled (6)= [(4)/(2)]*100	% of Votes against on votes polled (7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	(1)	(2)	(3)=	(4)	(5)	(6)=	(7)=
	Poll	2824722	2824722	64.9	2824722	0	64.9	0
	Postal Ballot (if applicable)		1497857	34.41	1497857	0	100	0
	Total	4352579	4322579	99.31	4322579	0	100	0
Public – Institutional holders	E-Voting		25039	55.11	25039	0	100	0
	Poll	45433	0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	45433	25039	55.11	25039	0	100	0
Public-Others	E-Voting		227640	14.7	227640	0	100	0
	Poll	1548314	932	0.06	931	1	99.89	0.11
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1548314	228572	14.76	228571	1	100	0
Total		5946326	4576190	76.95827642	4576189	1	99.99997815	0



1b. To receive, consider and adopt: the audited consolidated financial statement of the Company for the financial year ended March 31, 2019 and the report of Auditors thereon.

Resolution required: Ordinary

Whether Promoter/ Promoter group are interested in the agenda / resolution?: No

Promoter/Public	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)= [(2)/(1)]*100	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled (6)= [(4)/(2)]*100	% of Votes against on votes polled (7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	(1)	(2)		(4)	(5)		
	Poll	2824722	2824722	64.9	2824722	0	64.9	0
	Postal Ballot (if applicable)		1497857	34.41	1497857	0	100	0
	Total	4352579	4322579	99.31	4322579	0	100	0
Public – Institutional holders	E-Voting		25039	55.11	25039	0	100	0
	Poll	45433	0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	45433	25039	55.11	25039	0	100	0
Public-Others	E-Voting		227640	14.7	227640	0	100	0
	Poll	1548314	932	0.06	931	1	99.89	0.11
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1548314	228572	14.76	228571	1	100	0
Total		5946326	4576190	76.95827642	4576189	1	99.9997815	0

2. To appoint Shri Rohit Relan (DIN: 00257572), who retires by rotation, being eligible and offers himself for re-appointment as Director of the Company.

Resolution required: Ordinary

Whether Promoter/ Promoter group are interested in the agenda / resolution?: Yes

Promoter/Public	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)= [(2)/(1)]*100	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled (6)= [(4)/(2)]*100	% of Votes against on votes polled (7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	(1)	(2)		(4)	(5)		
	Poll	2824722	2824722	64.9	2824722	0	64.9	0
	Postal Ballot (if applicable)		1024639	23.54	1024639	0	100	0
	Total	4352579	3849361	88.44	3849361	0	100	0
Public – Institutional holders	E-Voting		25039	55.11	9088	15951	36.3	63.7
	Poll	45433	0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	45433	25039	55.11	9088	15951	36.3	63.7
Public-Others	E-Voting		227640	14.7	227640	0	100	0
	Poll	1548314	932	0.06	931	1	99.89	0.11
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1548314	228572	14.76	228571	1	100	0
Total		5946326	4102972	69.00011873	4087020	15952	99.61120866	0.388791344

SPECIAL BUSINESS

3. To appoint Shri Udayan Banerjee (DIN: 00339754) as an Independent Director of the Company.

Resolution required: Ordinary

Whether Promoter/ Promoter group are interested in the agenda / resolution?: No

Promoter/Public	Mode of Voting	No. of shares held	No. of votes polled	% of 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
		(1)	(2)	[(2)/(1)]*100	(4)	(5)	[(4)/(2)]*100	[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		2824722	64.9	2824722	0	64.9	0
	Poll	2824722	1497857	34.41	1497857	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	4352579	4322579	99.31	4322579	0	100	0
Public – Institutional holders	E-Voting		25039	55.11	23843	1196	95.22	4.78
	Poll	45433	0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	45433	25039	55.11	23843	1196	95.22	4.78
Public-Others	E-Voting		227640	14.7	227640	0	100	0
	Poll	1548314	931	0.06	930	1	99.89	0.11
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1548314	228571	14.76	228570	1	100	0
Total		5946326	4576189	76.9582596	4574992	1197	99.97384286	0.026157136





4. To appoint Shri Nitin Vishnoi (DIN: 08538925) as a Director of the Company.

Resolution required: Ordinary

Whether Promoter/ Promoter group are interested in the agenda / resolution?: No

Promoter/Public	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting		2824722	64.9	2824722	0	64.9	0
	Poll	2824722	1497857	34.41	1497857	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	4352579	4322579	99.31	4322579	0	100	0
Public – Institutional holders	E-Voting		25039	55.11	25039	0	100	0
	Poll	45433	0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	45433	25039	55.11	25039	0	100	0
Public-Others	E-Voting		226640	14.64	226640	0	100	0
	Poll	1548314	932	0.06	931	1	99.89	0.11
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1548314	227572	14.7	227571	1	100	0
Total		5946326	4575190	76.94145931	4575189	1	99.99997814	0



5. To appoint Shri Nitin Vishnoi (DIN: 08538925) as a Whole-Time Director of the Company.									
Resolution required: Ordinary									
Whether Promoter/ Promoter group are interested in the agenda / resolution?: No									
Promoter/Public	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled	
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100	
Promoter and Promoter Group	E-Voting		2824722	64.9	2824722	0	64.9	0	
	Poll	2824722	1497857	34.41	1497857	0	100	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total	4352579	4322579	99.31	4322579	0	100	0	
Public – Institutional holders	E-Voting		25039	55.11	25039	0	100	0	
	Poll	45433	0	0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total	45433	25039	55.11	25039	0	100	0	
Public-Others	E-Voting		226640	14.64	226640	0	100	0	
	Poll	1548314	932	0.06	931	1	99.89	0.11	
	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total	1548314	227572	14.7	227571	1	100	0	
Total		5946326	4575190	76.94145931	4575189	1	99.99997814	0	

[illegible]

Resolution required: Ordinary

Whether Promoter/ Promoter group are interested in the agenda / resolution?:	No

Promoter/Public	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting		2824722	64.9	2824722	0	64.9	0
	Poll	2824722	1497857	34.41	1497857	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	4352579	4322579	99.31	4322579	0	100	0
Public – Institutional holders	E-Voting		25039	55.11	25039	0	100	0
	Poll	45433	0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	45433	25039	55.11	25039	0	100	0
Public-Others	E-Voting		227640	14.7	227640	0	100	0
	Poll	1548314	931	0.06	930	1	99.89	0.11
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1548314	228571	14.76	228570	1	100	0
Total		5946326	4576189	76.9582596	4576188	1	99.99997815	0



CONSOLIDATED SCRUTINIZERS' REPORT

[Pursuant to Section 108, 109 of the Companies Act, 2013 and Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To

The Chairperson,

SHARDA MOTOR INDUSTRIES LIMITED

CIN: L74899DL1986PLC023202

D-188, Okhla Industrial Area, Phase-I,
New Delhi-110020, India.

34th (Thirty Fourth) Annual General Meeting ("AGM") of the Members of Sharda Motor Industries Limited ("the Company") held on Friday, 27th September, 2019, at 12:00 Noon (IST) at PHD Chamber of Commerce & Industry, 4/2 Siri Institutional Area, August Kranti Marg, New Delhi – 110016.


Dear Sir,


I, Vineet K Chaudhary, Managing Partner of M/s VKC & Associates, Company Secretary in whole-time practice, (holding Membership No. F5327) was appointed as Scrutinizer to scrutinize the remote e-voting process and voting by means of Poll at the AGM for ascertaining the requisite majority on remote e-voting and on poll through Ballot papers carried out for the resolutions proposed to be passed under the provisions of Section 108 and 109 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 on the resolutions as set-out in the notice of the 34th (Thirty Fourth) Annual General Meeting of Members of the Company duly held on Friday, 27th September, 2019, at 12:00 Noon (IST) at the PHD Chamber of Commerce & Industry, 4/2 Siri Institutional Area, August Kranti Marg, New Delhi – 110016.

1. The Company has appointed Central Depository Services (India) Limited (CDSL), as the service provider, for providing the facility of remote e-voting to the Members of the Company.



2. The remote e-voting period remained open from **Tuesday, 24th September, 2019 (09:00 A.M. IST)** and ended on **Thursday, 26th September, 2019 (05:00 P.M. IST)** on the designated website <http://www.evotingindia.com> of Central Depository Services (India) Limited ("CDSL").
3. The Members of the Company as on the "cut-off date" i.e. **Friday, 20th September, 2019** were entitled to avail the facility of remote e-voting (Item No. 1 to 6) as well as voting at the venue of AGM through ballot paper on the proposed resolutions as set out in the Notice dated 12th August, 2019.
4. In line with the provisions of the Companies Act, 2013 (as amended) and in terms of the clarification(s) issued by Ministry of Corporate Affairs, voting by show of hands was not permitted at the General Meeting since the remote e-voting was offered to the members. Therefore, the Chairman ordered for poll through Ballot paper at AGM as per Rule 21 of the Companies (Management and Administration) Rules, 2014 (as amendment made thereunder).
5. The Management of the Company is responsible to ensure the compliances with the requirements of the Companies Act, 2013 and rules made thereunder and SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015 at 34th AGM of the Company. My responsibility as Scrutinizer is restricted to make Scrutinizers' Report of the votes cast "For" or "Against" on the resolutions stated in the Notice of the AGM in fair and transparent manner.
6. After completion of Poll through Ballot papers, the votes casted through remote e-voting and ballot paper were unblocked in the presence of two witnesses, Mohit K Dixit and Shweta Chadha who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence. Votes casted by the members were reconciled with the records maintained by the Registrar and Transfer Agent of the Company and the Authorizations/ Proxies lodged with the Company.


(Mohit K Dixit)


(Shweta Chadha)
7. After scrutinizing the system generated report of remote e-voting provided by CDSL and after ascertaining the votes casted by Poll through Ballot papers, I hereby submit the consolidated results of remote e-voting and Poll as under:



ORDINARY BUSINESS

Resolution 01 (a): Ordinary Resolution

To receive, consider and adopt the audited financial statement of the Company for the financial year ended March 31, 2019 and the reports of the Board of Directors and Auditors thereon;

Mode	No. of Voters	No. of Shares Held	Invalid		Favour		Against	
			Voters	No. of votes	Voters	No. of votes	Voters	No. of votes
Remote e-voting	49	3,077,401	-	-	49	3,077,401	-	-
Poll	45	1,498,793	4	4	40	1,498,788	1	1
TOTAL	94	4,576,194	4	4	89	4,576,189	1	1

Total Valid Votes (Total Votes - Invalid votes- Abstained) = 4,576,190

Votes in Favour (% of Total Valid Votes) = 99.999

Votes in Against (% of Total Valid Votes) = 0.001



Resolution 01 (b): Ordinary Resolution

To receive, consider and adopt the audited consolidated financial statement of the Company for the financial year ended March 31, 2019 and the report of Auditors thereon.

Mode	No. of Voters	No. of Shares Held	Invalid		Favour		Against	
			Voters	No. of votes	Voters	No. of votes	Voters	No. of votes
Remote e-voting	49	3,077,401	-	-	49	3,077,401	-	-
Poll	45	1,498,793	4	4	40	1,498,788	1	1
TOTAL	94	4,576,194	4	4	89	4,576,189	1	1

Total Valid Votes (Total Votes - Invalid votes- Abstained) = 4,576,190

Votes in Favour (% of Total Valid Votes) = 99.999

Votes in Against (% of Total Valid Votes) = 0.001



Resolution 02: Ordinary Resolution

To appoint Sh. Rohit Relan (DIN:00257572), who retires by rotation and being eligible offers himself for re-appointment as Director of the Company.

Mode	No. of Voters	No. of Shares Held	Invalid		Favour		Against	
			Voters	No. of votes	Voters	No. of votes	Voters	No. of votes
Remote e-voting	49	3,077,401	-	-	41	3,061,450	8	15,951
*Poll	45	1,498,793	4	4	37	1,025,570	1	1
TOTAL	94	4,576,194	4	4	78	4,087,020	9	15,952

Total Valid Votes (Total Votes - Invalid votes- Abstained) = 4,102,972

Votes in Favour (% of Total Valid Votes) = 99.612

Votes in Against (% of Total Valid Votes) = 0.388

* 3(Three) Members holding 473,218 Shares have abstained from Voting



SPECIAL BUSINESS

Resolution 03: Ordinary Resolution

To appoint Shri Udayan Banerjee (DIN:00339754) as an Independent Director of the Company

Mode	No. of Voters	No. of Shares Held	Invalid		Favour		Against	
			Voters	No. of votes	Voters	No. of votes	Voters	No. of votes
Remote e-voting	49	3,077,401	-	-	48	3,076,205	1	1,196
*Poll	45	1,498,793	4	4	39	1,498,787	1	1
TOTAL	94	4,576,194	4	4	87	4,574,992	2	1,197

Total Valid Votes (Total Votes - Invalid votes- Abstained) = 4,576,189

Votes in Favour (% of Total Valid Votes) = 99.973

Votes in Against (% of Total Valid Votes) = 0.027

*1(One) Member holding 1 Share has abstained from Voting



Resolution 04: Ordinary Resolution

To appoint Shri Nitin Vishnoi (DIN: 08538925) as a Director of the Company.

Mode	No. of Voters	No. of Shares Held	Invalid		Favour		Against	
			Voters	No. of votes	Voters	No. of votes	Voters	No. of votes
Remote e-voting	48	3,076,401	-	-	48	3,076,401	-	-
Poll	45	1,498,793	4	4	40	1,498,788	1	1
TOTAL	93	4,575,194	4	4	88	4,575,189	1	1

Total Valid Votes (Total Votes - Invalid votes- Abstained) = 4,575,190

Votes in Favour (% of Total Valid Votes) = 99.999

Votes in Against (% of Total Valid Votes) = 0.001



Resolution 05: Ordinary Resolution

To appoint Shri Nitin Vishnoi (DIN: 08538925) as a Whole Time Director of the Company.

Mode	No. of Voters	No. of Shares Held	Invalid		Favour		Against	
			Voters	No. of votes	Voters	No. of votes	Voters	No. of votes
Remote e-voting	48	3,076,401	-	-	48	3,076,401	-	-
Poll	45	1,498,793	4	4	40	1,498,788	1	1
TOTAL	93	4,575,194	4	4	88	4,575,189	1	1

Total Valid Votes (Total Votes - Invalid votes- Abstained) = 4,575,190

Votes in Favour (% of Total Valid Votes) = 99.999

Votes in Against (% of Total Valid Votes) = 0.001



Resolution 06: Ordinary Resolution

To ratify the Remuneration to be paid to M/s. Gurdeep Singh & Associates, Cost Auditors of the Company.

Mode	No. of Voters	No. of Shares Held	Invalid		Favour		Against	
			Voters	No. of votes	Voters	No. of votes	Voters	No. of votes
Remote e-voting	49	3,077,401	-	-	49	3,077,401	-	-
*Poll	45	1,498,793	4	4	39	1,498,787	1	1
TOTAL	94	4,576,194	4	4	88	4,576,188	1	1

Total Valid Votes (Total Votes - Invalid votes- Abstained) = 4,576,189

Votes in Favour (% of Total Valid Votes) = 99.999

Votes in Against (% of Total Valid Votes) = 0.001

*1(One) Member holding 1 Share has abstained from Voting



8. All the papers relating to voting by remote e-voting and Poll shall remain in the safe custody of the Scrutinizer until the Chairman considers, approves and signs the minutes of AGM and thereafter, the Scrutinizer shall hand over the related papers to the Company.
9. Based on the above voting, I confirm that all the resolutions has been carried on with requisite majority. Accordingly, the Chairman of the 34th AGM may announce the result of the meeting.

For VKC & Associates
Company Secretaries




CS Vineet K Chaudhary
Scrutinizer
Membership No:-F5327
C.P. No:- 4548

Date: 27.09.2019
Place: New Delhi

Sharda Relau

Counter Signed by Chairperson/ Co-Chairperson