

CONSOLIDATED SCRUTINIZER'S REPORT

(Voting through Remote e-voting, and voting at the Annual General Meeting venue through ballot paper)

[Pursuant to Section 108 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014]

To,

The Chairman of the 23rd Annual General Meeting (AGM) of the Members of Shalimar Wires Industries Limited (CIN: L74140WB1996PLC081521), held on Saturday, the 21st day of September, 2019 at 10:00 a.m. at Bharatiya Bhasha Parishad, 36A, Shakespeare Sarani, Kolkata – 700017

Dear Sir,

1. I, Mohan Ram Goenka, a Company Secretary in Practice (FCS No. 4515, CP No. 2551), Partner of M R & Associates, was duly appointed as a Scrutinizer by the Board of Directors of Shalimar Wires Industries Limited (the Company) for the purpose of Scrutinizing the process of voting through Remote e-voting and voting at the venue of Annual General Meeting through ballot paper under the provisions of Section 108 of the Companies Act, 2013 (the 2013 Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended.
2. The Management of the Company is responsible to ensure the Compliance of the requirements of the Companies Act, 2013 and Rules relating to voting through Remote e-voting and voting at the Annual General Meeting venue through ballot paper for the resolutions proposed in the Notice of 23rd Annual General Meeting of the Members of the Company dated August 12, 2019. My responsibility as a Scrutinizer for the process of voting through Remote e-voting and voting at the venue of Annual General Meeting through ballot paper to ensure that the voting process is conducted in a fair and transparent manner and is restricted to making a Scrutinizer's Report for the votes cast in "favour" or "against" on the resolutions proposed in the Notice of the 23rd AGM of the Company, based on the report provided by Central Depository Services(India) Limited (CDSL), the agency engaged by the Company to provide e-voting facility for voting through electronic means.
3. In terms of the aforesaid Notice and as per the provisions of Section 108 of the Companies Act, 2013 (the 2013 Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, the remote e-voting facility was kept open from Wednesday, September 18, 2019 (09:00 a.m. IST) till Friday, September 20, 2019 (5.00 p.m. IST) and Members were requested to cast their votes electronically conveying their assent or dissent in respect of the resolution on the e-voting platform provided by Central Depository Services(India) Limited (CDSL).

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4. The Members holding equity shares as on the "cut-off date" i.e. September 14, 2019 were entitled to vote on the resolutions proposed in the Notice calling the 23rd Annual General Meeting.
5. At the end of the remote e-voting period on Friday, 20th September, 2019 (5:00 P.M.), the voting portal of the service provider was blocked forthwith.
6. After transacting the business at the meeting, the Chairman ordered for voting at the AGM venue through ballot paper for those Members who could not cast their vote through remote e-voting with the assistance of the Scrutinizer.
7. Immediately after the conclusion of voting at the venue of the AGM on the 21st day of September, 2019 the votes cast at the venue were counted, thereafter the votes cast through remote e-voting were unblocked in the presence of Ms. Tanvee and Ms. Sneha Khaitan who acted as witnesses as prescribed under sub-rule 4(xii) of Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended.
8. Thereafter, the details containing inter alia, list of the Members, who voted "for" or "against" on each of the resolution that were put to vote, were derived from the report generated from the e-voting website of Central Depository Services (India) Limited (CDSL) i.e. www.evotingindia.com/ and based on such reports,

25 Members have cast their votes through remote e-voting;

5 Members have cast their votes through ballot paper;

The brief analysis of the results of the voting through Remote e-voting and voting at the Annual General Meeting venue through ballot paper are as under:

Item No. 1 - Ordinary Resolution :

Adoption of the Audited Financial Statements of the Company for the financial year ended 31st March, 2019 together with the Reports of the Board of Directors and Auditors thereon.

Particulars	No. of votes contained in						Percentage (%)
	Remote E-Voting		Polling / Ballot Paper		Total		
	No.	Votes	No.	Votes	No.	Votes	
Assent	24	27801582	5	2250	29	27803832	99.9999
Dissent	1	25	0	0	1	25	0.0001
Total	25	27801607	5	2250	30	27803857	100.00
Abstain / Invalid	-	-	-	-	-	-	-

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Item No. 2 - Ordinary Resolution :

Appointment of Mr. Sunil Khaitan (DIN: 00385961), as Director, who retires by rotation and being eligible, offers himself for re-appointment.

Particulars	No. of votes contained in						Percentage (%)
	Remote E-Voting		Polling / Ballot Paper		Total		
	No.	Votes	No.	Votes	No.	Votes	
Assent	24	27801582	5	2250	29	27803832	99.9999
Dissent	1	25	0	0	1	25	0.0001
Total	25	27801607	5	2250	30	27803857	100.00
Abstain / Invalid	-	-	-	-	-	-	-

Item No. 3 Ordinary Resolution:

Appointment of M/s. Mitra Bose & Associates, Cost Accountants (Registraon No. 000037), as a Cost Auditor of the Company for the financial year ending March 31st, 2020

Particulars	No. of votes contained in						Percentage (%)
	Remote E-Voting		Polling / Ballot Paper		Total		
	No.	Votes	No.	Votes	No.	Votes	
Assent	24	27801582	5	2250	29	27803832	99.9999
Dissent	1	25	0	0	1	25	0.0001
Total	25	27801607	5	2250	30	27803857	100.00
Abstain / Invalid	-	-	-	-	-	-	-

Item No. 4 – Ordinary Resolution :

Increase in the remuneration of Mr. Sunil Khaitan Chairman & Managing Director till his remaining term i.e., upto 31st March, 2020.

Particulars	No. of votes contained in						Percentage (%)
	Remote E-Voting		Polling / Ballot Paper		Total		
	No.	Votes	No.	Votes	No.	Votes	
Assent	6	109514	5	2250	11	111764	99.0842
Dissent	3	1033	0	0	3	1033	0.9158
Total	9	110547	5	2250	14	112797	100.00
*Abstain / Invalid	16	27691060	-	-	-	-	-

*represents voting by promoter group (interested persons)

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MR & Associates

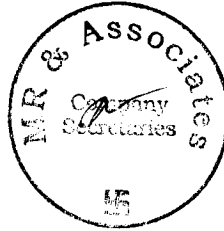
Company Secretaries

9. Based on the foregoing, the resolution no.(s) 1 to 4 shall be deemed to have been passed with the requisite majority.

All the relevant records relating to the voting is under my safe custody and will be handed over to the Chairman or Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the said AGM.

Thanking You,


Mohan Ram Goenka
Practising Company Secretary
C.P. No: 2551



Date : 24.09.2019
Place : Kolkata

Countersigned by:

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