# Shivam Autotech Limited

CIN: L34300DL2005PLC139163

Date: October 01, 2016

**The National Stock Exchange of India**
"Exchange Plaza" Bandra Kurla Complex,
Bandra East,
Mumbai – 400 051

(Scrip Code – SHIVAMAUTO)

**The BSE Limited**
Phiroje Jeejeebhoy Towers
Dalal Street Fort
Mumbai – 400 001

(Scrip Code – 532776)

Subject: Disclosure as per Clause 35A of the Listing Agreement

Dear Sir,

This is in reference to the above mentioned subject; please find enclosed herewith the Disclosure as per Clause 35A of the Listing Agreement for the Annual General Meeting held on Thursday, September 29, 2016.

Kindly take the above information on your records and oblige.

Thanking you.

Yours truly,

For **SHIVAM AUTOTECH LIMITED**

Shivani Kakkar

**Shivani Kakkar**
Company Secretary
M. No. 25097


**GURGAON WORKS** : 58 Km. Stone, Delhi - Jaipur Highway, Village - Binola,
Distt. Gurgaon - 122413, Haryana (India).
Tel : +91 11 49242100. E-mail : admn@shivamautotech.com

**REGISTERED OFFICE** : 303, 3rd Floor, Square One Mall, Saket, New Delhi - 110017
TEL.: +91 11 49242100 - 30, +91 11 29564205
E-mail : admn@shivamautotech.com Website : www.shivamautotech.com
CIN No : L34300DL2005PLC139163



ISO / ITS 16949
ISO 14001
OHSAS 18001
DNV
CERTIFIED FIRM

## Disclosure as per Clause 35A of the Listing Agreement to be submitted to Stock Exchanges

| | |
|---|---|
| **Date of AGM** | **Thursday, September 29, 2016** |
| **No. of shareholders on record date** | **14544** |
| **No. of Shareholders present in the meeting either in person or through proxy:**<br>- Promoters and Promoter Group:<br>- Public: | **1**<br>**83** |
| **No. of Shareholders attended the meeting through Video Conferencing**<br>- Promoters and Promoter Group:<br>- Public: | **NA** |

AGENDA WISE DISCLOSURE

**Resolution No. 1 - Adoption of Audited Balance Sheet as at March 31, 2016 and Profit & Loss Account for the year ended on that date along with the Board's Report and Auditors' Report thereon:**

| Resolution required: (Ordinary/ Special) | | | | | Ordinary | | | |
|---|---|---|---|---|---|---|---|---|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | | | No | | | |
| Category | Mode of Voting | No. of Shares Held | No of votes Polled (E-Voting & Poll) | % of votes polled on outstanding shares (E-Voting & Poll) | No. of votes in favor | No of votes against | % of votes in favor on votes polled (E-Voting & Poll) | % of votes against on votes polled (E-Voting & Poll) |
| | | (1) | (2) | (3)= {(2)/(1)}*100 | (4) | (5) | (6)={(4)/(2)}*100 | (7)={(5)/(2)}*100 |
| Promoter and Promoter Group | E-voting | 74795950 | 0 | - | 0 | 0 | - | |
| | Poll | | 74795950 | 100.0000 | 74795950 | | 100.0000 | |
| | Total | | 74795950 | 100.0000 | 74795950 | 0 | 100.0000 | |
| Public - | E-voting | 1288342 | 1190340 | 92.3932 | 1190340 | | 100.0000 | |

| | | | | | | | | |
|---|---|---|---|---|---|---|---|---|
| Institutions | Poll | | 0 | - | | | - | |
| | Total | | 1190340 | 92.3932 | 1190340 | 0 | 100.0000 | |
| Public – Non Institutions | E-voting | 23915708 | 2410989 | 10.0812 | 2410629 | 360 | 99.9546 | 0.0149 |
| | Poll | | 736 | 0.0031 | 736 | | 0.0305 | - |
| | Total | | 2411725 | 10.0843 | 2411365 | 360 | 99.9851 | 0.0149 |
| Total | | 100000000 | 78398015 | | 78397655 | 360 | | |

**Resolution No. 2 - Declare dividend to the equity shareholders for the year ended March 31, 2016**

| | |
|---|---|
| Resolution required: (Ordinary/ Special) | Ordinary |
| Whether promoter/ promoter group are interested in the agenda/resolution? | No |

| Category | Mode of Voting | No. of Shares Held | No of votes Polled | % of votes polled on outstanding shares | No. of votes in favor | No of votes against | % of votes in favor on votes polled | % of votes against on votes polled |
|---|---|---|---|---|---|---|---|---|
| | | | (E-Voting & Poll) | (E-Voting & Poll) | | | (E-Voting & Poll) | (E-Voting & Poll) |
| | | -1 | -2 | (3)={(2)/(1)}*100 | -4 | -5 | (6)={(4)/(2)}*100 | (7)={(5)/(2)}*100 |
| Promoter and Promoter Group | E-voting | 74795950 | 0 | - | 0 | 0 | - | |
| | Poll | | 74795950 | 100.0000 | 74795950 | | 100.0000 | |
| | Total | | 74795950 | 100.0000 | 74795950 | 0 | 100.0000 | |
| Public – Institutions | E-voting | 1288342 | 1190340 | 92.3932 | 1190340 | | 100.0000 | |
| | Poll | | 0 | - | | | - | |
| | Total | | 1190340 | 92.3932 | 1190340 | 0 | 100.0000 | |
| Public – Non Institutions | E-voting | 23915708 | 2410989 | 10.0812 | 2410629 | 360 | 99.9546 | 0.0149 |
| | Poll | | 736 | 0.0031 | 736 | | 0.0305 | - |

| | | | | | | | | |
|---|---|---|---|---|---|---|---|---|
| | Total | | 2411725 | 10.0843 | 2411365 | 360 | 99.9851 | 0.0149 |
| Total | | 100000000 | 78398015 | | 78397655 | 360 | | |

**Resolution No. 3 - Appointment of Director in place of Dr. Anil Kumar Gupta (DIN 02643623), who retires by rotation and being eligible has offered himself for re-appointment.**

| | |
|---|---|
| Resolution required: (Ordinary/ Special) | Ordinary |
| Whether promoter/ promoter group are interested in the agenda/resolution? | No |

| Category | Mode of Voting | No. of Shares Held | No of votes Polled | % of votes polled on outstanding shares | No. of votes in favor | No of votes against | % of votes in favor on votes polled | % of votes against on votes polled |
|---|---|---|---|---|---|---|---|---|
| | | | (E-Voting & Poll) | (E-Voting & Poll) | | | (E-Voting & Poll) | (E-Voting & Poll) |
| | | -1 | -2 | (3)= {(2)/(1)}*100 | -4 | -5 | (6)={(4)/(2)}*100 | (7)={(5)/(2)}*100 |
| Promoter and Promoter Group | E-voting | 74795950 | 0 | - | 0 | 0 | - | |
| | Poll | | 74795950 | 100.0000 | 74795950 | | 100.0000 | |
| | Total | | 74795950 | 100.0000 | 74795950 | 0 | 100.0000 | |
| Public - Institutions | E-voting | 1288342 | 1190340 | 92.3932 | 1190340 | | 100.0000 | |
| | Poll | | 0 | - | | | - | |
| | Total | | 1190340 | 92.3932 | 1190340 | 0 | 100.0000 | |
| Public - Non Institutions | E-voting | 23915708 | 2410989 | 10.0812 | 2410629 | 360 | 99.9546 | 0.0149 |
| | Poll | | 736 | 0.0031 | 736 | | 0.0305 | - |
| | Total | | 2411725 | 10.0843 | 2411365 | 360 | 99.9851 | 0.0149 |
| Total | | 100000000 | 78398015 | | 78397655 | 360 | | |

**Resolution No. 4 – Appointment of director in place of Mrs. Charu Munjal (DIN 03094545), who retires by rotation and being eligible has offered herself for re-appointment**

| | |
|---|---|
| Resolution required: (Ordinary/ Special) | Ordinary |
| Whether promoter/ promoter group are interested in the agenda/resolution? | No |

| Category | Mode of Voting | No. of Shares Held | No of votes Polled (E-Voting & Poll) | % of votes polled on outstanding shares (E-Voting & Poll) | No. of votes in favor | No of votes against | % of votes in favor on votes polled (E-Voting & Poll) | % of votes against on votes polled (E-Voting & Poll) |
|---|---|---|---|---|---|---|---|---|
| | | -1 | -2 | (3)={(2)/(1)}*100 | -4 | -5 | (6)={(4)/(2)}*100 | (7)={(5)/(2)}*100 |
| Promoter and Promoter Group | E-voting | 74795950 | 0 | - | 0 | 0 | - | |
| | Poll | | 74795950 | 100.0000 | 74795950 | | 100.0000 | |
| | Total | | 74795950 | 100.0000 | 74795950 | 0 | 100.0000 | |
| Public – Institutions | E-voting | 1288342 | 1190340 | 92.3932 | 1190340 | | 100.0000 | - |
| | Poll | | 0 | - | | | - | |
| | Total | | 1190340 | 92.3932 | 1190340 | 0 | 100.0000 | - |
| Public – Non Institutions | E-voting | 23915708 | 2410989 | 10.0812 | 2410557 | 432 | 99.9516 | 0.0179 |
| | Poll | | 736 | 0.0031 | 736 | | 0.0305 | - |
| | Total | | 2411725 | 10.0843 | 2411293 | 432 | 99.9821 | 0.0179 |
| Total | | 100000000 | 78398015 | | 78397583 | 432 | | |

**Resolution No. 5 – Appointment of M/s S.S. Kothari Mehta & Co., Chartered Accountants, New Delhi, the retiring auditors to hold office as Statutory Auditors for Financial Year 2016-17 from the conclusion of this meeting until the conclusion of the next Annual General Meeting and to authorize the Audit Committee to fix their remuneration.**

| | |
|---|---|
| Resolution required: (Ordinary/ Special) | Ordinary |
| Whether promoter/ promoter group are interested in the agenda/resolution? | No |

| Category | Mode of Voting | No. of Shares Held | No of votes Polled | % of votes polled on outstanding shares | No. of votes in favor | No of votes against | % of votes in favor on votes polled | % of votes against on votes polled |
|---|---|---|---|---|---|---|---|---|
| | | | (E-Voting & Poll) | (E-Voting & Poll) | | | (E-Voting & Poll) | (E-Voting & Poll) |
| | | -1 | -2 | (3)={(2)/(1)}*100 | -4 | -5 | (6)={(4)/(2)}*100 | (7)={(5)/(2)}*100 |
| Promoter and Promoter Group | E-voting | 74795950 | 0 | - | 0 | 0 | - | |
| | Poll | | 74795950 | 100.0000 | 74795950 | | 100.0000 | |
| | Total | | 74795950 | 100.0000 | 74795950 | 0 | 100.0000 | |
| Public – Institutions | E-voting | 1288342 | 1190340 | 92.3932 | 953232 | 237108 | 80.0806 | 19.9194 |
| | Poll | | 0 | - | | | - | |
| | Total | | 1190340 | 92.3932 | 953232 | 237108 | 80.0806 | 19.9194 |
| Public - Non Institutions | E-voting | 23915708 | 2410989 | 10.0812 | 2410629 | 360 | 99.9546 | 0.0149 |
| | Poll | | 736 | 0.0031 | 736 | | 0.0305 | - |
| | Total | | 2411725 | 10.0843 | 2411365 | 360 | 99.9851 | 0.0149 |
| Total | | 100000000 | 78398015 | | 78160547 | 237468 | | |
| | | | | | | | | |

**Resolution No. 6 – Re-appointment of Mr. Neeraj Munjal (DIN 00037792) as Managing Director.**

| | |
|---|---|
| Resolution required: (Ordinary/ Special) | Ordinary |
| Whether promoter/ promoter group are interested in the agenda/resolution? | No |

| Category | Mode of Voting | No. of Shares Held | No of votes Polled | % of votes polled on outstanding shares | No. of votes in favor | No of votes against | % of votes in favor on votes polled | % of votes against on votes polled |
|---|---|---|---|---|---|---|---|---|
| | | | (E-Voting & Poll) | (E-Voting & Poll) | | | (E-Voting & Poll) | (E-Voting & Poll) |
| | | -1 | -2 | (3)= {(2)/(1)}*100 | -4 | -5 | (6)={(4)/(2)}*100 | (7)={(5)/(2)}*100 |
| Promoter and Promoter Group | E-voting | 74795950 | 0 | - | 0 | 0 | - | |
| | Poll | | 74795950 | 100.0000 | 74795950 | | 100.0000 | |
| | Total | | 74795950 | 100.0000 | 74795950 | 0 | 100.0000 | |
| Public – Institutions | E-voting | 1288342 | 1190340 | 92.3932 | 1190340 | | 100.0000 | |
| | Poll | | 0 | - | | | - | |
| | Total | | 1190340 | 92.3932 | 1190340 | 0 | 100.0000 | |
| Public – Non Institutions | E-voting | 23915708 | 2410989 | 10.0812 | 2410557 | 432 | 99.9516 | 0.0179 |
| | Poll | | 736 | 0.0031 | 736 | | 0.0305 | - |
| | Total | | 2411725 | 10.0843 | 2411293 | 432 | 99.9821 | 0.0179 |
| Total | | 100000000 | 78398015 | | 78397583 | 432 | | |

**Resolution No. 7 – Revision in the remuneration of Mrs. Charu Munjal (DIN 03094545), Whole-time Director.**

| | |
|---|---|
| Resolution required: (Ordinary/ Special) | Ordinary |
| Whether promoter/ promoter group are interested in the agenda/resolution? | No |

| Category | Mode of Voting | No. of Shares Held | No of votes Polled | % of votes polled on outstanding shares | No. of votes in favor | No of votes against | % of votes in favor on votes polled | % of votes against on votes polled |
|---|---|---|---|---|---|---|---|---|
| | | | (E-Voting & Poll) | (E-Voting & Poll) | | | (E-Voting & Poll) | (E-Voting & Poll) |
| | | -1 | -2 | (3)= {(2)/(1)}*100 | -4 | -5 | (6)={(4)/(2)}*100 | (7)={(5)/(2)}*100 |
| Promoter and Promoter Group | E-voting | 74795950 | 0 | - | 0 | 0 | - | |
| | Poll | | 74795950 | 100.0000 | 74795950 | | 100.0000 | |
| | Total | | 74795950 | 100.0000 | 74795950 | 0 | 100.0000 | |
| Public – Institutions | E-voting | 1288342 | 1190340 | 92.3932 | 1190340 | | 100.0000 | |
| | Poll | | 0 | - | | | - | |
| | Total | | 1190340 | 92.3932 | 1190340 | 0 | 100.0000 | |
| Public – Non Institutions | E-voting | 23915708 | 2410989 | 10.0812 | 2401428 | 9561 | 99.5730 | 0.3964 |
| | Poll | | 736 | 0.0031 | 736 | | 0.0305 | - |
| | Total | | 2411725 | 10.0843 | 2402164 | 9561 | 99.6036 | 0.3964 |
| Total | | 100000000 | 78398015 | | 78388454 | 9561 | | |

**Resolution No. 8 – Revision in the remuneration of Dr. Anil Kumar Gupta (DIN 02643623)**

| | |
|---|---|
| Resolution required: (Ordinary/ Special) | Ordinary |
| Whether promoter/ promoter group are interested in the agenda/resolution? | No |

| Category | Mode of Voting | No. of Shares Held | No of votes Polled (E-Voting & Poll) | % of votes polled on outstanding shares (E-Voting & Poll) | No. of votes in favor | No of votes against | % of votes in favor on votes polled (E-Voting & Poll) | % of votes against on votes polled (E-Voting & Poll) |
|---|---|---|---|---|---|---|---|---|
| | | -1 | -2 | (3)= {(2)/(1)}*100 | -4 | -5 | (6)={(4)/(2)}*100 | (7)={(5)/(2)}*100 |
| Promoter and Promoter Group | E-voting | 74795950 | 0 | - | 0 | 0 | - | |
| | Poll | | 74795950 | 100.0000 | 74795950 | | 100.0000 | |
| | Total | | 74795950 | 100.0000 | 74795950 | 0 | 100.0000 | |
| Public – Institutions | E-voting | 1288342 | 1190340 | 92.3932 | 1190340 | | 100.0000 | |
| | Poll | | 0 | - | | | - | |
| | Total | | 1190340 | 92.3932 | 1190340 | 0 | 100.0000 | |
| Public – Non Institutions | E-voting | 23915708 | 2410989 | 10.0812 | 2401303 | 9686 | 99.5679 | 0.4016 |
| | Poll | | 736 | 0.0031 | 736 | | 0.0305 | - |
| | Total | | 2411725 | 10.0843 | 2402039 | 9686 | 99.5984 | 0.4016 |
| Total | | 100000000 | 78398015 | | 78388329 | 9686 | | |

**Resolution No. 9 – Payment of minimum remuneration to Executive Directors of the Company**

| | |
|---|---|
| Resolution required: (Ordinary/ Special) | Special |
| Whether promoter/ promoter group are interested in the agenda/resolution? | No |

| Category | Mode of Voting | No. of Shares Held | No of votes Polled | % of votes polled on outstanding shares | No. of votes in favor | No of votes against | % of votes in favor on votes polled | % of votes against on votes polled |
|---|---|---|---|---|---|---|---|---|
| | | | (E-Voting & Poll) | (E-Voting & Poll) | | | (E-Voting & Poll) | (E-Voting & Poll) |
| | | -1 | -2 | (3)= {(2)/(1)}*100 | -4 | -5 | (6)={(4)/(2)}*100 | (7)={(5)/(2)}*100 |
| Promoter and Promoter Group | E-voting | 74795950 | 0 | - | 0 | 0 | - | |
| | Poll | | 74795950 | 100.0000 | 74795950 | | 100.0000 | |
| | Total | | **74795950** | **100.0000** | **74795950** | **0** | **100.0000** | |
| Public – Institutions | E-voting | 1288342 | 1190340 | 92.3932 | 1190340 | | 100.0000 | |
| | Poll | | 0 | - | | | - | |
| | Total | | **1190340** | **92.3932** | **1190340** | **0** | **100.0000** | |
| Public – Non Institutions | E-voting | 23915708 | 2410989 | 10.0812 | 2401500 | 9489 | 99.5760 | 0.3935 |
| | Poll | | 736 | 0.0031 | 736 | | 0.0305 | - |
| | Total | | **2411725** | **10.0843** | **2402236** | **9489** | **99.6065** | **0.3935** |
| Total | | **100000000** | **78398015** | | **78388526** | **9489** | | |