Sharda Motor Industries Ltd.

SMIL: LISTING: 17-18/3108-01 **31st August, 2017**

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)

Ref: Letter No. LISTING: 17-18/0308-01; LISTING: 17-18/3008-01

Subject: Voting Results of 32nd Annual General Meeting alongwith Scrutinizer's Report

Dear Sir/Madam,

Pursuant to the applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), we wish to inform you that 32nd Annual General Meeting ("AGM") of the Company was held on Wednesday, 30th August, 2017, at PHD Chamber of Commerce & Industry, 4/2 Siri Institutional Area, August Kranti Marg, New Delhi-110016, India.

All the proposed resolutions as set out in the AGM Notice were passed with requisite majority. In this regard, please find enclosed herewith:

1) Details regarding the voting results as prescribed under Regulation 44 of Listing Regulations **("Annexure I")**

2) Scrutinizer's Report on remote e-voting and Poll conducted at the AGM pursuant to Section 108 of the Companies Act, 2013 read with rules made thereunder **("Annexure II")**

Kindly take the above information on record.

Thanking you,

Yours faithfully,
For **SHARDA MOTOR INDUSTRIES LIMITED**

Nitin Vishnoi
Company Secretary
Encl:

SHARDA MOTOR INDUSTRIES LTD. New Delhi

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.shardamotor.com
CIN NO-L74899DL1986PLC023202

SHARDA MOTOR INDUSTRIES LIMITED – VOTING RESULTS

ANNEXURE -I

A)	Date of the AGM	:	30th August, 2017
B)	Total number of shareholders on record date (i.e. 23rd August, 2017)	:	4956
C)	No. of Shareholders present in the meeting either in person or through proxy	:	
	i) Promoters and Promoter Group	:	6
	ii) Public	:	171
D)	No. of shareholders attended the meeting through Video Conferencing	:	Not applicable
E)	Detailed Agenda as given below:		

Agenda 1	To receive, consider and adopt the audited financial statements of the Company for the financial year ended 31st March, 2017 along with the reports of the Board of Directors and Auditors thereon.							
Resolution required			Ordinary Resolution					
Whether Promoter/ Promoter group are interested in the agenda / resolution?			No					
		1	2	3	4	5	6	7
Category	Mode of Voting	Number of Shares held	No. of Vote polled#	% of 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	44,41,849	28,34,651	63.82	28,34,661	0	100	0
	Poll		0	0	0	0	0	0
	Total		**28,34,661**	**63.82**	**28,34,661**	**0**	**100**	**0**
Public - Institutional holders	E-Voting	34,411	21,102	61.32	21,102	0	100	0
	Poll		0	0	0	0	0	0
	Total		**21,102**	**61.32**	**21,102**	**0**	**100**	**0**
Public-Others	E-Voting	14,70,066	2,14,970	14.62	2,14,970	0	100	0
	Poll		88,014	5.99	88,014	0	100	0
	Total		**3,02,984**	**20.61**	**3,02,984**	**0**	**100**	**0**
TOTAL		**59,46,326**	**31,58,747**	**53.12**	**31,58,747**	**0**	**100**	**0**

 # Excluding Invalid Votes

SHARDA MOTOR INDUSTRIES LTD. New Delhi

SHARDA MOTOR INDUSTRIES LIMITED – VOTING RESULTS

ANNEXURE -I

Agenda 2	To declare a final dividend for the financial year 2016-17.
Resolution required	Ordinary Resolution
Whether Promoter/ Promoter group are interested in the agenda / resolution?	No

		1	2	3	4	5	6	7
Category	Mode of Voting	Number of Shares held	No. of Vote polled#	% of 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	44,41,849	28,34,661	63.82	28,34,661	0	100	0
	Poll		0	0	0	0	0	0
	Total		**28,34,661**	**63.82**	**28,34,661**	**0**	**100**	**0**
Public - Institutional holders	E-Voting	34,411	22,312	64.84	22,312	0	100	0
	Poll		0	0	0	0	0	0
	Total		**22,312**	**64.84**	**22,312**	**0**	**100**	**0**
Public-Others	E-Voting	14,70,066	2,14,970	14.62	2,14,970	0	100	0
	Poll		88,014	5.99	88,014	0	100	0
	Total		**3,02,984**	**20.61**	**3,02,984**	**0**	**100**	**0**
TOTAL		**59,46,326**	**31,59,957**	**53.14**	**31,59,957**	**0**	**100**	**0**

 # Excluding Invalid Votes

Agenda 3	To re-appoint Smt. Sharda Relan (DIN: 00252181), who retires by rotation and being eligible offers herself for re-appointment.
Resolution required	Ordinary Resolution
Whether Promoter/ Promoter group are interested in the agenda / resolution?	Yes

		1	2	3	4	5	6	7
Category	Mode of Voting	Number of Shares held	No. of Vote polled#	% of 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	44,41,849	44,41,849	100	44,41,849	0	100	0
	Poll		0	0	0	0	0	0
	Total		**44,41,849**	**100**	**44,41,849**	**0**	**100**	**0**
Public - Institutional holders	E-Voting	34,411	22,312	64.84	874	21,438	3.92	96.08
	Poll		0	0	0	0	0	0
	Total		**22,312**	**64.84**	**874**	**21,438**	**3.92**	**96.08**
Public-Others	E-Voting	14,70,066	2,14,970	14.62	2,14,970	0	100	0
	Poll		88,014	5.99	88,014	0	100	0
	Total		**3,02,984**	**20.61**	**3,02,984**	**0**	**100**	**0**
TOTAL		**59,46,326**	**47,67,145**	**80.17**	**47,45,707**	**21,438**	**99.55**	**0.45**

 # Excluding Invalid Votes

SHARDA MOTOR INDUSTRIES LTD. New Delhi

SHARDA MOTOR INDUSTRIES LIMITED – VOTING RESULTS

ANNEXURE -I

Agenda 4	To re-appoint Shri R. P. Chowdhry (DIN: 00337775), who retires by rotation and being eligible offers himself for re-appointment.
Resolution required	Ordinary Resolution
Whether Promoter/ Promoter group are interested in the agenda / resolution?	Yes

		1	2	3	4	5	6	7
Category	Mode of Voting	Number of Shares held	No. of Vote polled#	% of 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	44,41,849	44,41,849	100	44,41,849	0	100	0
	Poll		0	0	0	0	0	0
	Total		**44,41,849**	**100**	**44,41,849**	**0**	**100**	**0**
Public - Institutional holders	E-Voting	34,411	22,312	64.84	874	21,438	3.92	96.08
	Poll		0	0	0	0	0	0
	Total		**22,312**	**64.84**	**874**	**21,438**	**3.92**	**96.08**
Public-Others	E-Voting	14,70,066	2,14,970	14.62	2,14,970	0	100	0
	Poll		88,014	5.99	88,014	0	100	0
	Total		**3,02,984**	**20.61**	**3,02,984**	**0**	**100**	**0**
TOTAL		59,46,326	47,67,145	80.17	47,45,707	21,438	99.55	0.45

 # Excluding Invalid Votes

Agenda 5	To appoint statutory auditors and fix their remuneration.
Resolution required	Ordinary Resolution
Whether Promoter/ Promoter group are interested in the agenda / resolution?	No

		1	2	3	4	5	6	7
Category	Mode of Voting	Number of Shares held	No. of Vote polled#	% of 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	44,41,849	44,41,849	100	44,41,849	0	100	0
	Poll		0	0	0	0	0	0
	Total		**44,41,849**	**100**	**44,41,849**	**0**	**100**	**0**
Public - Institutional holders	E-Voting	34,411	22,312	64.84	22,312	0	100	0
	Poll		0	0	0	0	0	0
	Total		**22,312**	**64.84**	**22,312**	**0**	**100**	**0**
Public-Others	E-Voting	14,70,066	2,14,970	14.62	2,14,970	0	100	0
	Poll		88,014	5.99	88,014	0	100	0
	Total		**3,02,984**	**20.61**	**3,02,984**	**0**	**100**	**0**
TOTAL		59,46,326	47,67,145	80.17	47,67,145	0	100	0

 # Excluding Invalid Votes

SHARDA MOTOR INDUSTRIES LTD. New Delhi

SHARDA MOTOR INDUSTRIES LIMITED – VOTING RESULTS

ANNEXURE -I

Agenda 6	To ratify the remuneration to be paid to M/s. Gurdeep Singh & Associates, Cost Auditors of the Company.							
Resolution required				Ordinary Resolution				
Whether Promoter/ Promoter group are interested in the agenda / resolution?				No				
		1	2	3	4	5	6	7
Category	Mode of Voting	Number of Shares held	No. of Vote polled#	% of 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	44,41,849	44,41,849	100	44,41,849	0	100	0
	Poll		0	0	0	0	0	0
	Total		**44,41,849**	**100**	**44,41,849**	**0**	**100**	**0**
Public - Institutional holders	E-Voting	34,411	22,312	64.84	22,312	0	100	0
	Poll		0	0	0	0	0	0
	Total		**22,312**	**64.84**	**22,312**	**0**	**100**	**0**
Public-Others	E-Voting	14,70,066	2,14,970	14.62	2,14,970	0	100	0
	Poll		88,014	5.99	88,014	0	100	0
	Total		**3,02,984**	**20.61**	**3,02,984**	**0**	**100**	**0**
TOTAL		**59,46,326**	**47,67,145**	**80.17**	**47,67,145**	**0**	**100**	**0**

 # Excluding Invalid Votes



VKC & Associates
COMPANY SECRETARIES

FORM NO. MGT-13
REPORT OF SCRUTINIZER(S)

[*Pursuant to Rule section 109 of the Companies Act, 2013 and rule 21(2)* of the Companies (Management and Administration) Rules, 2014]

To
The Chairperson/ Co-Chairperson
Sharda Motor Industries Limited
D-188, Okhla Industrial Area
Phase-I, New Delhi-110020

32nd (Thirty Second) Annual General Meeting ("AGM") of Members of **Sharda Motor Industries Limited** held on Wednesday, 30th August, 2017, at 12:00 Noon (IST) at the PHD Chamber of Commerce & Industry, 4/2 Siri Institutional Area, August Kranti Marg, New Delhi – 110016.

Dear Sir,

I, Vineet K Chaudhary, partner of M/s. VKC & Associates, Company Secretary in whole time Practice, (holding Membership No. F5327) was appointed as Scrutinizer to scrutinize the voting by means of Poll at the venue of AGM and for ascertaining the requisite majority on poll through Ballot Papers carried out for the resolutions [(Item No. 1 to 6)] as set out in the Notice dated 17th July, 2017 at the AGM of the Company held on Wednesday, August 30, 2017 at the PHD Chamber of Commerce & Industry, 4/2 Siri Institutional Area, August Kranti Marg, New Delhi – 110016.

1. After the time fixed for closing of the poll by the Chairman, ballot boxes for polling were locked and sealed in my presence with due identification marks placed by us.

2. The locked and sealed ballot boxes were subsequently opened in the presence of two witnesses Mr. Harsh Oberoi, R/o C-509, Sector-19, Noida-201301 & Mr. Ishan Khanna, R/o of S – 88D, Sundar Block, Shakarpur, Delhi – 110092 who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence. The poll papers were reconciled with the records maintained by the Company/ Registrar and Transfer Agent of the Company and the authorizations/ proxies lodged with the Company.

3. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.

4. After scrutinizing the ballot papers, I submit the Result of the Poll as under:

VKC & Associates (Company Secretaries)

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C-140, Sector - 51, Noida - 201303, UP, INDIA
+91-120-4131444, +91 9999233556
pcs@vkcindia.com, www.vkcindia.com

Branch Office:
D - 38, LGF (L/S) South Extn., Part - II
New Delhi - 110049, India
+91-11-49121644, 45

Resolution 01: Ordinary Resolution

To receive, consider and adopt the audited financial statements of the Company for the financial year ended 31st March, 2017 along with the reports of the Board of Directors and Auditors thereon.

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
54	88,014	100 %

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Nil	NA	Nil

(iii) **Invalid** votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
3	5

VKC & Associates (Company Secretaries)

Resolution 02: Ordinary Resolution

Declaration of final dividend for the financial year 2016-17.

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
54	88,014	100 %

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Nil	NA	Nil

(iii) **Invalid** votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
3	5

VKC & Associates (Company Secretaries)

Resolution 03: Ordinary Resolution.

To re-appoint Smt. Sharda Relan (DIN: 00252181), who retires by rotation and being eligible offers herself for re-appointment.

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

Number of members present and voting (in person or by proxy)	**Number of votes cast by them**	**% of total number of valid votes cast**
54	88,014	100 %

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

Number of members present and voting (in person or by proxy)	**Number of votes cast by them**	**% of total number of valid votes cast**
Nil	NA	Nil

(iii) **Invalid** votes :

Total number of members (in person or by proxy) whose votes were declared invalid	**Total number of votes cast by them**
3	5

VKC & Associates (Company Secretaries)

Resolution 04: Ordinary Resolution.

To re-appoint Shri R. P. Chowdhry (DIN: 00337775), who retires by rotation and being eligible offers himself for re-appointment.

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
54	88,014	100 %

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Nil	NA	Nil

(iii) **Invalid** votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
3	5

VKC & Associates (Company Secretaries)

Resolution 05: Ordinary Resolution

To appoint statutory auditors and fix their remuneration.

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
54	88,014	100 %

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Nil	NA	Nil

(iii) **Invalid** votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
3	5

VKC & Associates (Company Secretaries)

Resolution 06: Ordinary Resolution

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

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
54	88,014	100 %

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Nil	NA	Nil

(iii) **Invalid** votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
3	5

For Sharda Motor Industries Ltd.

VKC & Associates (Company Secretaries)

5. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.

6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary / Director authorized by the Board for safe keeping.

For VKC & Associates
(Company Secretaries)

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

Date: 31.08.2017
Place: Noida

Witness 1 (Harsh Oberoi)

Witness 2 (Ishan Khanna)

For Sharda Motor Industries Ltd.

Sharda Relan
Chairman
Counter Signed by Chairperson/ Co-Chairperson

VKC & Associates
COMPANY SECRETARIES

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/ Co-Chairperson
SHARDA MOTOR INDUSTRIES LIMITED
CIN: L74899DL1986PLC023202
D-188, Okhla Industrial Area, Phase-I,
New Delhi-110020, India.

For 32nd (Thirty Second) Annual General Meeting ("AGM") of Members of the Company held on Wednesday, 30th August, 2017, 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, 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 also voting by means of Poll at the AGM and for ascertaining the requisite majority on remote e-voting and also 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 32nd (Thirty Second) Annual General Meeting of Members of the Company held on Wednesday, 30th August, 2017, 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. The service provider has provided a system for recording the votes of the

VKC & Associates (Company Secretaries)

Head Office:
C-140, Sector - 51, Noida - 201303, UP, INDIA
+91-120-4131444, +91 9999233556
pcs@vkcindia.com, www.vkcindia.com

Branch Office
D - 38, LGF (L/S) South Extn., Part -
New Delhi - 110049, Indi
+91 11 49121644, 4

shareholders electronically on all the items of the businesses (both Ordinary and Special businesses) sought to be transacted at the 32nd AGM of the Company.

2. The remote e-voting period remained open from **Sunday, 27th August, 2017 (09:00 A.M. IST)** and ended on **Tuesday, 29th August, 2017 (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. **Wednesday, 23rd August, 2017** were entitled to avail the facility of remote e-voting as well as voting at the venue of AGM through ballot paper on the proposed resolutions (Item nos. 1 to 6) as set out in the Notice dated 17th July, 2017.

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 32nd AGM of the Company. My responsibility as Scrutinizer is restricted to make Scrutinizers' Report of the votes cast "For" or "Against" the resolutions stated in the Notice of the AGM.

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, Mr. Harsh Oberoi, R/o C-509, Sector-19, Noida-201301 & Mr. Ishan Khanna, R/o S – 88D, Sundar Block, Shakarpur, Delhi – 110092 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.

Mr. Harsh Oberoi

Mr. Ishan Khanna

VKC & Associates (Company Secretaries)

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:

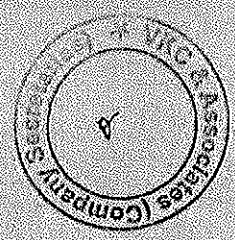
Resolution 01: Ordinary Resolution

To receive, consider and adopt the audited financial statements of the Company for the financial year ended 31st March, 2017 along with the reports of the Board of Directors and Auditors thereon.

Mode	No. of Voters	Total Shares	Invalid		Favour		Against	
			Voters	No. of votes	Voters	No. of votes	Voters	No. of votes
Remote e-voting	38*	3,070,733	-	-	38	3,070,733	-	-
Poll	57	88,019	3	5	54	88,014	-	-
TOTAL	**95**	**3,158,752**	**3**	**5**	**92**	**3,158,747**	**0**	**0**

**With respect to this resolution, 7 (Seven) shareholders have not voted either in Favour or against through remote e-voting.*

Total Valid Votes (Total Votes - Invalid votes) = 3158752 – 5 = 3,158,747
Votes in Favour (% of Total Valid Votes) = 100 %
Votes in Against (% of Total Valid Votes) = Nil



Resolution 02: Ordinary Resolution

Declaration of final dividend for the financial year 2016-17.

Mode	No. of Voters	Total Shares	Invalid		Favour		Against	
			Voters	No. of votes	Voters	No. of votes	Voters	No. of votes
Remote e-voting	39*	3,071,943	-	-	39	3,071,943	-	-
Poll	57	88,019	3	5	54	88,014	-	-
TOTAL	96	3,159,962	3	5	93	3,159,957	0	0

**With respect to this resolution, 6 (Six) shareholders have not voted either in Favour or against through remote e-voting.*

Total Valid Votes (Total Votes - Invalid votes) = 3,159,962 - 5 = 3,159,957
Votes in Favour (% of Total Valid Votes) = 100 %
Votes in Against (% of Total Valid Votes) = Nil

Resolution 03: Ordinary Resolution

To re-appoint Smt. Sharda Relan (DIN: 00252181), who retires by rotation and being eligible offers herself for re-appointment.

Mode	No. of Voters	Total Shares	Invalid		Favour		Against	
			Voters	No. of votes	Voters	No. of votes	Voters	No. of votes
Remote e-voting	45	4,679,131	-	-	32	4,657,693	13	21,438
Poll	57	88,019	3	5	54	88,014	-	-
TOTAL	102	4,767,150	3	5	86	4,745,707	13	21,438

Total Valid Votes (Total Votes - Invalid votes) = 4,767,150 – 5 = 4,767,145
Votes in Favour (% of Total Valid Votes) = 99.55 %
Votes in Against (% of Total Valid Votes) = 0.45 %

VKC & Associates Secretaries

Resolution 04: Ordinary Resolution

To re-appoint Shri R. P. Chowdhry (DIN: 00337775), who retires by rotation and being eligible offers himself for re-appointment.

Mode	No. of Voters	Total Shares	Invalid		Favour		Against	
			Voters	No. of votes	Voters	No. of votes	Voters	No. of votes
Remote e-voting	45	4,679,131	-	-	32	4,657,693	13	21,438
Poll	57	88,019	3	5	54	88,014	-	-
TOTAL	102	4,767,150	3	5	86	4,745,707	13	21,438

Total Valid Votes (Total Votes - Invalid votes) = 4,767,150 – 5 = 4,767,145
Votes in Favour (% of Total Valid Votes) = 99.55 %
Votes in Against (% of Total Valid Votes) = 0.45 %

Resolution 05: Ordinary Resolution

To appoint statutory auditors and fix their remuneration.

Mode	No. of Voters	Total Shares	Invalid		Favour		Against	
			Voters	No. of votes	Voters	No. of votes	Voters	No. of votes
Remote e-voting	45	4,679,131	-	-	45	4679131	-	-
Poll	57	88,019	3	5	54	88,014	-	-
TOTAL	102	4,767,150	3	5	99	4,767,145	0	0

Total Valid Votes (Total Votes - Invalid votes) = 4,767,150 – 5 = 4,767,145
Votes in Favour (% of Total Valid Votes) = 100 %
Votes in Against (% of Total Valid Votes) = Nil

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	Total Shares	Invalid		Favour		Against	
			Voters	No. of votes	Voters	No. of votes	Voters	No. of votes
Remote e-voting	45	4,679,131	-	-	45	4,679,131	-	-
Poll	57	88,019	3	5	54	88,014	-	-
TOTAL	**102**	**4,767,150**	**3**	**5**	**99**	**4,767,145**	**0**	**0**

Total Valid Votes (Total Votes - Invalid votes) = 4,767,150 – 5 = 4,767,145
Votes in Favour (% of Total Valid Votes) = 100 %
Votes in Against (% of Total Valid Votes) = Nil

8. All the papers relating to voting by remote e-voting and Poll shall remain in the safe custody of the Scrutinizer until the Chairperson/ Co-Chairperson 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, we confirm that all the resolutions has been carried on with requisite majority, accordingly we request the Chairman of the 32nd AGM, to announce the result of the meeting.

For VKC & Associates
(Company Secretaries)

For Sharda Motor Industries Ltd.
Sharda Relan
Co-Chairman

VKC & Associates (Company Secretaries)

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

Date: 31.08.2017
Place: Noida