



S. CHIDAMBARAM

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Company Secretary in Practice

#6-3-855/10/A, Flat No .4A, Sampathji Apartments,

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To

Mr. G. Maruthi Rao (Chairman)

Srikalahasthi Pipes Limited

Annual General Meeting of the Equity Shareholders of Srikalahasthi Pipes Limited

Dear Sir,

I, S. Chidambaram, Practicing Company Secretary, at # 6-3-855/10/A, Flat No. 4A, Sampath Apartments, Near Niraj Public School, Lane Opp. To Green park Hotel, Ameerpet, Hyderabad - 500016, was appointed as Scrutinizer by the Board of Directors of **Srikalahasthi Pipes Limited**(the Company) for the purpose of scrutinizing the e-voting process (remote e-voting) and voting by use of ballot at the meeting pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 (Amendment Rules, 2015) in respect of the below mentioned resolutions proposed at the 26th Annual General Meeting of the Equity Shareholders of the Company held on Wednesday the 19th September, 2018 at 11.30 A.M at Rachagunneri Srikalahasthi Mandal Chittoor Dist., submit my report as under.

1. The compliance with the provisions of the Companies Act, 2013 and the Rules made there under relating to voting through electronic means (by remote e-voting) and voting by use of Ballot by the shareholders on the resolutions proposed in the Notice of the 26- Annual General meeting of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process both through electronic means and by use of Ballot at the meeting are conducted in a fair and transparent manner and render consolidated Scrutineer's Report of the total votes cast in favour or against if any, to the Chairman on the resolutions, based on the reports generated from the electronic voting system provided by Karvy Computershare Private Limited and the report generated electronically for voting by use of Ballot at the meeting.
2. The compliance with the provisions of the Companies Act, 2013 and the Rules made there under relating to voting through electronic means (by remote e-voting) and voting by use of ballots by the shareholders on the resolutions proposed in the Notice of the 26th Annual General meeting of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process both through electronic means and by use of ballot at the meeting are conducted in a fair and transparent manner and render consolidated Scrutineer's Report of the total votes cast in favour or against if any, to the Chairman on the resolutions, based on the reports generated from the electronic voting system provided by Karvy Computershare Private Limited and the report generated electronically for voting by use of ballots at the meeting.
3. In accordance with the Notice of the 26th Annual General Meeting sent to the shareholders and the 'Advertisement' published pursuant to Rule 20(4)(V) of the Companies (Management and Administration) Rules, 2014 (Amendment Rules 2015) on 25th August, 2018, the remote e-voting opened at 9:00 AM on September 16th, 2018 and remained open up to 5:00 PM on September 18th, 2018.

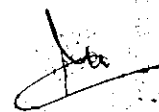


4. The Equity Shareholders holding shares as on September 12, 2018, "cutoff date", were entitled to vote on the resolutions stated in the Notice of the 26th Annual General Meeting of the Company.
5. After declaration of voting by use of ballot by the Chairman at the meeting, ballot boxes were locked and kept for voting duly marked by identification mark placed on them. The ballot boxes subsequently on close of voting hours, were opened in the presence of two witnesses who are not the employees of the company, and ballots received were serially numbered, sorted, signatures verified and were scrutinized and initialed by the scrutinizer. The ballots were reconciled with the records maintained by the Company/ Registrar and Transfer Agents (R&TA) of the Company and the authorizations / proxies lodged with the Company. The voters were also scrutinized for the purpose of eliminating duplicate voting i.e. on remote e-voting as well as by use of ballot. As per the information given by the Company the names of the shareholders who had voted on e-voting through Karvy Computershare Private Limited facility had been blocked and ballots duly numbered serially by print were issued only to those members who were present at the Annual General Meeting and who had not voted on remote e-voting.
6. The ballots, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately. The votes cast by use of ballots at the meeting were first counted electronically.
7. The votes on remote e-voting were unblocked at around 1.47 P.M on 19th September, 2018, after conclusion of voting at the AGM in the presence of two witnesses who are not the employees of the Company and the e-voting results/list of equity shareholders who have voted for and against were downloaded from the e-voting website of Karvy Computershare Private Limited (<https://evoting.karvy.com/>) and the same are being handed over to the Chairman.
8. The total votes cast in favour or against all the resolutions proposed in the Notice of the AGM are as under:

(A) RESOLUTION No.- 1—To receive, Consider and adopt the audited financial statement including the Balance Sheet as at March 31, 2018 and profit & Loss Account for the year ended as on the date , together with the Auditors' Report and Directors' Report thereon.

(i) Voted in favour of the resolution:

Particulars	Number of members present and exercised voting	Number of votes cast by them	% of total number of votes cast
E-Voting	37	25991573	93.97
Poll At AGM	49	103241	
TOTAL	86	26094814	



(ii) Voted against the resolution:

Particulars	Number of members present and exercised voting	Number of votes cast by them	% of total number of votes cast
E-Voting	13	1674048	6.03
Poll At AGM	0	0	
TOTAL	13	1674048	

(iii) Invalid votes:

Particulars	Number of members present and exercised voting	Number of votes cast by them
E-Voting	4	96611
Poll At AGM	0	0
TOTAL	4	96611

(B) RESOLUTION No.-2 :To declare dividend.

(i) Voted in favour of the resolution:

Particulars	Number of members present and exercised voting	Number of votes cast by them	%of total number of votes cast
E-Voting	53	27762182	100.00
Poll At AGM	49	103241	
TOTAL	102	27865423	

(ii) Voted against the resolution:

Particulars	Number of members present and exercised voting	Number of votes cast by them	% of total number of votes cast
E-Voting	1	50	0.00
Poll At AGM	0	0	
TOTAL	1	50	

(iii) Invalid votes:

Particulars	Number of members present and exercised voting	Number of votes cast by them
E-Voting	0	0
Poll At AGM	0	0
TOTAL	0	0

(C) RESOLUTION No.- 3 :To appoint a Director in place of Shri. V. Poyyamozhi (DIN. 07887406) who retires by rotation and being eligible, offers himself for re-appointment.

(i) Voted in favour of the resolution:

Particulars	Number of members present and exercised voting	Number of votes cast by them	%of total number of votes cast
E-Voting	38	27352810	98.53
Poll At AGM	49	103241	
TOTAL	87	27456051	

(ii) Voted against the resolution:

Particulars	Number of members present and exercised voting	Number of votes cast by them	% of total number of votes cast
E-Voting	16	409419	1.47
Poll At AGM	0	0	
TOTAL	16	409419	

(iii) Invalid votes:

Particulars	Number of members present and exercised voting	Number of votes cast by them
E-Voting	1	3
Poll At AGM	0	0
TOTAL	1	3

(D) RESOLUTION No.- 4: To Ratify remuneration payable to Cost Auditors M/s. Narasimhamurthy & Co., for the financial year ended 31st March, 2019.

(i) Voted in favour of the resolution:

Particulars	Number of members present and exercised voting	Number of votes cast by them	% of total number of votes cast
E-Voting	53	27762210	100.00
Poll At AGM	49	103241	
TOTAL	102	27865451	

(ii) Voted against the resolution:

Particulars	Number of members present and exercised voting	Number of votes cast by them	% of total number of votes cast
E-Voting	1	22	0.00
Poll At AGM	0	0	
TOTAL	1	22	

(iii) Invalid votes:

Particulars	Number of members present and exercised voting	Number of votes cast by them
E-Voting	0	0
Poll At AGM	0	0
TOTAL	0	0

(E) RESOLUTION No.-5: To approve the appointment of Ms. Priya Manjari Todi (DIN: 01863690) as Director of the Company.

(i) Voted in favour of the resolution:

Particulars	Number of members present and exercised voting	Number of votes cast by them	% of total number of votes cast
E-Voting	36	27352719	98.53
Poll At AGM	49	103241	
TOTAL	85	27455960	

(ii) Voted against the resolution:

Particulars	Number of members present and exercised voting	Number of votes cast by them	% of total number of votes cast
E-Voting	18	409513	1.47
Poll At AGM	0	0	
TOTAL	18	409513	

(iii) Invalid votes:

Particulars	Number of members present and exercised voting	Number of votes cast by them
E-Voting	0	0
Poll At AGM	0	0
TOTAL	0	0

(F) RESOLUTION No.- 6: To Approve revision in the terms of Remuneration payable to Shri . Gouri Shankar Rathi (DIN. 00083992), Whole Time Director.

(i) Voted in favour of the resolution:

Particulars	Number of members present and exercised voting	Number of votes cast by them	% of total number of votes cast
E-Voting	46	27693285	99.75
Poll At AGM	49	103241	
TOTAL	95	27693285	

(ii) Voted against the resolution:

Particulars	Number of members present and exercised voting	Number of votes cast by them	% of total number of votes cast
E-Voting	8	68947	0.25
Poll At AGM	0	0	
TOTAL	8	68947	

(iii) Invalid votes:

Particulars	Number of members present and exercised voting	Number of votes cast by them
E-Voting	0	0
Poll At AGM	0	0
TOTAL	0	0

(G) RESOLUTION No.- 7: To Approve the appointment of Shri. Ashutosh Agarwal(DIN. 00115092), as a Director of the Company.

(i) Voted in favour of the resolution:

Particulars	Number of members present and exercised voting	Number of votes cast by them	% of total number of votes cast
E-Voting	37	27352589	98.53
Poll At AGM	49	103241	
TOTAL	86	27455830	

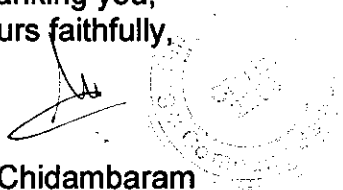
(ii) Voted against the resolution:

Particulars	Number of members present and exercised voting	Number of votes cast by them	% of total number of votes cast
E-Voting	17	409643	1.47
Poll At AGM	0	0	
TOTAL	17	409643	

(iii) Invalid votes:

Particulars	Number of members present and exercised voting	Number of votes cast by them
E-Voting	0	0
Poll At AGM	0	0
TOTAL	0	0

Thanking you,
Yours faithfully,



S. Chidambaram
Scrutinizer

Place: Hyderabad
Dated: 19.09.2018